
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): **May 22, 2018**

NI Holdings, Inc.

(Exact name of registrant as specified in its charter)

North Dakota

(State or other jurisdiction of incorporation)

001-37973

(Commission
File Number)

81-2683619

(IRS Employer
Identification No.)

1101 First Avenue North

Fargo, North Dakota

(Address of principal executive offices)

58102

(Zip code)

(701) 298-4200

(Registrant's telephone number, including area code)

N/A

(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in 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. ☐

Item 5.07. Submission of Matters to a Vote of Security Holders.

On May 22, 2018, NI Holdings, Inc. (the “Company”) held its 2018 Annual Meeting of Shareholders (the “Annual Meeting”). At the Annual Meeting, the Company’s shareholders (1) elected each of the nominees listed below to the Company’s Board of Directors to serve until the 2021 Annual Meeting or until their respective successors are elected and qualified, and (2) ratified the appointment of Mazars USA LLP as the Company’s independent registered public accounting firm for fiscal year 2018.

The following is a summary of the votes cast, including the number of broker non-votes, as to each proposal, including a separate tabulation with respect to each nominee for director.

Proposal 1: Election of Directors.

Nominees:	Votes For	Votes Withheld	Broker Non-Votes
William R. Devlin	16,990,612	2,120,077	2,160,261
Duaine C. Espegard	17,886,606	1,224,083	2,160,261

Proposal 2: Ratification of Appointment of Mazars USA LLP as the Company’s Independent Registered Public Accounting Firm for Fiscal Year 2018.

Votes For	Votes Against	Abstentions
21,253,471	14,550	2,929

Item 7.01. Regulation FD Disclosure.

(a) On May 22, 2018, NI Holdings, Inc. (the “Company”) held its 2018 Annual Meeting of Shareholders (the “Annual Meeting”) and management provided an update on its operations. The presentation made to shareholders is furnished as Exhibit 99.1.

The information in Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1, is being furnished and 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, nor shall it be deemed to be incorporated by reference in any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as otherwise stated in such filing.

Item 9.01. Financial Statements and Exhibits.**EXHIBIT INDEX**

Exhibit Number	Description
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<u>99.1</u>	<u>Management Presentation to Shareholders at the 2018 NI Holdings, Inc. Annual Meeting of Shareholders</u>
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SIGNATURE

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.

NI Holdings, Inc.

Date: May 23, 2018

By: /s/ Michael J. Alexander

Michael J. Alexander

President and Chief Executive Officer



NI Holdings, Inc.

Annual Meeting of Shareholders | May 22, 2018

SAFE HARBOR STATEMENT

This presentation contains "forward-looking" statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, that are based on our management's beliefs and assumptions and on information currently available to management. These forward-looking statements include, without limitation, statements regarding our industry, business strategy, plans, goals, and expectations concerning our market position, product expansion, future operations, margins, profitability, future efficiencies, and other financial and operating information. When used in this discussion, the words "may," "believes," "intends," "seeks," "anticipates," "plans," "estimates," "expects," "should," "assumes," "continues," "potential," "could," "will," "future," and the negative of these or similar terms and phrases are intended to identify forward-looking statements.

Forward-looking statements involve known and unknown risks, uncertainties, inherent risks, and other factors that may cause our actual results, performance, or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Forward-looking statements represent our management's beliefs and assumptions only as of the date of this presentation. Our actual future results may be materially different from what we expect due to factors largely outside our control, including the occurrence of severe weather conditions and other catastrophes, the cyclical nature of the insurance industry, future actions by regulators, our ability to obtain reinsurance coverage at reasonable rates and the effects of competition. These and other risks and uncertainties associated with our business are described under the heading "Risk Factors" in our most recently filed Annual Report on Form 10-K, which should be read in conjunction with this presentation. The company and subsidiaries operate in a dynamic business environment, and therefore the risks identified are not meant to be exhaustive. Risk factors change and new risks emerge frequently. Except as required by law, we assume no obligation to update these forward-looking statements publicly, or to update the reasons actual results could differ materially from those anticipated in the forward-looking statements, even if new information becomes available in the future.

NI Holdings, Inc. : At a Glance

Exchange / Ticker	NASDAQ: NODK
Share Price (at 5/15/2018):	\$16.35
Shares Outstanding:	22,352,844
Market Capitalization:	\$365,469
GAAP Equity at 3/31/2018:	\$258,649
Book Value Per Share:	\$11.57



