

Edgar Filing: DONEGAL GROUP INC - Form 8-K

DONEGAL GROUP INC
Form 8-K
April 21, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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): April 21, 2004

Donegal Group Inc.

(Exact name of registrant as specified in its charter)

| | | |
|--|---|---|
| Delaware ----- (State or other jurisdiction of incorporation) | 0-15341 ----- (Commission file number) | 23-2424711 ----- (IRS employer identification no.) |
| 1195 River Road, Marietta, Pennsylvania ----- (Address of principal executive offices) | | 17547 ----- (Zip code) |

Registrant's telephone number, including area code: (888) 877-0600

N/A

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

Item 7. Financial Statements and Exhibits.

(c) Exhibits.

The following exhibit is filed herewith:

| Exhibit No. | Description |
|-------------|---|
| 99.1 | Press release issued by Donegal Group Inc. (the "Company") dated April 19, 2004 |

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Item 12. Results of Operations and Financial Condition.

On April 19, 2004, the Company issued a press release regarding the Company's financial results for its first quarter ended March 31, 2004. The press release is attached as Exhibit 99.1 to this Form 8-K Current Report. The information in this report shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934 or incorporated by reference in any filing under the Securities Act of 1933.

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.

DONEGAL GROUP INC.

Date: April 21, 2004

By: /s/ Ralph G. Spontak

Ralph G. Spontak, Senior Vice President,
Chief Financial Officer and Secretary

EXHIBIT INDEX

| Exhibit Number | Description |
|-------------------|---|
| ----- | ----- |
| 99.1 | Press release dated April 19, 2004 issued by the Company. |

EXHIBIT 99.1

DONEGAL GROUP INC. ANNOUNCES FIRST QUARTER RESULTS

Ralph G. Spontak

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Senior Vice President and Chief Financial Officer
Phone (717) 426-1931
Fax (717) 426-7009

For Immediate Release

MARIETTA, Pennsylvania, April 19, 2004 - Donegal Group Inc. (Nasdaq: DGICA and DGICB) today reported net income for the quarter ended March 31, 2004 of \$11,732,306, or \$.87 per share on a diluted basis, which includes an extraordinary gain of \$5,445,670, or \$.40 per share on a diluted basis, related to an acquisition. Net income before the extraordinary gain was \$6,286,636, or \$.47 per share on a diluted basis, for the first quarter of 2004 compared to \$3,844,432, or \$.41 per share on a diluted basis, for the quarter ended March 31, 2003.

The Company's results continue to benefit from excellent underwriting results, with the Company posting a combined ratio of 92.7% for the first quarter of 2004 compared to a combined ratio of 97.2% for the comparable period in 2003.

The extraordinary gain of \$5,445,670 resulted from GAAP purchase accounting for unallocated negative goodwill from the Le Mars Insurance Company acquisition completed in early January. The acquisitions of Le Mars Insurance Company, The Peninsula Insurance Company and Peninsula Indemnity Company were effective January 1, 2004.

The Company's fully diluted shares outstanding during the first quarter of 2004 increased to 13,508,530 compared to 9,330,855 in the first quarter of 2003, due primarily to the Company's successful follow on stock offering that was completed in November, 2003.

Revenues for the first quarter of 2004 were \$68,001,661, an increase of 30.3% over a year earlier, with premiums earned for the first quarter of \$62,699,478, a 30.8% increase over the first quarter of 2003. Premiums earned in the first quarter, excluding premiums earned by the companies acquired in January, increased \$3.3 million, or 7.0%, to \$51,282,376. The lower interest rate environment continues to impact investment income, which increased 12.3% to \$3,780,017 for the first quarter of 2004 compared to \$3,364,518 for the first quarter of 2003. Service fees for the first quarter of 2004 were \$833,897, an increase of 35.8% over the first quarter of 2003 total of \$614,033.

The Company's loss ratio for the first quarter of 2004 improved to 64.4% compared to 66.5% for the first quarter of 2003, benefiting from continued pricing improvements and from a relative absence of severe weather in the first quarter of 2004. The Company's expense ratio improved to 27.7% for the first quarter of 2004 compared to 30.2% for the first quarter of 2003. The Company's workers' compensation policy dividend ratio increased slightly from 0.5% in the first quarter of 2003 to 0.6% in the first quarter of 2004.

" The profitable results of the newly acquired companies, coupled with a continuation of the excellent underwriting results by our core companies and a relatively normal weather period, has resulted in a combined ratio that is as low as the Company has ever achieved," stated Donald H. Nikolaus, President and Chief Executive Officer of Donegal Group Inc. "The rate increases taken over the past few years, coupled with our continued dedication to sound underwriting principles and our ongoing expense control, have all contributed to a winning formula," stated Nikolaus.

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These strong results helped the Company increase its book value per common share 5.6% to \$17.20 per share as of March 31, 2004 compared to \$16.29 at December 31, 2003.

The Company announced last week that its Board of Directors approved an increase in the Company's quarterly cash dividend payable May 15, 2004 to \$.12 per share of Class A Common Stock and \$.105 per share of Class B Common Stock.

The Company will hold a conference call on Monday April 19, 2004, beginning at 11:00 A. M. Eastern Time. You may participate in the conference call by calling 1-800-901-5241 (Passcode 10035503). An instant replay of the conference call will be available until April 26, 2004, by calling 1-888-286-8010 (Passcode 16040001).

