

INDEPENDENCE HOLDING CO

Form 8-K

November 16, 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) November 11, 2016

**INDEPENDENCE HOLDING COMPANY**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation or organization)

**001-32244**

(Commission File Number)

**58-1407235**

(I.R.S. Employer Identification No.)

**96 Cummings Point Road, Stamford, Connecticut**

(Address of principal executive offices)

**06902**

(Zip Code)

Registrant's telephone number, including area code: **(203) 358-8000**

Not applicable.

(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 240a-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 240.13a-4(c))

**Item 5.02.**

**Entry into a Material Definitive Agreement.**

On November 11, 2016, the stockholders of Independence Holding Company (the Company ) approved the Independence Holding Company 2016 Stock Incentive Plan (the Plan) at the Company s Annual Meeting of Stockholders. A description of the Plan is set forth in the Company s definitive proxy statement on Schedule 14A filed with the Securities and Exchange Commission on October 11, 2016 (the Proxy Statement ) in the section entitled Summary of 2016 Stock Incentive Plan, which description is incorporated herein by reference. The description is qualified in its entirety by reference to the full text of the Plan, a copy of which is attached to the Proxy Statement as Appendix A and which is incorporated in Item 9.01 of this Current Report on Form 8-K by reference.

**Item 9.01.**

**Financial Statements and Exhibits.**

(d)

Exhibits

10.1

Independence Holding Company 2016 Stock Incentive Plan (incorporated by reference to Appendix A to the Definitive Proxy Statement on Schedule 14A filed with the Securities and Exchange Commission on October 11, 2016)

10.2

Form of Stock Option Agreement\*

10.3

Form of Restricted Share Unit Award Agreement\*

10.4

Form of Share Appreciation Rights Award Agreement\*

\* Filed herewith

**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.

INDEPENDENCE HOLDING COMPANY

Dated:

November 16, 2016

By: /s/ Loan Nisser

Name: Loan Nisser

Title: Vice President and Secretary