History of Organization

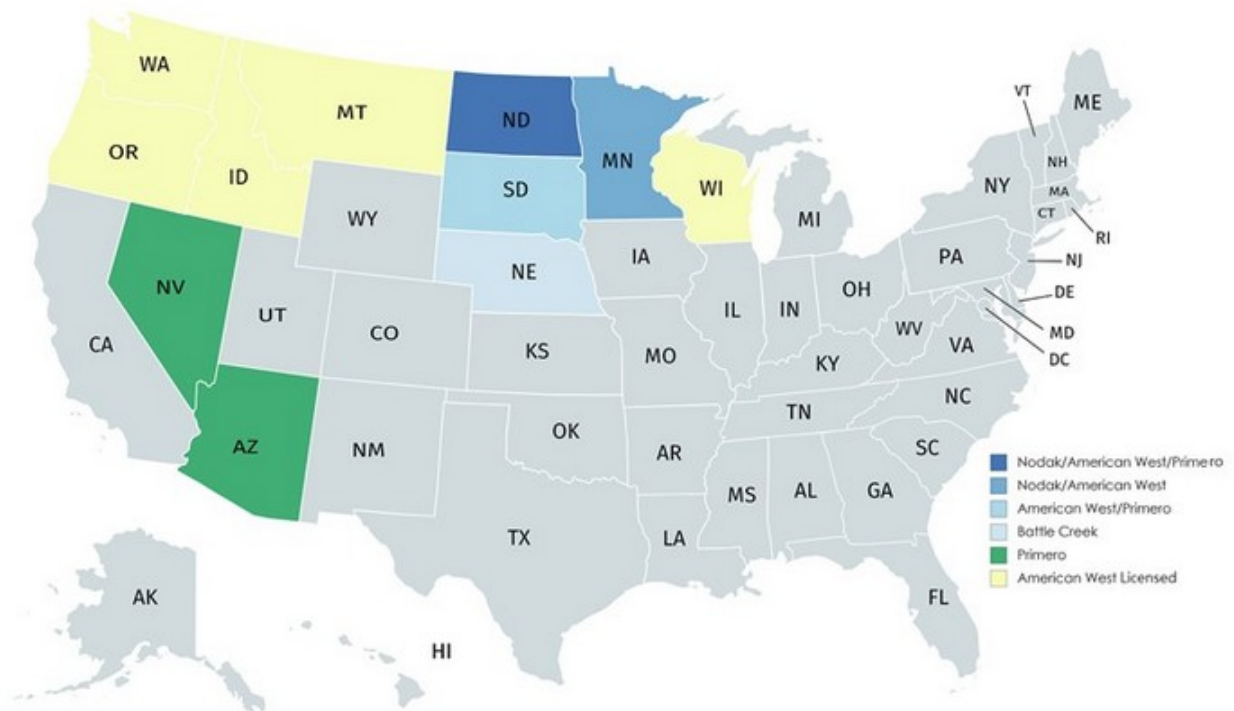


Organization Structure: Experienced Management Team

- The majority of the current senior management team has been working together for the past eleven years.
- Collectively, the senior management team represents over 100 years of industry experience.
- Throughout their careers, members of this team have managed through both soft and hard markets and expansion through M&A.
- This team, with Board support, is dedicated to appropriate pricing and achieving positive margins across all lines of business.

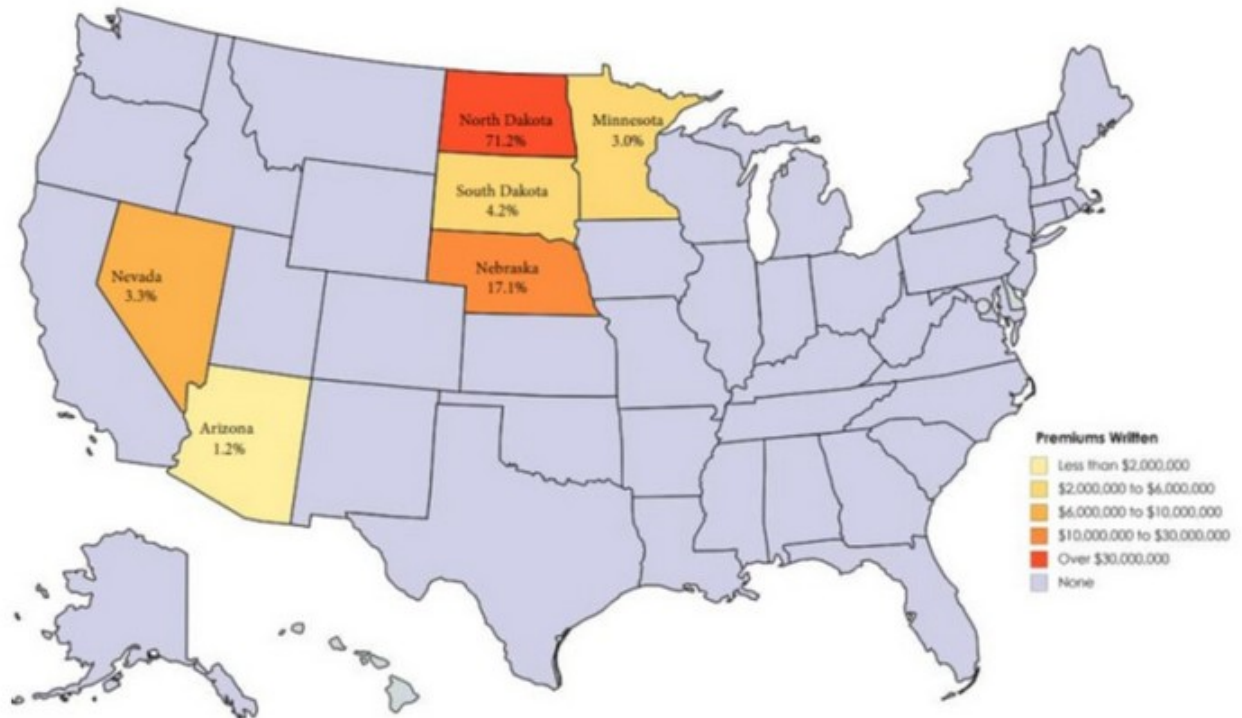
Title	Industry Experience
Jim Alexander, President & CEO	28 years
Brian Doom, EVP, Secretary/Treasurer & CFO	41 years
Pat Duncan, VP Operations	29 years
Tim Milius, VP Finance	31 years
Dale Thompson, VP Sales	18 years
Joe Welsch, VP Marketing & Public Relations	24 years

