#### 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: March 2, 2020 (Date of earliest event reported)

## FEDNAT HOLDING COMPANY

(Exact name of registrant as specified in its charter)

Florida (State or other jurisdiction of incorporation) 000-25001 (Commission File Number) 65-0248866 (I.R.S. Employer Identification No.)

14050 N.W. 14<sup>th</sup> Street, Suite 180 Sunrise, FL

33323

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (800) 293-2532

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 (see General Instruction A.2. below):

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol
Common Stock	FNHC

<u>Name of each exchange on which registered</u> Nasdaq Global Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company  $\Box$ 

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

#### Item 7.01 Regulation FD Disclosure.

On March 2, 2020, FedNat Holding Company (the "Company") has made available on its website (www.fednat.com) the Investor Presentation attached as Exhibit 99.1 (the "Investor Presentation") and incorporated herein by reference. The Company expects the Investor Presentation, in whole or in part, in connection with presentations to investors, analysts and others. The Company disclaims any obligation to correct or update these materials in the future.

The information in this Current Report on Form 8-K and Exhibit 99.1 attached hereto is hereby intended to be furnished and, as provided in General Instruction B.2 of Form 8-K, such information shall not be deemed "filed" for 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, and it shall not be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended (the "Securities Act"), or under the Exchange Act, whether made before or after the date hereof, except as expressly set forth by specific reference in such filing to this Current Report on Form 8-K.

The investor presentation attached hereto as Exhibit 99.1 contains statements that may be deemed forward-looking statements within the meaning of Section 27A of the Securities Act and Section 21E of the Exchange Act. These statements are therefore entitled to the protection of the safe harbor provisions of these laws. These statements may be identified by the use of forward-looking terminology such as "anticipate," "believe," "budget," "contemplate," "continue," "could," "envision," "estimate," "expect," "forecast," "guidance," "indicate," "intend," "may," "might," "outlook," "plan," "possibly," "potential," "predict," "probably," "proforma," "project," "seek," "should," "target," "will," "would," "will be," "will continue" or the negative thereof or other variations thereon or comparable terminology. The Company has based these forward-looking statements on its current expectations, assumptions, estimates and projections. While the Company believes these expectations, assumptions, estimates and projections are reasonable, such forward-looking statements are only predictions and involve a number of risks and uncertainties, many of which are beyond the Company's control. These and other important factors may cause our actual results, performance or achievements to differ materially from any future results, performance or achievements expressed or implied by these forward-looking statements. Management cautions that any such forward-looking statements are not guarantees of future performance, and readers cannot assume that such statements will be realized or that the forward-looking events and circumstances will occur. Factors that might cause such a difference include, without limitation, the risks and uncertainties discussed under "Risk Factors" in the Company's Annual Report on Form 10-K, and discussed from time to time in the Company's reports filed with the Securities and Exchange Commission.

#### Item 9.01. Financial Statements and Exhibits.

(d) <u>Exhibits</u>
99.1 FedNat Holding Company Investor Presentation Fourth Quarter 2019.

#### 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.

#### FEDNAT HOLDING COMPANY

Date: March 2, 2020

By: /s/ Ronald A. Jordan

Name: Ronald A. Jordan Title: Chief Financial Officer (Principal Financial Officer)



# FedNat Holding Company

(NASDAQ: FNHC)

- FedNat Insurance Company
- Maison Insurance Company
- Monarch National Insurance Company

# **Fourth Quarter 2019**

**INVESTOR PRESENTATION** 

## SAFE HARBOR STATEMENT

Safe harbor statement under the Private Securities Litigation Reform Act of 1995:

Statements that are not historical fact are forward-looking statements that are subject to certain risks and uncertainties that could cause actual events and results to differ materially from those discussed herein.

The risks and uncertainties include, without limitation, risks and uncertainties related to estimates, assumptions and projections generally; the nature of the Company's business and its ability to integrate operations proposed to be acquired; the adequacy of its reserves for losses and loss adjustment expense; claims experience; weather conditions (including the severity and frequency of storms, hurricanes, tornadoes and hail) and other catastrophic losses; reinsurance costs and the ability of reinsurers to indemnify the Company; raising additional capital and our compliance with minimum capital and surplus requirements; potential assessments that support property and casualty insurance pools and associations; the effectiveness of internal financial controls; the effectiveness of our underwriting, pricing and related loss limitation methods; changes in loss trends, including as a result of insureds' assignment of benefits; court decisions and trends in litigation; our potential failure to pay claims accurately; the timing and ability to obtain regulatory approval of applications for transactions and requested rate increases, or to underwrite in additional jurisdictions, and the timing thereof; the impact that the results of our subsidiaries' operations may have on our results of operations; inflation and other changes in economic conditions (including changes in interest rates and financial markets); pricing competition and

