

SIMON SAMUEL J
Form 4
August 13, 2012

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SIMON SAMUEL J

2. Issuer Name and Ticker or Trading Symbol
INFINITY PROPERTY & CASUALTY CORP [IPCC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3700 COLONNADE PARKWAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/13/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive VP & General Counsel

BIRMINGHAM, AL 35243

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price \$		
Common Stock	08/13/2012		F		2,095 (1) 55.8 (2)	D	
Common Stock	08/13/2012		M		7,308 A \$ 16	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 16	08/13/2012		M	7,308	<u>(3)</u> 02/18/2013	Common Stock	7,308

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SIMON SAMUEL J 3700 COLONNADE PARKWAY BIRMINGHAM, AL 35243	X		Executive VP & General Counsel	

Signatures

/s/ Samuel J.
Simon 08/13/2012

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) As permitted under the terms of the Second Amended and Restated 2002 Stock Option Plan (the "Plan"), the reporting person surrendered 2,095 shares of common stock owned by the reporting person as partial consideration of the exercise price of the Employee Stock Option.
- (2) Pursuant to the terms of the Plan, the price was determined by reference to the average of the closing bid and ask prices on the last trading date prior thereto.
- (3) The option grant vested in five equal annual installments beginning on February 18, 2004, the first anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. -ALIGN: top">

NAMES OF PERSONS FILING

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This Statement is being filed on behalf of each of the following persons (collectively, the “Reporting Persons”):

- (i) General Atlantic LLC, a Delaware limited liability company (“GA LLC”);
 - (ii) General Atlantic GenPar, L.P., a Delaware limited partnership (“GenPar”);
 - (iii) General Atlantic Partners 85, L.P., a Delaware limited partnership (“GAP 85”);
 - (iv) GAP Coinvestments III, LLC, a Delaware limited liability company (“GAPCO III”);
 - (v) GAP Coinvestments IV, LLC, a Delaware limited liability company (“GAPCO IV”);
 - (vi) GAP Coinvestments CDA, L.P., a Delaware limited partnership (“GAPCO CDA”);
 - (vii) GAPCO GmbH & Co KG, a German limited partnership (“KG”); and
 - (viii) GAPCO Management GmbH, a German corporation (“GmbH Management”)
-

CUSIP No. 808625107 SCHEDULE 13G Page 11 of 17

(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE

The principal address of each of the Reporting Persons (other than KG and GmbH Management) is c/o General Atlantic Service Company, L.P., 55 East 52nd Street, 33rd Floor, New York, NY 10055. The principal address of KG and GmbH Management is c/o General Atlantic GmbH, Maximilianstrasse 35b, 80539 Munich, Germany.

(c) CITIZENSHIP

(i) GA LLC - Delaware

(ii) GenPar - Delaware

(iii) GAP 85 - Delaware

(iv) GAPCO III - Delaware

(v) GAPCO IV - Delaware

(vi) GAPCO CDA - Delaware

(vii) KG - Germany

(viii) GmbH Management - Germany

(d) TITLE OF CLASS OF SECURITIES

Common Stock, par value \$.0001 per share ("Common Stock").

(e) CUSIP NUMBER

808625107

CUSIP No. 808625107 SCHEDULE 13G Page 12 of 17

Item 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS:

Not applicable.

Item 4. OWNERSHIP.

As of the date hereof, the Reporting Persons owned the following number of shares of Common Stock:

(i) GA LLC owned of record no shares of Common Stock or 0.0% of the issued and outstanding shares of Common Stock.

(ii) GenPar owned of record no shares of Common Stock or 0.0% of the issued and outstanding shares of Common Stock.

(iii) GAP 85 owned of record 3,833,673 shares of Common Stock or 6.5% of the issued and outstanding shares of Common Stock.

(iv) GAPCO III owned of record 147,205 shares of Common Stock or 0.0% of the issued and outstanding shares of Common Stock.

(v) GAPCO IV owned of record 37,236 shares of Common Stock or 0.0% of the issued and outstanding shares of Common Stock.

(vi) GAPCO CDA owned of record 7,554 shares of Common Stock or 0.0% of the issued and outstanding shares of Common Stock.

