

UICI
Form 8-K
February 17, 2006

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**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 16, 2006
UICI
(Exact name of registrant as specified in its charter)**

Delaware

001-14953

75-2044750

(State or other jurisdiction of
incorporation
or organization)

(Commission File
Number)

(IRS Employer
Identification No.)

9151 Grapevine Highway, North Richland Hills, Texas

76180

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (817) 255-5200

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-4e under the Exchange Act (17 CFR 240.13e-4(c))

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Press Release

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Item 2.02 Results of Operations and Financial Condition.

On February 16, 2006, the Company issued a press release announcing its summary results of operations and certain balance sheet data for the fourth quarter and year ended December 31, 2005. The Company's Board of Directors sets February 13 as record date for special meeting to approve merger agreement with affiliates of group of private equity firms led by The Blackstone Group. A copy of the press release is furnished herewith as Exhibit 99.1 and incorporated herein by reference.

The information contained in this Item 2.02 and incorporated by reference herein shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the *Exchange Act*), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

- (a) Financial Statements of Businesses Acquired.
Not applicable
- (b) Pro Forma Financial Information
Not applicable
- (c) Exhibits

99.1 Press release issued by the Company on February 16, 2006 announcing summary results of operations for the fourth quarter and year ended December 31, 2005. The Company's Board of Directors sets February 13 as record date for special meeting to approve merger agreement with affiliates of group of private equity firms led by The Blackstone Group.

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.

UICI
(Registrant)

Date: February 16, 2006

By: /s/ Mark D. Hauptman
Mark D. Hauptman
Vice President and Chief
Financial Officer

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**Exhibit
Number**

Description

99.1 Press release issued by the Company on February 16, 2006 announcing summary results of operations for the fourth quarter and year ended December 31, 2005. The Company's Board of Directors sets February 13 as record date for special meeting to approve merger agreement with affiliates of group of private equity firms led by The Blackstone Group.

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