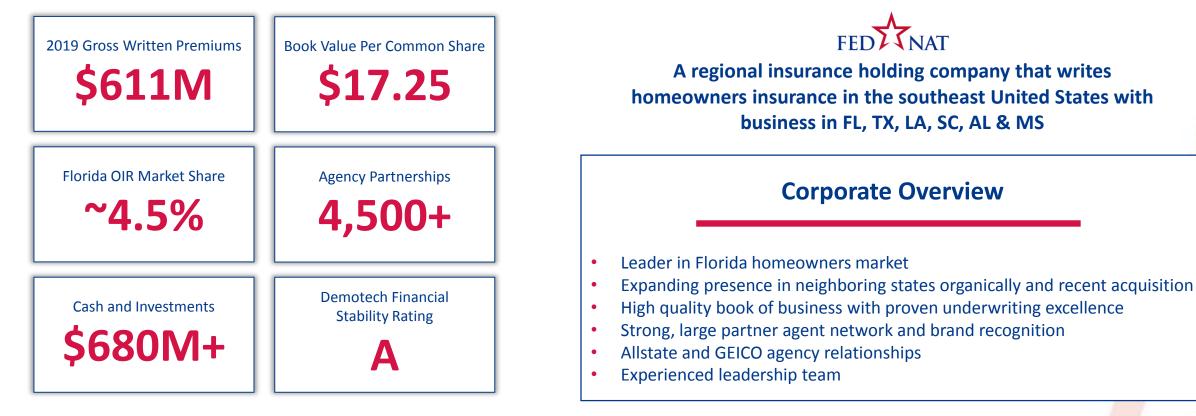
other initiatives by competitors; legislative and regulatory developments; the outcome of litigation pending against the Company, and any settlement thereof; dependence on investment income and the composition of the Company's investment portfolio; insurance agents; ratings by industry services; the reliability and security of our information technology systems; reliance on key personnel; acts of war and terrorist activities; and other matters described from time to time by the Company in releases and publications, and in periodic reports and other documents filed with the Securities and Exchange Commission.

In addition, investors should be aware that generally accepted accounting principles prescribe when a company may reserve for particular risks, including claims and litigation exposures. Accordingly, results for a given reporting period could be significantly affected if and when a reserve is established for a contingency. Reported results may therefore appear to be volatile in certain accounting periods.

Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date on which they are made. We do not undertake any obligation to update publicly or revise any forward-looking statements to reflect circumstances or events that occur after the date the forward-looking statements are made.

# FEDNAT CORPORATE PROFILE

## **Key Metrics\*:**



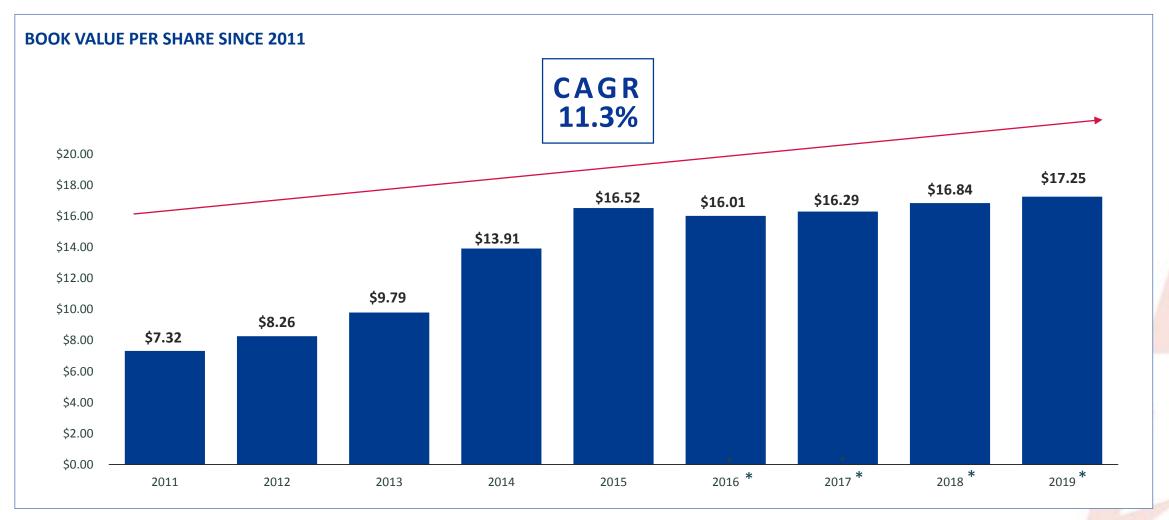
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# 2019 SETS UP POSITIVE 2020 OUTLOOK

GROWTH OF CORE HOMEOWNERS BUSINESS	<ul> <li>Florida: strong brand and agent distribution with underwriting discipline and multiple rounds of recent rate increases</li> <li>Non-Florida: successful organic business via partnership with MGU plus recent acquisition of Maison</li> </ul>
EXIT FROM NON-CORE BUSINESSES SUBSTANTIALLY COMPLETED	<ul> <li>Auto: No policies in force and shorter tail largely complete</li> <li>CGL: No policies in force and runoff of claims underway</li> </ul>
BENEFITS FROM MAISON SYNERGIES	<ul> <li>\$8 million annual reinsurance savings in current treaty year</li> <li>\$3 million annual ongoing operational synergies</li> </ul>
STRONG BALANCE SHEET SUPPORTS GROWTH OPPORTUNITIES	<ul> <li>Announced \$10M share repurchase program for current calendar year</li> <li>Recently increased quarterly dividend by ~13% — dividend yield 2%+</li> <li>Non-insurance company liquidity is \$65M+</li> </ul>

Long-term target ROE of 15% in years with normalized CAT activity

## LONG-TERM TRACK RECORD OF BOOK VALUE GROWTH



\* Impacted by full catastrophe reinsurance retention events Note: Based on GAAP financial information FED NAT 5

