

KINGSWAY FINANCIAL SERVICES INC

Form 8-K

February 25, 2014

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 21, 2014

KINGSWAY FINANCIAL SERVICES INC.

(Exact Name of Registrant as Specified in Its Charter)

Ontario, Canada

(State or Other Jurisdiction of
Incorporation)

001-15204

(Commission File Number)

Not Applicable

(IRS Employer Identification No.)

45 St. Clair Ave. West, Suite 400, Toronto, Ontario, Canada M4V 1K9

(Address of Principal Executive Offices) (Zip Code)

Registrant's Telephone Number, Including Area Code: (416) 848-1171

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 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 February 21, 2014, the Board of Directors (the “Board”) of Kingsway Financial Services Inc. (the “Company”) appointed Gary Schaevitz as a new director, filling a vacancy resulting from an increase in the size of the Board to five members. Mr. Schaevitz has not yet been named to any committees of the Board.

There are no arrangements or understandings between Mr. Schaevitz and any other persons pursuant to which he was selected as a director. There are no related party transactions of the kind described in Item 404(a) of Regulation S-K in which Mr. Schaevitz is or was a participant.

As a member of the Board, Mr. Schaevitz will be entitled to participate in the Company’s non-employee director compensation program, under which he will receive an annual retainer fee, payable quarterly, in the aggregate amount of \$50,000.

A press release announcing the appointment was issued February 24, 2014 and is attached as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

| Exhibit Number | Exhibits Description |
|-------------------|--|
| 99.1 | News Release Dated February 24, 2014 - Gary Schaevitz Named New Director of Kingsway |

SIGNATURE

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.

KINGSWAY FINANCIAL SERVICES INC.

February 25, 2014

By: /s/ Larry G. Swets, Jr.
Larry G. Swets, Jr.
President and Chief Executive Officer

EXHIBIT INDEX

| EXHIBIT NUMBER | DESCRIPTION |
|-------------------|--|
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