

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

KINGSTONE COMPANIES, INC.

Form: 8-K

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Corporate Issuer CIK: 33992

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report February 14, 2017
(Date of earliest event reported)

KINGSTONE COMPANIES, INC.
(Exact Name of Registrant as Specified in Charter)

<u>Delaware</u> (State or Other Jurisdiction of Incorporation)	<u>0-1665</u> (Commission File No.)	<u>36-2476480</u> (IRS Employer Identification Number)
<u>15 Joys Lane, Kingston, NY</u> (Address of Principal Executive Offices)		<u>12401</u> (Zip Code)

Registrant's telephone number, including area code: (845) 802-7900

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))
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Item 7.01.**Regulation FD Disclosure.**

On February 14, 2017, Kingstone Companies, Inc. (the "Company") issued a press release (the "Press Release") announcing that the underwriters of the Company's recently closed public offering exercised in full their purchase option with respect to 442,500 shares of common stock of the Company at a public offering price of \$12.00 per share. The release announced that the Company sold 192,500 shares of its common stock pursuant to the purchase option exercise and selling shareholders sold the remaining 250,000 shares.

A copy of the Press Release is furnished as Exhibit 99.1 hereto.

The information in the Press Release is being furnished, not filed, pursuant to this Item 7.01. Accordingly, the information in the Press Release will not be incorporated by reference into any registration statement filed by the Company under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference. The furnishing of the information in this Report with respect to the Press Release is not intended to, and does not, constitute a determination or admission by the Company that the information in this Report with respect to the Press Release is material or complete, or that investors should consider this information before making an investment decision with respect to any security of the Company.

Item 9.01.**Financial Statements and Exhibits.**

(d) Exhibits:

99.1 Press release, dated February 14, 2017, issued by Kingstone Companies, Inc.

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.

KINGSTONE COMPANIES, INC.

Dated: February 14, 2017

By: /s/ Fred Skolnik
Fred Skolnik
Assistant Secretary



Kingstone Companies Announces Underwriters' Exercise of Purchase Option

Kingston, New York—February 14, 2017--Kingstone Companies, Inc. (NASDAQ: KINS) (the "Company" or "Kingstone") today announced that the underwriters of its recently closed public offering of common stock exercised in full their purchase option with respect to 442,500 shares of its common stock, at the public offering price of \$12.00. The Company sold 192,500 shares of its common stock pursuant to the purchase option exercise. The net proceeds to the Company after deducting underwriting discounts and commissions and other estimated offering expenses are expected to be approximately \$2.2 million, bringing the total net proceeds to the Company from the offering to approximately \$30.2 million. Selling shareholders sold 250,000 shares of common stock pursuant to the exercise of the purchase option.

The Company intends to use the aggregate net proceeds of the offering to contribute capital to its insurance subsidiary, Kingstone Insurance Company, to support its ratings upgrade plan and additional growth, and for general corporate purposes.

Sandler O'Neill + Partners, L.P. acted as the book-running manager for the offering. Compass Point Research & Trading LLC and Boenning & Scattergood, Inc. acted as co-managers for the offering.

The offering was made pursuant to a shelf registration statement previously filed and declared effective by the Securities and Exchange Commission (the "SEC"). The final prospectus supplement relating to the offering has been filed with the SEC and is available at the SEC's website at www.sec.gov. Alternatively, copies of the final prospectus supplement and the accompanying prospectus may be obtained from Sandler O'Neill + Partners, L.P., 1251 Avenue of the Americas, 6th Floor, New York, NY 10020, 1-866-805-4128.

This news release does not constitute an offer to sell or a solicitation of an offer to buy the securities described herein, nor shall there be any sale of these securities in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction.

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About Kingstone Companies, Inc.

Kingstone is a property and casualty insurance holding company whose principal operating subsidiary, Kingstone Insurance Company, is domiciled in the State of New York. Kingstone is a multi-line property and casualty insurance company writing business exclusively through independent retail and wholesale agents and brokers. Kingstone is licensed to write insurance policies in New York, New Jersey, Pennsylvania, Rhode Island, Connecticut, and Texas. Kingstone offers property and casualty insurance products to individuals and small businesses.

Forward-Looking Statements

Statements in this press release may contain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. All statements, other than statements of historical facts, may be forward-looking statements. These statements are based on management's current expectations and are subject to uncertainty and changes in circumstances. These statements involve risks and uncertainties that could cause actual results to differ materially from those included in forward-looking statements due to a variety of factors. More information about these factors can be found in Kingstone's filings with the Securities and Exchange Commission, including its latest Annual Report filed with the Securities and Exchange Commission on Form 10-K. Kingstone undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Contacts

Kingstone Companies, Inc.

Investor Relations:

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Investor Relations Director