# LEADING POSITION IN FLORIDA HOMEOWNERS MARKET

# LEADING POSITION IN FRAGMENTED FLORIDA MARKET

Market dominated by "specialists," of which FedNat is among the top four, with limited national P&C carrier presence

#### OPERATING ENVIRONMENT SUMMARY

~\$10B Total Addressable Florida Homeowners Market





- Nation's third largest state with 21 million people—projected at 26 million by 2030
- \$10 billion homeowners insurance market with strong home construction and growing housing inventory throughout the state
- Highly fragmented market with national players comprising less than 20%, none with higher market share than FedNat
- FedNat's focus is on quality, well-mitigated homes, built after 1994
- With Citizens policies reduced by ~two-thirds since 2011, FedNat has opportunity for incremental organic growth
- AOB reform is a positive development

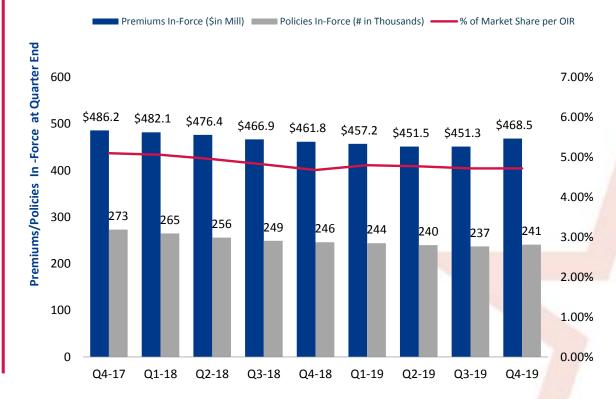
# DISCIPLINED UNDERWRITING DRIVES IMPROVED ECONOMICS

#### HOMEOWNERS FLORIDA TOTAL INSURED VALUE AND POLICIES IN-FORCE



#### HOMEOWNERS FLORIDA MARKET SHARE

Premiums in Force and % Market Share



Flat premiums on decreased exposure drives improved profitability profile

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# **RIGOROUS EXPOSURE MANAGEMENT**

300% 250% 200% 194% 187% 200% 182% 180% 176% 172% 166% 164% 150% 100% 50% 0% Q4-17 Q1-18 Q2-18 Q3-18 Q4-18 Q1-19 Q2-19 Q3-19 Q4-19

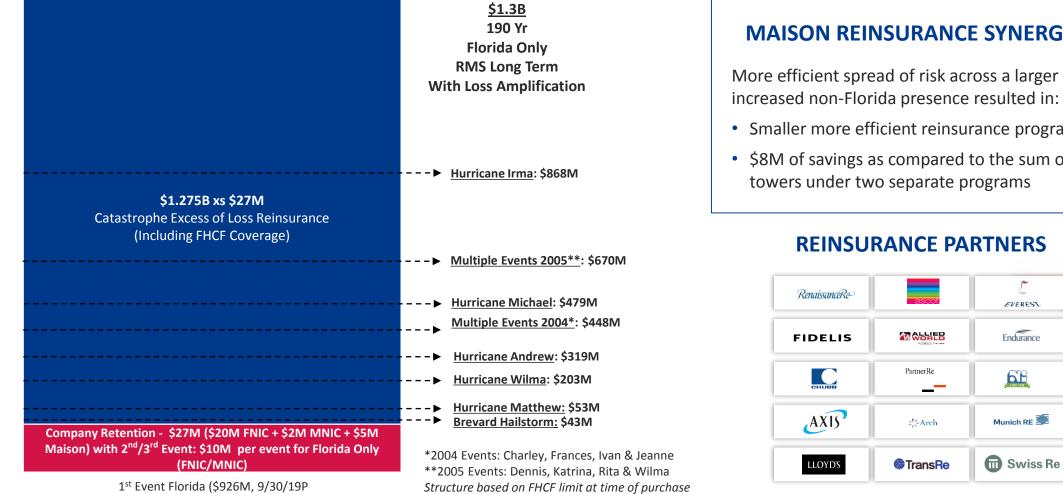
#### All States 1-in-100 Year Probable Maximum Loss / In-Force Premium ("PML to Premium")

Notes: PML modeled using average of AIR and RMS. Includes Monarch National from Q1-18 forward & Maison in Q4-19. Assumptions: LT, No LA, No SS

# 2019-2020 REINSURANCE STRUCTURE

### FNIC / MNIC / MAISON COMBINED

100 year RMS LT+DS RP)



Event losses are combined FNIC + MNIC + Maison totals

### MAISON REINSURANCE SYNERGIES

More efficient spread of risk across a larger and increased non-Florida presence resulted in:

- Smaller more efficient reinsurance program
- \$8M of savings as compared to the sum of

### **REINSURANCE PARTNERS**

# DISCIPLINED UNDERWRITING APPROACH

FedNat's meticulous underwriting approach allows it to manage current exposures while profitably underwriting new risks

### **HIGH-QUALITY BOOK**

Properties with more advanced wind/hurricane mitigation features and lower All Other Peril (non-catastrophe) losses

## RATE DISCIPLINE

Rates on every policy are a function of FNIC's historical loss experience, concentration of risk, expenses and current market conditions