(vii) KG owned of record 6,532 shares of Common Stock or 0.0% of the issued and outstanding shares of Common Stock.

(viii) GmbH Management owned of record no shares of Common Stock or 0.0% of the issued and outstanding shares of Common Stock.

The general partner of GenPar is GA LLC. GenPar is the general partner of GAP 85. GA LLC is the managing member of GAPCO III and GAPCO IV and the general partner of GAPCO CDA. There are 29 managing directors of GA LLC (the "GA Managing Directors"). The general partner of KG is GmbH Management, and the GA Managing Directors control the investment and voting decisions for GmbH Management. Each of the GA Managing Directors disclaims ownership of the shares of Common Stock except to the extent he or she has a pecuniary interest therein. The name, the business address and the citizenship of each of the GA Managing Directors is attached hereto as Schedule A and is hereby incorporated by reference.

Amount Beneficially Owned:

By virtue of the relationship described above, each of the Reporting Persons may be deemed to beneficially own 4,032,200 shares of Common Stock.

Explanation of Responses:

Percentage Owned:

All calculations of percentage ownership herein are based on an aggregate of 59,184,642 shares of Common Stock outstanding, as of January 14, 2019, as confirmed by the Company to the Reporting Persons.

CUSIP No. 808625107 SCHEDULE 13G Page 13 of 17

Number of Shares as to Which Such Person Has Sole/Shared Power to Vote or to Direct the Vote and Sole/Shared Power to Dispose or to Direct the Disposition of:

- (i) Each of the Reporting Persons may be deemed to have the sole power to direct the voting and dispositions of the shares of Common Stock as indicated on such Reporting Person's cover page included herein.
- (ii) Each of the Reporting Persons may be deemed to share the power to direct the voting and dispositions of the 4,032,200 shares of Common Stock that may be deemed to be owned beneficially by each of them.

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

Not applicable.

Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Not applicable.

CUSIP No. 808625107 SCHEDULE 13G Page 14 of 17

Item IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE
7. SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not applicable.

Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

See Item 4, which states the identity of the members of the group filing this Schedule 13G.

Item 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

Item 10. CERTIFICATION

By signing below we certify that, to the best of our knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

CUSIP No. 808625107 SCHEDULE 13G Page 15 of 17

Exhibit Index

Exhibit 1. Joint Filing Agreement as required by Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended.

CUSIP No. 808625107 SCHEDULE 13G Page 16 of 17

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated as of January 24, 2019

GENERAL ATLANTIC LLC

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
Title: Managing Director

GENERAL ATLANTIC
GENPAR, L.P.

By: General Atlantic LLC,
Its general partner

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
Title: Managing Director

GENERAL ATLANTIC
PARTNERS 85, L.P.

By: General Atlantic GenPar,
L.P.,
Its general partner

By: General Atlantic LLC,
Its general partner

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
Title: Managing Director

GAP COINVESTMENTS III,
LLC

By: General Atlantic LLC, its
Managing Member

Explanation of Responses:

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
Title: Managing Director

GAP COINVESTMENTS IV,
LLC

By: General Atlantic LLC, its
Managing Member

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
Title: Managing Director

CUSIP No. 808625107 SCHEDULE 13G Page 17 of 17

GAP COINVESTMENTS
CDA, L.P.

By: General Atlantic LLC.,
its General Partner

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
Title: Managing Director

GAPCO GMBH & CO. KG

GAPCO Management
By: GmbH,
Its general partner

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
Title: Managing Director

GAPCO MANAGEMENT
GMBH

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
Title: Managing Director

SCHEDULE A

GA Managing Directors (as of the date hereof)

