

Edgar Filing: SS&C Technologies Holdings Inc - Form 8-K

SS&C Technologies Holdings Inc  
Form 8-K  
January 04, 2019

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): January 4, 2019

SS&C TECHNOLOGIES HOLDINGS, INC.

(Exact name of Registrant as Specified in Its Charter)

Delaware                      001-34675    71-0987913  
(State or Other Jurisdiction (Commission (IRS Employer  
File Number) Identification No.)  
of Incorporation)

80 Lamberton Road, Windsor, CT              06095  
(Address of Principal Executive Offices) (Zip Code)  
Registrant's telephone number, including area code: (860) 298-4500

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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))

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

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.

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Item 8.01 Other Events.

On January 4, 2019, SS&C Technologies Holdings, Inc. (the “Company”) filed a prospectus supplement (the “Prospectus Supplement”) covering the offer and sale from time to time of up to 792,968 shares of the Company’s common stock (the “Shares”) held by Impala Private Holdings I, LLC, the selling shareholder identified therein (the “Selling Shareholder”). The Selling Shareholder acquired the Shares as partial consideration in connection with its sale to the Company of Impala Private Holdings II, LLC (also known as Intralinks) on November 16, 2018. The legal opinion and consent of the Company’s counsel, Davis Polk & Wardwell LLP, regarding the legality of the Shares covered by the Prospectus Supplement are attached hereto as Exhibit 5.1 and Exhibit 23.1, respectively, and are incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

5.1 Opinion of Davis Polk & Wardwell LLP

23.1 Consent of Davis Polk & Wardwell LLP (included in Exhibit 5.1)

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SIGNATURE

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SS&C TECHNOLOGIES HOLDINGS, INC.

Date: January 4, 2019 By: /s/ Patrick J. Pedonti  
Name: Patrick J. Pedonti  
Senior Vice President and Chief Financial Officer