## **PROVEN MODEL**

Generalized Linear Model ("GLM") used to derive pre-quote pass/fail position based on each risk's associated expenses, CAT and non-CAT exposure, cost of capital and risk concentration:

- Manual reviews of every bound risk to ensure accuracy of information
- Regulatory approved use of our GLM-based analytics to provide a layer of pre-binding portfolio optimization management

## **PRUDENT EXPANSION**

Business written by MNIC utilizes a similar disciplined approach as its policies are also underwritten by FedNat Underwriters ("FNU"), the Company's wholly owned MGA

## POSITIVE AOB CLAIMS TRENDS IN FEDNAT FLORIDA BOOK

#### **2019 AOB IMPACT AND REFORM**

- 1. AOB Reform was enacted on July 1, 2019
- 2. AOB reform is expected to mitigate average severity of claims
- Claims pre-AOB reform, with dates of loss before 7/1/19, are more severe though the impact is expected to lessen in recent months
- 4. Claims post-AOB reform, with dates of loss after 7/1/19, are less severe

### CLAIMS CONTINUE, BUT LAWSUITS ON THE DECLINE

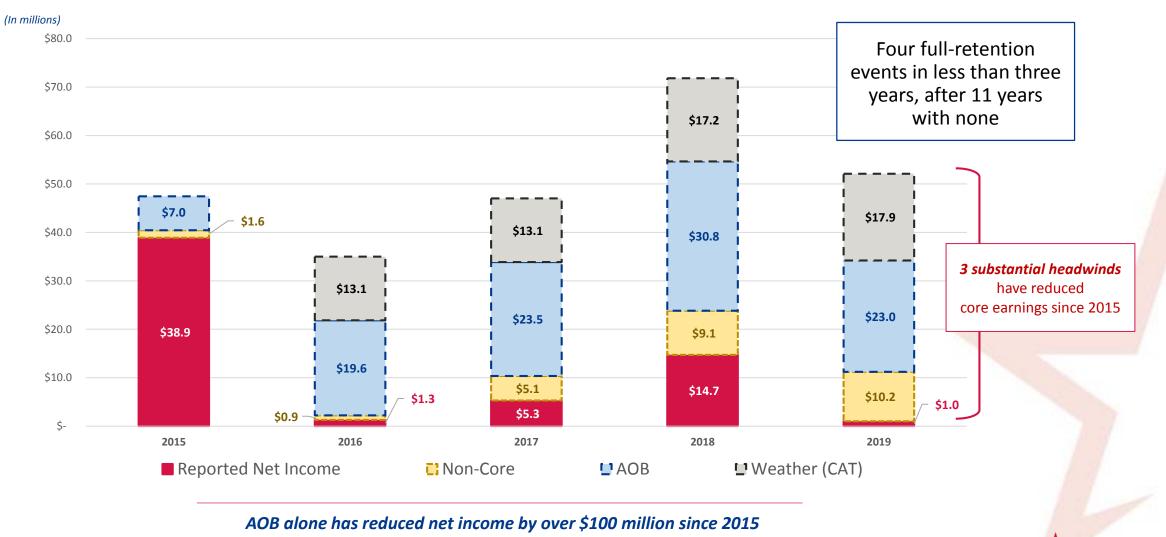
## AOB LITIGATION \*

Since AOB reform passed, FNHC has received 6 suits, compared to **70+ during 2H18—a 90%+ reduction.** 

#### LAWSUITS ARE COSTLIER \*\*

Claims with lawsuits tend to average \$15,000 more in costs. Savings will drive substantial severity benefit on dates of loss from July 1, 2019 forward.

## CORE EARNINGS POWER...MASKED BY HEADWINDS

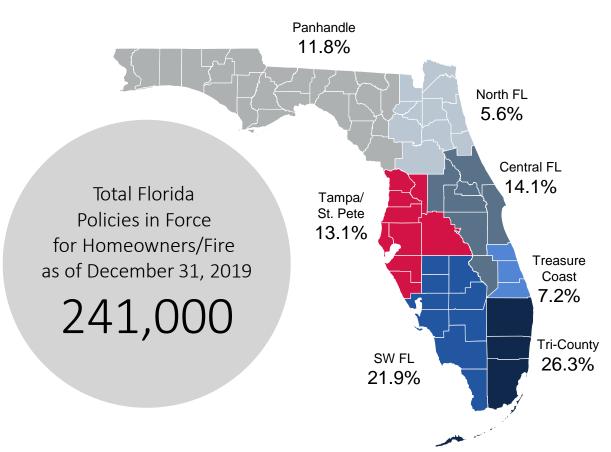


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# POSITIONED FOR EARNINGS GROWTH

# PRUDENT UNDERWRITING IN FLORIDA

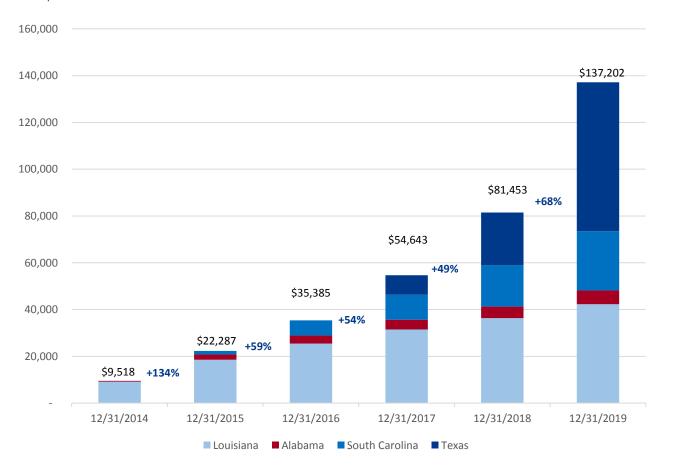
### FEDNAT – FLORIDA MARKET FOR HOMEOWNERS



