

Fidelity & Guaranty Life  
Form 8-K  
February 08, 2016

**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): February 2, 2016**

**FIDELITY & GUARANTY LIFE**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**001-36227**  
**(Commission**

**File Number)**

**46-3489149**  
**(IRS Employer**

**Identification No.)**

**Two Ruan Center**

**601 Locust Street, 14th Floor**

**Des Moines, IA**

**50309**

**(Address of principal executive offices)**

**(Zip Code)**

**Registrant's telephone number, including area code: (800) 445-6758**

**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))

**Item 8.01. Other Events.**

***Dividend Declaration***

On February 2, 2016, Fidelity & Guaranty Life (the Company ) announced that its Board of Directors had declared a quarterly dividend of \$0.065 per share. The dividend is payable on March 7, 2016 to the Company s stockholders of record as of the close of business on February 22, 2016. A copy of the press release announcing the declaration is furnished as Exhibit 99 to this Report.

***Annual Stockholder Meeting***

On February 2, 2016, the Board of Directors of the Company determined to postpone the Company s 2016 annual meeting of stockholders because of the pending merger (the Merger ) and associated transactions contemplated under the Agreement and Plan of Merger, dated November 8, 2015, by and among the Company, Anbang Insurance Group Co., Ltd., a joint-stock insurance company established in the People s Republic of China ( Anbang ), AB Infinity Holding, Inc., a Delaware corporation and a wholly-owned subsidiary of Anbang ( Parent ), and AB Merger Sub, Inc., a Delaware corporation and a newly formed, wholly-owned subsidiary of Parent. The Company s 2015 annual meeting of stockholders was held on February 11, 2015. The Board of Directors of the Company has scheduled the meeting for September 30, 2016.

**Additional Information and Where to Find It**

In connection with the Merger, the Company intends to file relevant materials with the SEC, including the Company s information statement in preliminary and definitive form. Stockholders of the Company are strongly advised to read all relevant documents filed with the SEC, including the Company s information statement, because they will contain important information about the Merger. These documents will be available at no charge on the SEC s website at [www.sec.gov](http://www.sec.gov). In addition, documents will also be available for free from the Company by contacting Lisa Foxworthy-Parker at [Lisa.Parker@fglife.com](mailto:Lisa.Parker@fglife.com).

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

(d) Exhibits

Exhibit

No.	Description
99	Press Release of Fidelity & Guaranty Life dated February 2, 2016.

**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, thereunto duly authorized.

**FIDELITY & GUARANTY LIFE**

/s/ Eric L. Marhoun  
Eric L. Marhoun  
Executive Vice President, General Counsel and  
Secretary

Dated: February 8, 2016