

INFINITY PROPERTY & CASUALTY CORP

Form 8-K

May 21, 2009

**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 Act of 1934**

**Date of Report (Date of earliest event reported): May 18, 2009**

**INFINITY PROPERTY AND CASUALTY CORPORATION**

(Exact name of Registrant as specified in its Charter)

**Ohio**  
(State or Other Jurisdiction

**000-50167**  
(Commission File Number)

**03-0483872**  
(IRS Employer

of Incorporation)

**3700 Colonnade Parkway, Birmingham, Alabama 35243**

Identification No. )

(Address of Principal Executive Offices) (Zip Code)

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(205) 870-4000

Registrant's telephone number, including area code

(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))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On May 18, 2009, the Board of Directors (the Board) of Infinity Property and Casualty Corporation (the Company) agreed to extend the term of Mr. Gober's employment agreement, dated August 1, 2007, through December 31, 2011 and to certain other amendments. The full text of the amendment to Mr. Gober's employment agreement is set forth on Exhibit 10 to this Form 8-K and incorporated by reference as if fully set forth herein.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits.

10 Amendment No. 1 to the Employment Agreement for Mr. Gober

**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.

INFINITY PROPERTY AND CASUALTY  
CORPORATION

BY: /s/ Samuel J. Simon  
Samuel J. Simon  
Executive Vice President, General Counsel

and Secretary

May 21, 2009