PROTECTIVE LIFE CORP Form 8-K May 15, 2012

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

May 15, 2012 (May 15, 2012)

Date of Report (Date of earliest event reported)

Protective Life Corporation

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)

001-11339 (Commission File Number)

95-2492236 (IRS Employer Identification No.)

2801 Highway 280 South

Birmingham, Alabama 35223

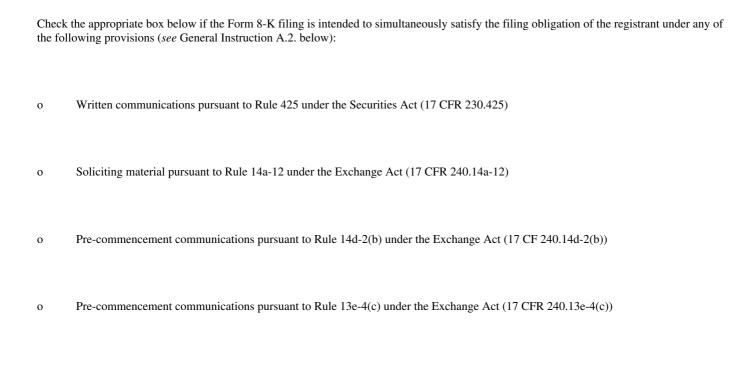
(Address of principal executive offices and zip code)

(205) 268-1000

(Registrant s telephone number, including area code)

N/A

(Former name or former address, if changed since last report.)



Item 7.01 Regulation FD

On May 15, 2012, Protective Life Corporation (Protective) commenced an offering of its subordinated debentures. The offering of the subordinated debentures is being made pursuant to a shelf registration statement filed by Protective with the Securities and Exchange Commission. Protective intends to use the net proceeds from the offering of the subordinated debentures, together with a draw under Protective s existing revolving credit facility, if necessary, to redeem, in whole or in part, one or more of the following issues of securities: (i) \$100.0 million 7.50% Trust Originated Preferred SecuritiesSM due 2031 issued by PLC Capital Trust III, a subsidiary of Protective, (ii) \$115.0 million 7.25% Trust Originated Preferred SecuritiesSM due 2032 issued by PLC Capital Trust IV, a subsidiary of Protective, and (iii) \$200.0 million 7.25% Capital Securities due 2066 issued by Protective.

The information in this Item 7.01 of this Current Report on Form 8-K is furnished pursuant to Item 7.01 and shall not be deemed filed for any other purpose, including for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of that Section. The information in this Item 7.01 of this Current Report on Form 8-K shall not be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in any such filing.

(d) Exhibits.

Exhibit 12 to this Current Report on Form 8-K shall be deemed filed with the Securities and Exchange Commission pursuant to General Instruction B.2 to Form 8-K.

Exhibit No. Description

12 Computation of Ratios of Consolidated Earnings to Fixed Charges (incorporated by reference into Protective Life Corporation s Registration Statement on Form S-3, File No. 333-175224)

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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 thereunto duly authorized.

PROTECTIVE LIFE CORPORATION
/s/Steven G. Walker
Steven G. Walker
Senior Vice President, Controller and Chief Accounting Officer

Dated: May 15, 2012

INDEX TO EXHIBITS

Exhibit Number	Exhibit
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