

Manning & Napier, Inc.  
Form 8-K  
March 29, 2017

**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): March 28, 2017**

**MANNING & NAPIER, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
**(State or other jurisdiction**  
**of incorporation)**

**001-35355**  
**(Commission File Number)**

**45-2609100**  
**(I.R.S. Employer**  
**Identification Number)**

**290 Woodcliff Drive, Fairport, New York 14450**

**(Address of principal executive offices and zip code)**

(585) 325-6880

**(Registrant's telephone number, including area code)**

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.**

On March, 28, 2017, Richard Barrington, a director of Manning & Napier, Inc. (the Company ), notified the Company that he has decided to resign from the Company s Board of Directors (the Board ) effective upon the earlier of the appointment of his replacement or April 24, 2017. The Company is actively engaged in a search for a new independent director to replace Mr. Barrington and intends to find a suitable replacement as soon as practicable.

**SIGNATURES**

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

Manning & Napier, Inc.

Date: March 29, 2017

By: /s/ Richard B. Yates

Name: Richard B. Yates

Title: Chief Legal Officer