

STEWART INFORMATION SERVICES CORP

Form 8-K

January 07, 2019

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

December 31, 2018

Date of Report (Date of earliest event reported)

STEWART INFORMATION SERVICES CORPORATION

(Exact name of registrant as specified in its charter)

Delaware **001-02658** **74-1677330**
(State or other jurisdiction) (Commission (IRS Employer
of incorporation) File Number) Identification No.)

1980 Post Oak Blvd.
77056
Houston, Texas
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: 713-625-8100

N/A

(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 240.14a-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))

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).

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 5.02 **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Termination of Split Dollar Agreement

On December 31, 2018, Stewart Information Services Corporation, a Delaware corporation (the “Company”) and John L. Killea, the Company’s Chief Legal Officer and Chief Compliance Officer terminated the Split Dollar Agreement that had been entered into in 2008. Pursuant to the Split Dollar Agreement, the Company obtained a life insurance policy with a death benefit payable to Mr. Killea less the greater of the policy cash value or sum of the premiums paid by the Company.

In connection with the termination, the Company and Mr. Killea agreed that the Company could surrender the policy for the cash value and provided a check to Mr. Killea for \$37,500 and a gross-up for taxes.

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 thereunto duly authorized.

STEWART INFORMATION SERVICES CORPORATION

By: /s/ John L. Killea

John L. Killea, Chief Legal Officer and

Chief Compliance Officer

Date: January 7, 2019