

Ascent Capital Group, Inc.  
Form 8-K  
September 18, 2012

**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): **September 13, 2012**

**ASCENT CAPITAL GROUP, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**001-34176**  
(Commission  
File Number)

**26-2735737**  
(I.R.S. Employer  
Identification No.)

**5251 DTC Parkway, Suite 1000**

**Greenwood Village, Colorado 80111**

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **(303) 628-5600**

## Edgar Filing: Ascent Capital Group, Inc. - Form 8-K

(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 (see General Instruction A.2. below):

- ☐ 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 240.14a-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))
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**Item 7.01. Regulation FD Disclosure**

On September 13, 2012, Ascent Capital Group, Inc. (the Company) announced that John Orr, Senior Vice President of the Company, and Mike Meyers, Senior Vice President and Chief Financial Officer of the Company and its wholly owned subsidiary Monitronics International, Inc. (Monitronics), will speak at Imperial Capital's 6th Annual Global Opportunities Conference, being held at the Waldorf Astoria in New York, New York on September 19, 2012 at 1:30 p.m. EST. During their presentation, Messrs. Orr and Meyers may make observations regarding the financial performance and outlook of each of the Company and Monitronics.

This Item 7.01 of this Current Report on Form 8-K and the press release attached hereto as Exhibit 99.1 are being furnished to the Securities and Exchange Commission under Item 7.01 of Form 8-K in satisfaction of the public disclosure requirements of Regulation FD.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

| Exhibit No. | Name                                    |
|-------------|-----------------------------------------|
| 99.1        | Press Release dated September 13, 2012. |

**SIGNATURE**

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

Date: September 18, 2012

ASCENT CAPITAL GROUP, INC.

|     |                      |                                                            |
|-----|----------------------|------------------------------------------------------------|
| By: | /s/ William E. Niles |                                                            |
|     | Name:                | William E. Niles                                           |
|     | Title:               | Executive Vice President, General Counsel<br>and Secretary |

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Name</b>                             |
|--------------------|-----------------------------------------|
| 99.1               | Press Release dated September 13, 2012. |