

PENN TREATY AMERICAN CORP
Form 8-K
September 07, 2005

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): **August 31, 2005**

Penn Treaty American Corporation
(Exact name of registrant as specified in charter)

Pennsylvania (State or other jurisdiction of incorporation) **001-14681** (Commission File Number) **23-1664166** (IRS Employer Identification No.)
3440 Lehigh Street, Allentown, Pennsylvania 18103
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(610) 965-2222**

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 2.02 Results of Operations and Financial Condition.

On August 31, 2005, Penn Treaty American Corporation (the Company) announced its financial results for the three and six month periods ended June 30, 2005. The Company issued a press release, dated August 31, 2005, which is furnished as an exhibit hereto and incorporated by reference herein.

The press release referred to fully converted book value, which is a non-GAAP financial measure. The press release included a reconciliation of fully converted book value to GAAP book value. The Company believes that the presentation and discussion of this non-GAAP financial measure, which is consistent with past disclosure, in conjunction with disclosure of all reconciling items, provides a better understanding of the Company's current value in light of future items which the Company believes are likely to be significantly dilutive to current shareholders.

The Company held an investor conference call on August 31, 2005. The Company disclosed on the call that the distributors under its PTA Advantage protocol have produced over \$584,000 of sales for the six months ended June 30, 2005 and over 95% of their business has remained in force.

Item 8.01 Other Events

On its August 31, 2005 investor conference call, the Company revised its earnings guidance for the remainder of 2005. The Company expects net income for the third and fourth quarters of 2005 to total between \$0.39 and \$0.42 per fully diluted share. This reduction is driven by a reduction in net investment income the Company expects to earn as a result of the commutation of the Centre reinsurance treaty. An additional factor in the lowered guidance is related to a lower than anticipated level of new business sales and anticipated higher level of persistency on certain products.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

| <u>Number</u> | <u>Description</u> |
|---------------|--|
| 99.1 | Press Release issued on August 31, 2005. |

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.

PENN TREATY AMERICAN CORPORATION

September 7, 2005

By: /s/ Mark Cloutier

Name: Mark Cloutier

Title: Senior Vice President,

Chief Financial Officer and Treasurer

EXHIBIT INDEX

| <u>Number</u> | <u>Description</u> |
|---------------|--|
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