

UICI  
Form 8-K  
February 17, 2006

**Table of Contents**

**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))

**TABLE OF CONTENTS**

Item 2.02 - Results of Operations and Financial Condition.

Item 9.01 - Financial Statements and Exhibits.

SIGNATURES

Exhibit Index

Press Release

---

**Table of Contents**

**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

**Table of Contents**

**Exhibit Index**

**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.

1