- Statewide offering of HO3, HO6, HO4 and DP3 Forms
- Risk management through utilization of both analytics and geographic exposure management
- Distribute through independent retail partner agents and national carrier affinities
- Managed catastrophe exposure by ceding risk through reinsurance treaties

# **EXECUTING ON NON-FLORIDA MARKET OPPORTUNITY**

#### **FNIC NON-FLORIDA IN-FORCE PREMIUM – STRONG ORGANIC GROWTH** \$ in thousands



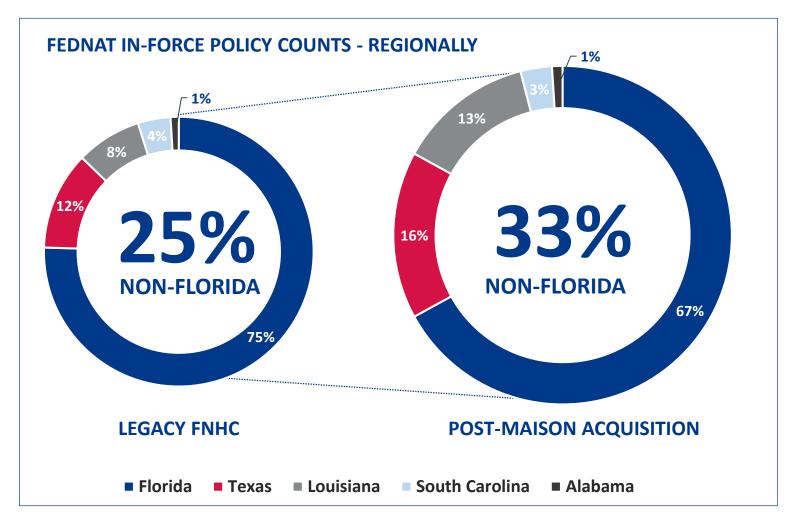
- FedNat's non-Florida book has increased by \$127.7M of premium since 12/31/2014 with the help of MGU Partner and Maison acquisition
- Gaining market share in Texas, Louisiana, South Carolina and Alabama

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• 78,000 policies in-force

# MAISON ACCELERATES NON-FLORIDA EXPANSION



#### PROFITABLE GROWTH FUNDAMENTALS & STRATEGY

- Limited to Gulf and Atlantic coastal states
- Staying narrow—no new lines of business
- Focus on coastal zones
   1 and 2 where need is greatest
- Leveraging best practices developed over our 25+ years of experience
- Organic non-Florida growth via voluntary business distributed through partner managing general underwriter and national carrier affiliations

EXPECTED TO GROW TO ~40% OF TOTAL POLICY COUNT OVER NEXT 3 YEARS

# PROFITABLY GROWING NON-FLORIDA BOOK

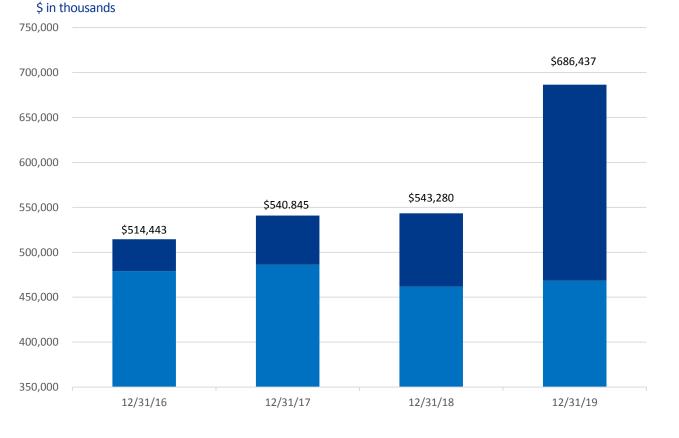
#### **NEAR-TERM NON-FLORIDA EXPANSION**

- Our incremental non-Florida growth over the past 7+ years has been with our partner, SageSure, and has been recently supplemented with our acquisition of Maison in December 2019
  - Implementing 5% TX and 4% LA rate increases in 4Q19
  - Additional 5% TX rate increase anticipated into 2Q20
- Maison Improved pricing with underwriting discipline
  - Earning in 31% TX rate increase (40% in Dallas/Ft. Worth) from August 2019
  - Numerous rate filings in process
  - Non-renewals of unprofitable Maison policies
- \$3M of annual expense ratio benefits in Maison synergies
  - Mostly from insourcing to occur over the next 12 months
- Recently entered the Mississippi market

Greater combined ratio flexibility outside of Florida — targeted combined ratio at or under 90%

