

ASSURANT INC  
Form DEFA14A  
May 06, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**SCHEDULE 14A**  
**Proxy Statement Pursuant to Section 14(a) of the**  
**Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

**Assurant, Inc.**

**(Name of Registrant as Specified In Its Charter)**

**(Name of Person(s) Filing Proxy Statement, if other than the Registrant)**

Payment of Filing Fee (Check the appropriate box):

- x No fee required.
- .. Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
  - (1) Title of each class of securities to which transaction applies:
  
  - (2) Aggregate number of securities to which transaction applies:
  
  - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  
  - (4) Proposed maximum aggregate value of transaction:
  
  - (5) Total fee paid:
- .. Fee paid previously with preliminary materials.
- .. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
  - (1) Amount Previously Paid:
  
  - (2) Form, Schedule or Registration Statement No.:
  
  - (3) Filing Party:

(4) Date Filed:

**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): May 6, 2014**

**Assurant, Inc.**

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

**Commission File Number: 001-31978**

**DE**  
**(State or other jurisdiction**

**of incorporation)**

**One Chase Manhattan Plaza, 41st Floor**

**39-1126612**  
**(IRS Employer**

**Identification No.)**

Edgar Filing: ASSURANT INC - Form DEFA14A

New York, New York 10005

(Address of principal executive offices, including zip code)

(212) 859-7000

(Registrant's telephone number, including area code)

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

(b) On May 6, 2014, Assurant, Inc. (the Company) announced that Robert B. Pollock, 59, plans to retire as President, Chief Executive Officer and director of the Company, effective December 31, 2014, after 33 years with the Company. As part of its established succession planning process, the Company's Board of Directors has commenced a search to evaluate both internal and external candidates for Mr. Pollock's successor.

In addition, the Company announced that Michael J. Peninger, 59, plans to retire this year as Executive Vice President and Chief Financial Officer of the Company after 29 years with the Company.

(c) On May 6, 2014, the Company announced that Christopher J. Pagano will succeed Mr. Peninger as Executive Vice President and Chief Financial Officer, effective August 15, 2014. Mr. Pagano, 50, has been Executive Vice President, Treasurer and Chief Investment Officer of the Company since July 2007 and President of Assurant Asset Management, a division of the Company, since January 2005. Mr. Pagano joined the Company in 1996 from Merrill Lynch where he was a vice president and government strategist in global fixed income research. He began his career at Morgan Stanley. Mr. Pagano is a Chartered Financial Analyst.

A copy of the Company's May 6, 2014 news release announcing these events is attached as Exhibit 99.1 hereto and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

Exhibit 99.1 News Release, dated May 6, 2014

**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.

Assurant, Inc.

Date: May 6, 2014

By: /s/ Stephen W. Gauster  
Stephen W. Gauster  
Senior Vice President, Chief Corporate  
Counsel and Assistant Secretary

## Assurant Announces Leadership Retirement and Succession Plans

**NEW YORK, May 6, 2014** Assurant, Inc. (NYSE: AIZ), a premier provider of specialty insurance and insurance-related products and services, today announced its president and chief executive officer Robert B. Pollock, 59, plans to retire as an officer and director at year-end 2014 following a distinguished 33-year career with the company.

Rob Pollock is an outstanding CEO and the Board is deeply grateful for his disciplined guidance of the company, said Elaine D. Rosen, chair of the Assurant Board. Rob has consistently provided visionary leadership and built Assurant into a strong Fortune 500 insurance company. He was instrumental in navigating through challenging times and multiple market transitions. His strategic mindset, commitment to customers and shareholders, and respect for employees are key qualities we will seek in his successor.

The Assurant Board of Directors has long had a succession planning process and has commenced a comprehensive search to evaluate both internal and external candidates for the CEO post. Russell Reynolds Associates will assist the Board in identifying Pollock's successor.

It's been my honor to lead a great team at Assurant and build a strong foundation for future profitable growth and long-term shareholder value, said Pollock. We've demonstrated our resilience, agility and commitment to help our customers protect what matters most to them. Now is the right time for a leadership change to further the transformation of Assurant. I look forward to working with the Board and my successor to ensure a seamless transition.

During Pollock's tenure as CEO, Assurant has embraced new growth areas including mobile protection, multi-family housing and voluntary worksite benefits, expanded in Latin America and strengthened its European operations. Under Pollock, the company grew book value per share at an average annual rate of 11 percent and generated more than \$4 billion in operating cash flow.

### CFO TRANSITION EFFECTIVE AUGUST 2014

Assurant also announced that Michael J. Peninger, 59, executive vice president and chief financial officer, will retire this year after 29 years with the company. Christopher J. Pagano, 50, currently Assurant's executive vice president, chief investment officer and treasurer, will succeed him as CFO, effective Aug. 15, 2014.

Mike's financial, business and operational acumen have made an indelible mark as we have evolved as a leader in specialty insurance, said Pollock. Under his guidance, Assurant has developed a highly effective global financial strategy, strengthened our robust financial policies and procedures and maintained a strong balance sheet during challenging economic times. It's been a pleasure to work alongside him.

At the same time, we are proud of our deep bench of talent at Assurant. Chris brings his comprehensive knowledge of our company and global financial expertise to his new and expanded role, Pollock added. During the past 18 years, Chris has played a critical role in implementing Assurant's capital management strategy, strengthened our investment portfolio and led the development of our risk management methodology. Mike and Chris are working to ensure a seamless transition.

Assurant, Inc. / 2

Pagano has served as executive vice president, chief investment officer and treasurer since 2007, and president, Assurant Asset Management since 2005. He previously was executive vice president and head of fixed income, Assurant Asset Management. Pagano joined Assurant in 1996 from Merrill Lynch where he was a vice president and government strategist in global fixed income research. He began his career at Morgan Stanley. Pagano is a Chartered Financial Analyst.

Complete executive biographies and photos of Pollock, Peninger and Pagano are available at [www.assurant.com](http://www.assurant.com), or are available from the company.

### **About Assurant**

Assurant is a premier provider of specialized insurance products and related services in North America, Latin America, Europe and other select worldwide markets. The four key businesses – Assurant Solutions, Assurant Specialty Property, Assurant Health and Assurant Employee Benefits – partner with clients who are leaders in their industries and build leadership positions in a number of specialty insurance market segments. Assurant businesses provide mobile device protection; debt protection administration; credit-related insurance; warranties and service contracts; pre-funded funeral insurance; solar project insurance; lender-placed homeowners insurance; renters insurance and related products; manufactured housing homeowners insurance; individual health and small employer group health insurance; group dental insurance; group disability insurance; and group life insurance.

Assurant, a Fortune 500 company and a member of the S&P 500, is traded on the New York Stock Exchange under the symbol AIZ. Assurant has approximately \$30 billion in assets and \$9 billion in annual revenue. Assurant has approximately 16,600 employees worldwide and is headquartered in New York's financial district. For more information on Assurant, please visit [www.assurant.com](http://www.assurant.com) and follow us on Twitter (@AssurantNews).

### **Media Contact:**

Shawn M. Kahle

Vice President, Corporate Communications

Phone: 212.859.7047

[shawn.kahle@assurant.com](mailto:shawn.kahle@assurant.com)

### **Investor Relations Contact:**

Francesca Luthi

Senior Vice President, Investor Relations

Phone: 212.859.7197

[francesca.luthi@assurant.com](mailto:francesca.luthi@assurant.com)