

PROASSURANCE CORP
Form 8-K
March 06, 2019

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): March 6, 2019
ProAssurance Corporation
(Exact name of registrant as specified in its charter)

Delaware001-16533 63-1261433
(State of (Commission(IRS Employer
Incorporation)No.) I.D. No.)

100 Brookwood
Place,
Birmingham, 35209
Alabama
(Address of
Principal
Executive (Zip code)
Office)

Registrant's telephone number,
including area code: (205)
877-4400

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
Securities Act (17 CFR
240.14a-12)
- .. Pre-commencement
communications

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

.. pursuant to Rule
13e-(c) under the
Exchange Act
(17CFR 240.13e-(c))

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

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. "

Item 7.01 REGULATION FD DISCLOSURES

Attached as Exhibit 99.1 and incorporated into this Item 7.01 by reference, is our news release relating to the dividend referred to in Item 8.01 below

Item 8.01 OTHER EVENTS

On March 6, 2019 our Board of Directors declared a regular dividend of \$0.31 per common share payable on April 22, 2019 to shareholders of record as of March 29, 2019. Our dividend policy anticipates a total annual regular dividend of \$1.24 per share, to be paid in equal quarterly installments. Any decision to pay future cash dividends will be subject to the Board's final determination after a comprehensive review of the company's financial performance, future expectations and other factors deemed relevant by the Board.

Item 9.01 FINANCIAL STATEMENTS AND EXHIBITS

99.1 News release issued on March 6, 2019, disclosing ProAssurance's declaration of a cash dividend of \$0.31 per common share payable on April 22, 2019 to shareholders of record as of March 29, 2019.

We are furnishing Exhibit 99.1 to this Current Report on Form 8-K solely for the purpose of incorporation by reference into Items 7.01 and 9.01. This exhibit shall not be deemed to be "filed" for the purposes of Section 18 of the Securities and Exchange Act of 1934 (the "Exchange Act"), or otherwise subject to the liability of such section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, regardless of the general incorporation language of such filing, except as shall be expressly set forth by specific reference in such filing.

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.

Date: March 6, 2019

PROASSURANCE CORPORATION

By: /s/ Frank B. O'Neil
Frank B. O'Neil
Senior Vice President