# FLORIDA & NON-FLORIDA PREMIUM TRENDS

#### **FEDNAT IN-FORCE PREMIUM**

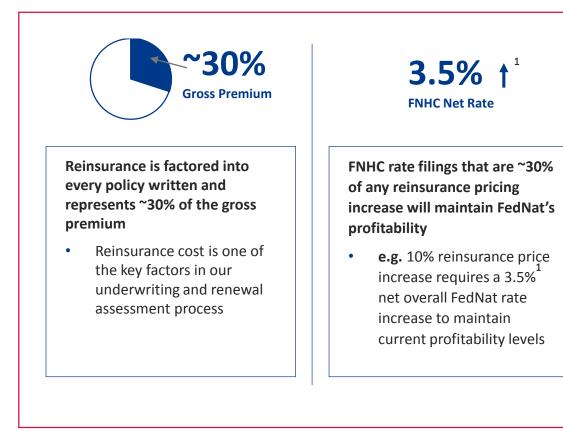


🗖 Florida 🛛 🗖 Non-Florida

- Premium mix shifting to non-Florida
- Non-Florida growth initiatives have supplemented intentional contraction of Florida book of business over prior four years
- Avg. Premium in the Florida book of business has grown over the past 2 years, with policy count beginning to stabilize
- Acquisition of Maison adds \$96.2M of premium, including \$81.1M of non-Florida premium

# MITIGATION FROM REINSURANCE PRICE HIKE

Rate increases and FHCF participation lever can mitigate reinsurance rate increases





FedNat has a clear track record of market leadership in proactively taking rate when costs rise

AOB disruption

 Reinsurance pricing increases

• Weather experience

FNIC/MNIC participation in the Florida Hurricane Catastrophe Fund at 90% for the '20-'21 treaty year

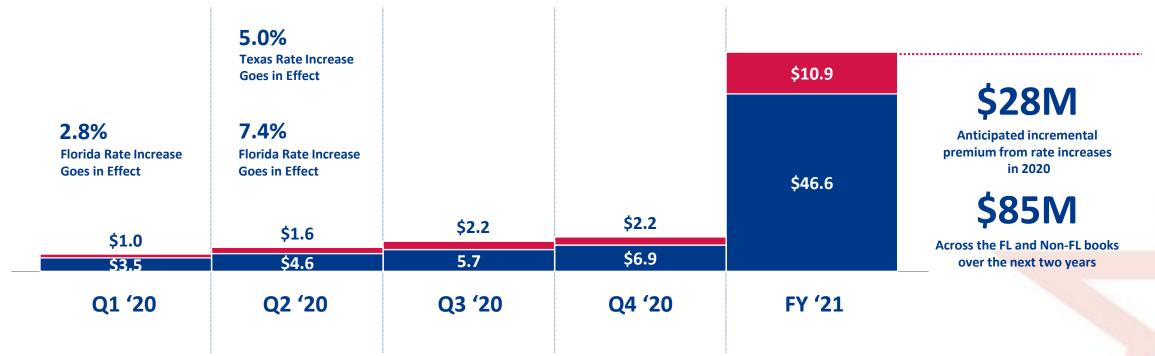
 The increase in participation level from 75% in the '19 -'20 treaty year reduces exposures to private market price increases

2.8% FNIC Florida rate increase from limited reinsurance filing takes effect in March 2020

# PROACTIVE HOMEOWNERS RATE INCREASES IN 2020<sup>1</sup>

#### **INCREMENTAL PREMIUM IN 2020-2021**

(In millions)



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Florida Homeowners

Non-Florida Homeowners

1. Reflects actual and anticipated rate increases from April 2019 forward.

# **FINANCIAL OVERVIEW**

# **RECENT FINANCIAL & OPERATING HIGHLIGHTS**

(in thousands)	4Q18 *	1Q19**	2Q19	3Q19	4Q19***	
Income Statement Data:						
Gross Premiums Written	\$127,613	\$132,233	\$169,170	\$159,131	\$150,074	
Net Premiums Earned	91,098	88,784	92,306	87,374	95,188	
Net Investment Income	3,402	3,710	4,259	4,068	3,865	
Net Income (Loss)	(9,305)	(3,865)	7,110	4,659	(6,893)	
Diluted Earnings Per Share	(0.73)	(0.30)	0.55	0.36	0.51	
Adjusted Operating Income	(4,937)	(2,394)	5,666	4,292	(7,925)	
Adjusted Operating Income Per Share	(\$0.39)	(\$0.19)	\$0.44	\$0.33	(\$0.59)	
Balance Sheet Data:						
Cash and Investments	515,948	569,423	611,522	612,931	684,002	
Shareholders Equity	215,259	217,916	230,785	237,389	248,693	
Book Value per Share	\$16.84	\$16.98	\$17.96	\$18.45	\$17.25	
Financial Ratios:						
Net Loss Ratio	79.4%	75.3%	70.8%	71.1%	82.8%	
Net Expense Ratio	38.9%	38.9%	30.7%	34.4%	39.3%	
Net Combined Ratio	118.3%	114.2%	101.5%	105.5%	122.1%	

## **Q4 NOTES/HIGHLIGHTS**

- Adjusted operating loss result of \$0.59 per share driven by higher losses from weather events of \$3.4M and PYD of \$9M as well as HO-FL reserve strengthening of \$3.8M
- Gross premiums written increased 17.6% over 4Q18 driven by growth in homeowners Florida FNIC (up 2%), non-Florida (up 67%) and Maison \$6.6M
- Maison's December results were \$1.2M pre-tax income as a result of good loss experience
- Ongoing annual savings from \$6 million in staff reductions that occurred primarily in 2018
- Holding company liquidity of \$65+ million as of December 31, 2019

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\* Impact from Hurricane Michael was \$23 million, pre-tax, and approximately \$17.2 million, after-tax.

