

TORCHMARK CORP
Form 8-K
January 05, 2011

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) January 5, 2011 (December 31, 2010)

TORCHMARK CORPORATION

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction

of incorporation)

001-08052
(Commission

File No.)

3700 South Stonebridge Drive, McKinney, Texas 75070

63-0780404
(I.R.S. Employer

ID No.)

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(Address of principal executive offices)

Registrant's telephone number, including area code: (972) 569-4000

None

(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))

Section 2 Financial Information

Item 2.01 Completion of Acquisition or Disposition of Assets

On December 31, 2010, Liberty National Life Insurance Company (Liberty National), a subsidiary of Torchmark Corporation (Torchmark), completed and closed the sale of all the issued and outstanding common stock of its subsidiary, United Investors Life Insurance Company (United Investors), to Protective Life Insurance Company (Protective), a subsidiary of Protective Life Corporation, for approximately \$343 million in cash, subject to post-closing adjustments provided for in the Stock Purchase Agreement dated as of September 13, 2010 among the parties, which Stock Purchase Agreement had been previously filed as an exhibit to the Form 8-K dated September 14, 2010. Prior to closing, approximately \$305 million of assets, at fair value, were distributed from United Investors to Liberty National. The combined total of the purchase price and the pre-closing distributions to Liberty National was approximately \$648 million.

Item 9.01 Financial Statements and Exhibits

(a) Financial statements of businesses acquired.

None.

(b) Pro forma financial information.

None.

(a) Shell company transactions.

None.

(b) Exhibits.

(2.01) Stock Purchase Agreement dated as of September 13, 2010 by and among Protective Life Insurance Company, United Investors Life Insurance Company, Liberty National Life Insurance Company and Torchmark Corporation (incorporated by reference from Exhibit 99.1 to Form 8-K dated September 14, 2010).

SIGNATURES

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

Date: January 5, 2011

TORCHMARK CORPORATION

/s/ Carol A. McCoy
Carol A. McCoy,
Vice President, Associate Counsel and Secretary