Donegal Group Inc. is a property and casualty insurance holding company whose insurance subsidiaries offer personal and commercial lines of insurance to businesses and individuals in six Mid-Atlantic states (Connecticut, Delaware, Maryland, New Hampshire, New York and Pennsylvania), eight Southeastern states (Alabama, Georgia, Louisiana, North Carolina, South Carolina, Tennessee, Virginia and West Virginia) and five Midwestern states (Iowa, Nebraska, Ohio, Oklahoma and South Dakota).

All statements contained in this release that are not historic facts are based on current expectations. Such statements are forward-looking (as defined in the Private Securities Litigation Reform Act of 1995) in nature and involve a number of risks and uncertainties. Actual results could vary materially. Among the factors that could cause actual results to vary materially include: the ability of the Company to maintain profitable operations, the adequacy of the Company's reserves for losses and loss adjustment expenses, business and economic conditions in the Company's primary operating areas, competition from various insurance and non-insurance businesses, terrorism, legal and judicial developments, changes in regulatory requirements and other risks that are described from time to time in the periodic reports that the Company files with the Securities and Exchange Commission. Undue reliance should not be placed on any such forward-looking statements.

(Tables Follow)

| | Quarter Ended March 31 | |
|--|------------------------|---------|
| | 2004 | 2003 |
| Net premiums earned | \$ 62,699,881 | \$47,92 |
| Investment income, net of investment expenses | 3,780,017 | 3,36 |
| Realized investment gains (losses) | 468,443 | (130 |
| Total revenues | 68,001,661 | 52,18 |

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| | | |
|---|--------------|--------|
| Net income before extraordinary item | \$6,286,636 | \$3,84 |
| Net income after extraordinary item | \$11,732,306 | \$3,84 |
| Net income per common share before extraordinary item | | |
| Basic | \$ 0.49 | \$ |
| Diluted | \$ 0.47 | \$ |
| Net income per common share after extraordinary item | | |
| Basic | \$ 0.91 | \$ |
| Diluted | \$ 0.87 | \$ |

Consolidated Statements of Income
(unaudited; in thousands, except per share data)

| | Quarter Ended March 31 | |
|---|------------------------|------|
| | 2004 | 2003 |
| Net premiums earned | \$ 62,700 | \$ 4 |
| Investment income, net of investment expenses | 3,780 | |
| Realized investment gains (losses) | 468 | |
| Lease income | 220 | |
| Service fees | 834 | |
| Other income | - | |
| Total revenues | 68,002 | 5 |
| Losses and loss expenses | 40,371 | 3 |
| Amortization of deferred policy acquisition costs | 8,345 | |
| Other underwriting expenses | 9,058 | |
| Other expenses | 583 | |
| Dividends | 368 | |
| Interest | 338 | |
| Total expenses | 59,063 | 4 |
| Income before income taxes and extraordinary item | 8,939 | 5 |
| Income tax expense | 2,652 | 1 |
| Net income before extraordinary item | 6,287 | |
| Extraordinary item | 5,445 | |

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| | | |
|---|-----------------------------|---------------|
| Net income after extraordinary item | ----- \$ 11,732 ----- | \$ ----- |
| Net income per common share before extraordinary item | | |
| Basic | \$ 0.49 ----- | \$ ----- |
| Diluted | \$ 0.47 ----- | \$ ----- |
| Net income per common share after extraordinary item | | |
| Basic | \$ 0.91 ----- | \$ ----- |
| Diluted | \$ 0.87 ----- | \$ ----- |
| Supplementary Financial Analysts' Data | | |
| Weighted average number of shares outstanding | | |
| Basic | 12,889,823 ----- | 9,21 ----- |
| Diluted | 13,508,530 ----- | 9,33 ----- |
| Net written premiums | \$ 68,416 ----- | \$ 5 ----- |
| Book value per common share | \$ 17.20 | \$ |

Consolidated Balance Sheet
(unaudited; in thousands)

| | March 31, 2004 ----- | December 31 |
|--|-------------------------|-------------|
| ASSETS | | |
| Investments: | | |
| Fixed Maturities: | | |
| Held to maturity, at amortized cost | \$ 170,752 | |
| Available for sale, at fair value | 221,666 | |
| Equity securities, at fair value | 39,250 | |
| Short-term investments, at cost, which approximates fair value | 55,386 ----- | |
| Total investments | 487,054 | |
| Cash | 6,549 | |

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| | |
|-----------------------------------|------------|
| Premiums in course of collection | 40,962 |
| Reinsurance receivable | 92,109 |
| Accrued investment income | 4,188 |
| Deferred policy acquisition costs | 18,513 |
| Prepaid reinsurance premiums | 35,609 |
| Property and equipment, net | 5,580 |
| Deferred income taxes | 9,894 |
| Other assets | 2,560 |
| | ----- |
| Total assets | \$ 703,018 |
| | ===== |

LIABILITIES AND SHAREHOLDERS' EQUITY

Liabilities:

| | |
|--|------------|
| Unpaid losses and loss settlement expenses | \$ 256,451 |
| Unearned premiums | 162,433 |
| Accounts payable and accrued expenses | 8,746 |
| Debt | 25,774 |
| Due to affiliates | 12,984 |
| Other liabilities | 12,029 |
| | ----- |

Total liabilities 478,417

Shareholders' equity:

| | |
|--|---------|
| Preferred stock | |
| Class A common stock | 100 |
| Class B common stock | 31 |
| Additional paid-in capital | 126,163 |
| Accumulated other comprehensive income | 6,147 |
| Retained earnings | 93,052 |
| Treasury stock, at cost | (892) |
| | ----- |

Total shareholders' equity 224,601

Total liabilities and shareholders' equity \$ 703,018

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