\*\* Impact from the Brevard County hail storm was \$18.7 million, pre-tax, and approximately \$14.0 million, after-tax.

\*\*\* Impact from CAT weather, prior year adverse development & AY19 reserve strengthening was \$21.5 million, pre-tax and approximately \$16.2 million, after-tax.

# **RESULTS BY LINE OF BUSINESS**

(In thousands)

	Q4 2018 *			Q3 2019**			Q4 2019***					
	но	Auto	Other	Consolidated	но	Auto	Other	Consolidated	НО	Auto	Other	Consolidated
Total Revenue	\$95,357	\$289	\$796	\$96,442	\$93,735	\$4	\$5,737	\$99,476	\$102,615	\$1	\$6,371	\$108,987
Costs and expenses:												
Losses and loss adjustment expenses	64,634	4,840	2,844	72,318	60,708	742	655	62,105	70,777	2,334	5,688	78,799
All other expenses	32,537	780	3,201	36,518	28,593	50	3,351	31,994	35,297	50	3,972	39,319
Total costs and expenses	97,171	5,620	6,045	108,836	89,301	792	4,006	94,099	106,074	2,384	9,660	118,118
Income before income taxes	(1,814)	(5,331)	(5,249)	(12,394)	4,434	(788)	1,731	5,377	(3,459)	(2,383)	(3,289)	(9,131)
Income taxes	(460)	(1,351)	(1,278)	(3,089)	1,036	(175)	(143)	718	(1,143)	(584)	(511)	(2,238)
Net income	(1,354)	(3,980)	(3,971)	(9,305)	3,398	(613)	1,874	4,659	(2,316)	(1,799)	(2,778)	(6,893)
Net loss attributable to noncontrolling interest	-	-	-	-	-	-	-	-	-	-	-	-
Net income attributable to FNHC shareholders	(1,354)	(3,980)	(3,971)	(9,305)	3,398*	(613)	1,874	4,659	(2,316)	(1,799)	(2,778)	(6,893)
Adjusted operating income	(\$1,049)	(\$3,979)	\$91	(\$4,937)	\$3,585	(\$608)	\$1,315	\$4,292	(\$2,306)	(\$1,799)	(\$3,820)	(\$7,925)

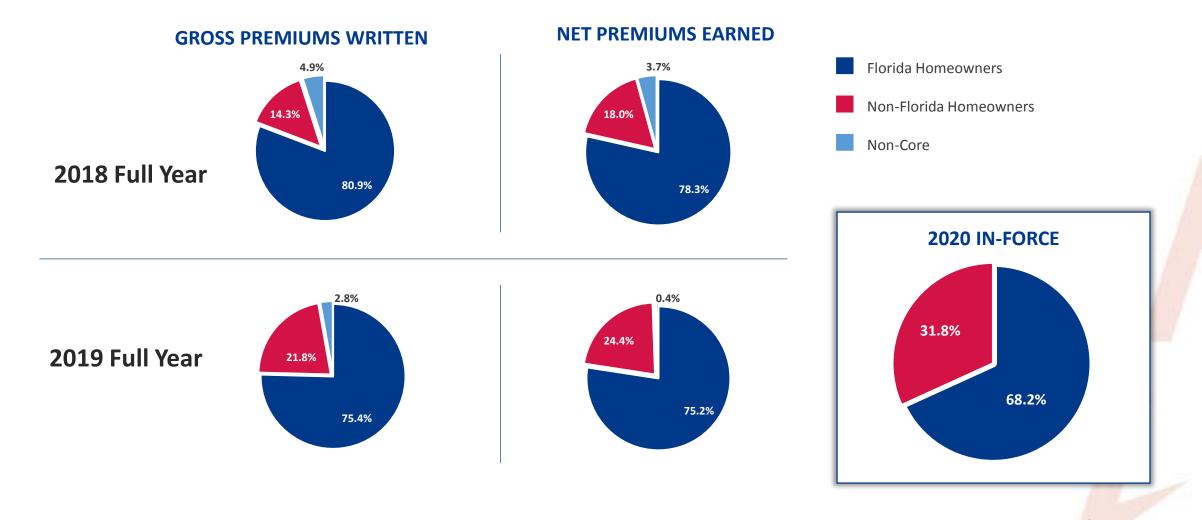
### Excluding incremental losses from CAT & reserve strengthening, FNHC would have earned \$8.3M in 4Q19

Note: The "Other" line of business primarily consists of our commercial general liability and federal flood businesses, along with corporate and investment operations.

- \* Impact from Hurricane Michael was \$23 million, pre-tax, and approximately \$17.2 million, after-tax.
- \*\* Impact from Hurricane Dorian, Hurricane Barry and TS Imelda was \$7.0 million, pre-tax, and approximately \$5.3 million, after-tax.

