

Edgar Filing: Ascent Capital Group, Inc. - Form 8-K

Ascent Capital Group, Inc.  
Form 8-K  
March 20, 2015

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): March 19, 2015

ASCENT CAPITAL GROUP, INC.

(Exact name of registrant as specified in its charter)

|   |                             |   |
|---|-----------------------------|---|
| Delaware  | 001-34176                   | 26-2735737                              |
| (State or other jurisdiction of<br>incorporation or organization) | (Commission<br>File Number) | (I.R.S. Employer<br>Identification No.) |

5251 DTC Parkway, Suite 1000  
Greenwood Village, Colorado 80111  
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (303) 628-5600

(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))
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Item 7.01. Regulation FD Disclosure.

On March 19, 2015, Ascent Capital Group, Inc. (the "Company") issued a press release, attached hereto as Exhibit 99.1, announcing that it will be holding its Annual Meeting of Shareholders on Friday, May 29, 2015 at 10:00 a.m., Mountain Time, at 5251 DTC Parkway, Greenwood Village, Colorado 80111 (the meeting will be held in the Second Floor Conference Room). The record date for the meeting is 5:00 p.m., New York City time, on April 10, 2015. At the meeting, the Company may make observations regarding its financial performance and outlook.

The information in this Current Report on Form 8-K and the press release, attached hereto as Exhibit 99.1, are being furnished to the SEC under Item 7.01 of Form 8-K in satisfaction of the public disclosure requirements of Regulation FD and shall not be deemed "filed" for any purpose.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit No. | Description  |
|-------------|--|
| 99.1        | Press Release issued by Ascent Capital Group, Inc. on March 19, 2015 |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 20, 2015

ASCENT CAPITAL GROUP, INC.

By: /s/ William E. Niles  
Name: William E. Niles  
Title: Executive Vice President, General Counsel  
and Secretary

EXHIBIT INDEX

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|-------------|--|
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