

KINGSTONE COMPANIES, INC.
Form FWP
December 14, 2017

Filed Pursuant to Rule 433
Supplementing the Preliminary Prospectus Dated December 14, 2017
Registration No. 333-221615
December 14, 2017

\$30,000,000

5.50% Senior Unsecured Notes due 2022

This term sheet relates only to the securities described below and supplements and should be read together with the preliminary prospectus supplement dated December 13, 2017 and the accompanying prospectus (including the documents incorporated by reference therein) relating to those securities. Capitalized terms used in this term sheet but not defined have the meanings given to them in such preliminary prospectus supplement.

Issuer: Kingstone
Companies, Inc.
("Kingstone")

Type of Security: Senior Unsecured
Notes (the "Notes")

Principal Amount Offered: \$30,000,000

Ratings: Kroll Bond Rating
Agency: BBB- /
AM Best: bbb- A
rating is not a
recommendation
to buy, sell or hold
securities. Ratings
may be subject to
revision or
withdrawal at any
time by the
assigning rating
organization. Each
rating agency has
its own
methodology for
assigning ratings
and, accordingly,
each rating should
be evaluated

independently of
any other rating.

Trade December 14,
Date: 2017

Settlement December 19,
Date 2017
(T+3):

Maturity December 30,
Date: 2022

Interest
Rate: 5.50%

Issue
Price: 99.456%

Yield to
Investors: 5.625%

Interest June 30 and
Payment December 30 of
Dates: each year,
 beginning on June
 30, 2018

Day Count
Convention: 30/360

Denominations: \$1,000
denominations
and \$1,000
integral
multiples

Use of
Proceeds: Kingstone
intends to use
the net
proceeds from
the offering
primarily to
support organic
growth,
including
contributions
to Kingstone
Insurance
Company.
Remaining
funds will be
utilized for
general
corporate
purposes.

Optional
Redemption: Kingstone may
redeem some
or all of the
Notes at any
time, or from
time to time, at
a redemption
price equal to
the greater of
(1) 100% of
the principal
amount of the
Notes to be
redeemed or
(2) the sum of
the present
values of the
remaining
scheduled

payments of principal and interest (exclusive of accrued and unpaid interest to the date of redemption) on the Notes to be redeemed, discounted to the redemption date on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) using the applicable Treasury Rate plus 50 basis points, plus, in each case, accrued and unpaid interest to, but excluding, the redemption date.

Events of Default; remedies:

The Notes will contain events of default, the occurrence of which may result in the acceleration of Kingstone's obligations under the notes in certain circumstances.

Certain Covenants:

The Notes will be issued under an indenture and supplemental indenture

(collectively,
the “Indenture”)
to be dated as
of the issuance
date between
Kingstone and
the Trustee.
The Indenture
contains
covenants that,
among other
things, limit:
(i) the ability
of Kingstone to
merge or
consolidate, or
lease, sell,
assign or
transfer all or
substantially
all of its assets;
(ii) the ability
of Kingstone to
sell or
otherwise
dispose of the
equity
securities of
certain of its
subsidiaries;
(iii) the ability
of certain of
Kingstone’s
subsidiaries to
issue equity
securities; (iv)
the ability of
Kingstone to
permit certain
of its
subsidiaries to
merge or
consolidate, or
lease, sell,
assign or
transfer all or
substantially
all of their
respective
assets; and (v)
the ability of

Kingstone and
its subsidiaries
to incur debt
secured by
equity
securities of
certain of its
subsidiaries.

Further
Issuances:

Kingstone may, from time to time, without notice to or consent of the holders, increase the aggregate principal amount of the Notes outstanding by issuing additional Notes in the future with the same terms as the Notes, except for the issue date and offering price, and such additional Notes shall be consolidated with the Notes issued in this offering and form a single series.

Trustee:

Wilmington Trust, National Association

CUSIP/ISIN:

496719 AA3/
US496719AA34

Sole
Book-Running
Manager:

Sandler O'Neill + Partners, L.P.

The Issuer has filed a registration statement (including a prospectus supplement) on Form S-3 (File No. 333-221615) with the Securities and Exchange Commission (the "SEC") for the offering to which this communication relates. Before you invest, you should read the prospectus in the registration statement and the other documents the Issuer has filed with the SEC for more complete information about the Issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, you can request the prospectus by calling Sandler O'Neill at (866) 805-4128.