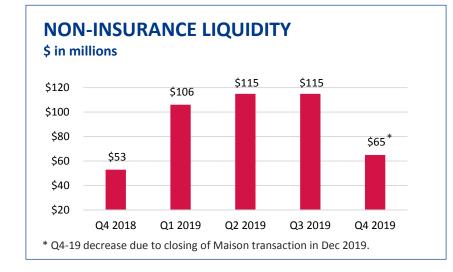
\*\*\* Impact from CAT weather, prior year adverse development & AY19 reserve strengthening was \$21.5 million, pre-tax and approximately \$16.2 million, after-tax.

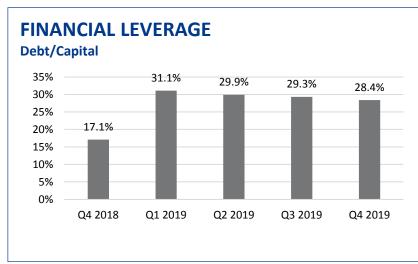
# FAVORABLE PREMIUM COMPOSITION



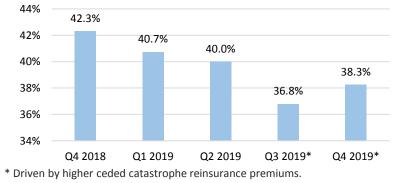
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## STRONG CAPITAL STRUCTURE

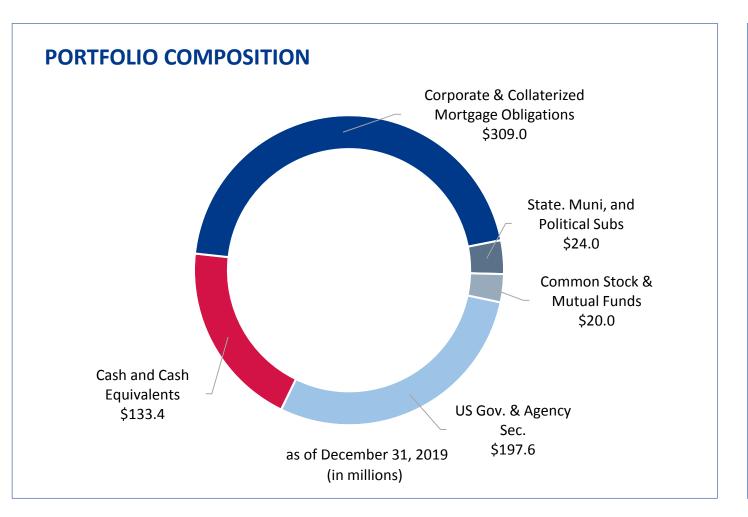








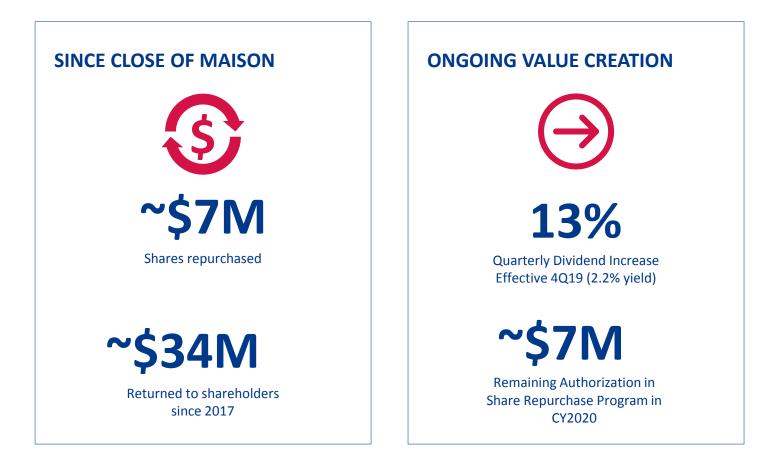
# CONSERVATIVE INVESTMENT PORTFOLIO



## **INVESTMENT CRITERIA**

- Designed to preserve capital, maximize after-tax investment income, maintain liquidity and minimize risk, across a range of economic scenarios
- As of 12/31/2019, 98.6% of the Company's fixed income portfolio was rated investment grade
  - Average duration: 3.459 years
  - Composite rating: A- (S&P Composite)
  - YTM: 2.247%
  - Book yield: 2.947%
- Historical total returns on cash and investments as of 12/31/2019
  - 1 Year: 7.14%
  - 2 Years: 3.815%

# **RETURNING VALUE | REPURCHASES & DIVIDENDS**



Committed to maximizing shareholder value through disciplined capital allocation

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# POSITIVE OUTLOOK FOR 2020 AND BEYOND

- Focused on profitable growth opportunities in core homeowners business
  - O Rate adequacy is paramount
  - \$28M incremental premium in 2020 & over \$50M annually when fully earned, as compared to 2019, from rate increases
    - 2.8% FNIC FL and 5% FNIC TX rate increases effective 1H20
    - 7.4% FNIC annual rate filing, subject to regulatory approval, expected to be effective 2Q20
    - Multiple Maison rate filings in process
  - Opportunity for further catastrophe reinsurance "fast-track" rate increases, if needed
- Greater scale in non-Florida business from Maison book
- Strong capital structure supports returning value to shareholders
- Long-term targeted combined ratio of 95% for Florida and 90% for non-Florida
- Long-term target ROE of 15% in years with normalized CAT activity



# **Questions?**

Michael Braun Chief Executive Officer

Ron Jordan Chief Financial Officer

## **Bernie Kilkelly**

Investor Relations, Ellipsis investorrelations@FedNat.com