Name	Business Address	Citizenship
William E. Ford (Chief Executive Officer)	55 East 52nd Street 33rd Floor New York, New York 10055	United States
J. Frank Brown (Chief Operating Officer)	55 East 52nd Street 33rd Floor New York, New York 10055	United States
Thomas J. Murphy (Chief Financial Officer)	600 Steamboat Road Greenwich, Connecticut 06830	United States
Gabriel Caillaux	23 Savile Row London W1S 2ET United Kingdom	France
Chris Caulkin	55 East 52nd Street 33rd Floor New York, New York 10055	United States
Andrew Crawford	55 East 52nd Street 33rd Floor New York, New York 10055	United States
Alex Crisses	55 East 52nd Street 33rd Floor New York, New York 10055	United States
Steven A. Denning (Chairman)	600 Steamboat Road Greenwich, Connecticut 06830	United States
Michelle Dipp	55 East 52nd Street 33rd Floor New York, New York 10055	United States
Roni Elchahal	23 Savile Row London W1S 2ET United Kingdom	United States
Martin Escobari	55 East 52nd Street 33rd Floor New York, New York 10055 Suite 5704 - 5706, 57F	Bolivia and Brazil
Pamela Fang	Two IFC, 8 Finance Street Central, Hong Kong, China	United States
Andrew Ferrer	55 East 52nd Street 33rd Floor New York, New York 10055	United States
Wai Hoong Fock	Asia Square Tower 1 8 Marina View, #41-04 Singapore 018960	Singapore

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Name	Business Address	Citizenship
Aaron Goldman	23 Savile Row London W1S 2ET United Kingdom	United States
David C. Hodgson (Vice Chairman)	55 East 52nd Street 33rd Floor New York, New York 10055	United States
Christopher G. Lanning	55 East 52nd Street 33rd Floor New York, New York 10055	United States
Anton J. Levy	55 East 52nd Street 33rd Floor New York, New York 10055	United States
Peter Munzig	55 East 52nd Street 33rd Floor New York, New York 10055	United States
Sandeep Naik	Level 19, Birla Aurora Dr. Annie Besant Road Worli, Mumbai 400 030 India	United States
Joern Nikolay	Maximilianstrasse 35b 80539 Munich Germany	Germany

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Name	Business Address	Citizenship
Shantanu Rastogi	Level 19, Birla Aurora Dr. Annie Besant Road Worli Mumbai 400 030 India	India
David A. Rosenstein	55 East 52nd Street 33rd Floor New York, New York 10055 General Atlantic Singapore Fund Management Pte. Ltd. (Representative Office) Unit # 2817, 28th Floor,	United States
Ashish Saboo	DBS Bank Tower, Ciputra World One, Jl Prof. Dr. Satrio Kav. 3-5, Kel. Karet Kuningan, Kec. Setiabudi, Jakarta Selatan 12940, Indonesia	India
Paul Stamas	55 East 52nd Street 33rd Floor New York, New York 10055	United States
Tanzeen Syed	55 East 52nd Street 33rd Floor New York, New York 10055	United States and Bangladesh
Graves Tompkins	55 East 52nd Street 33rd Floor New York, New York 10055	United States
Robbert Vorhoff	55 East 52nd Street 33rd Floor New York, New York 10055 Unit 2707 Tower S2 Bund Finance Centre No. 600	United States
Chi Eric Zhang	Zhongshan Dong Er Road Huangpu District Shanghai, 200010 China	Hong Kong SAR

EXHIBIT 1
to SCHEDULE 13D

JOINT ACQUISITION STATEMENT
PURSUANT TO RULE 13D-1(k)(1)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13D is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13D shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him, her or it contained herein, but shall not be responsible for the completeness and accuracy of the information concerning the other entities or persons, except to the extent that he, she or it knows or has reason to believe that such information is accurate.

Dated: January 24, 2019

GENERAL ATLANTIC LLC

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
Title: Managing Director

GENERAL ATLANTIC
GENPAR, L.P.

By: General Atlantic LLC,
Its general partner

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GENERAL ATLANTIC
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By: General Atlantic GenPar,
L.P.,
Its general partner

By: General Atlantic LLC,
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GAP COINVESTMENTS III,
LLC

By: General Atlantic LLC, its
Managing Member

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
Title: Managing Director

GAP COINVESTMENTS IV,
LLC

By: General Atlantic LLC, its
Managing Member

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
Title: Managing Director

GAP COINVESTMENTS
CDA, L.P.

By: General Atlantic LLC.,
its General Partner

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
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GAPCO GMBH & CO. KG

GAPCO Management
By: GmbH,
Its general partner

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
Title: Managing Director

GAPCO MANAGEMENT
GMBH

By: /s/ Thomas J. Murphy
Name: Thomas J. Murphy
Title: Managing Director