Nodak Insurance Group Coverage Area



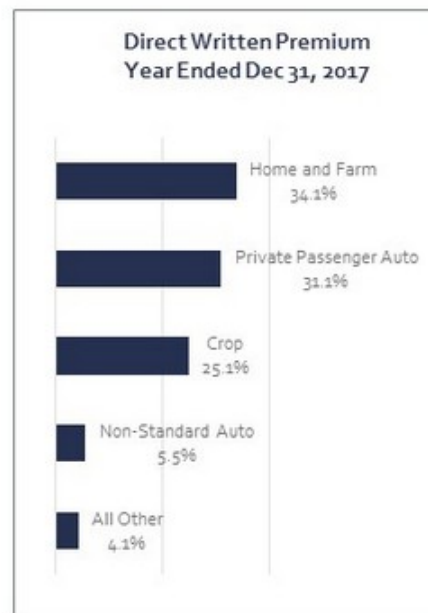
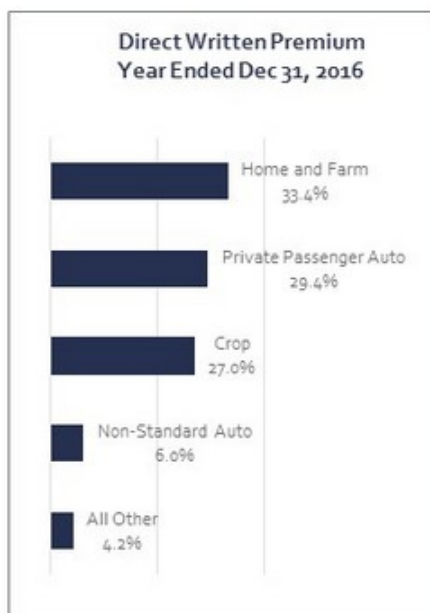
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Nodak Insurance Group 2017 Direct Premiums Written by State

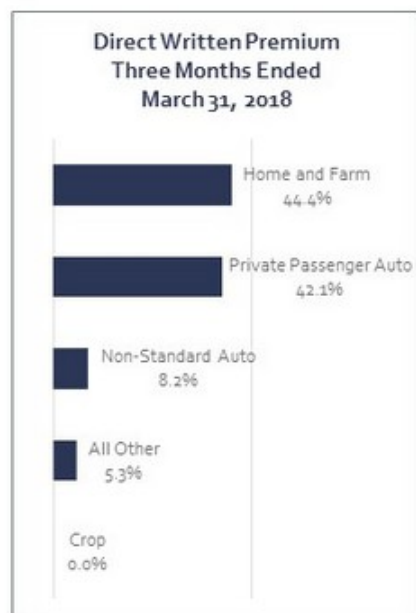
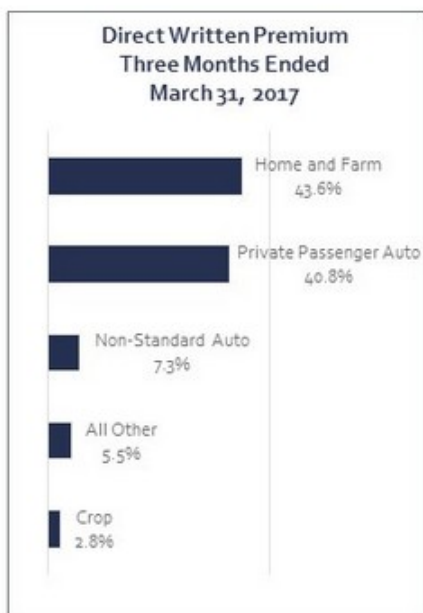


Nodak Insurance Group

Business Mix



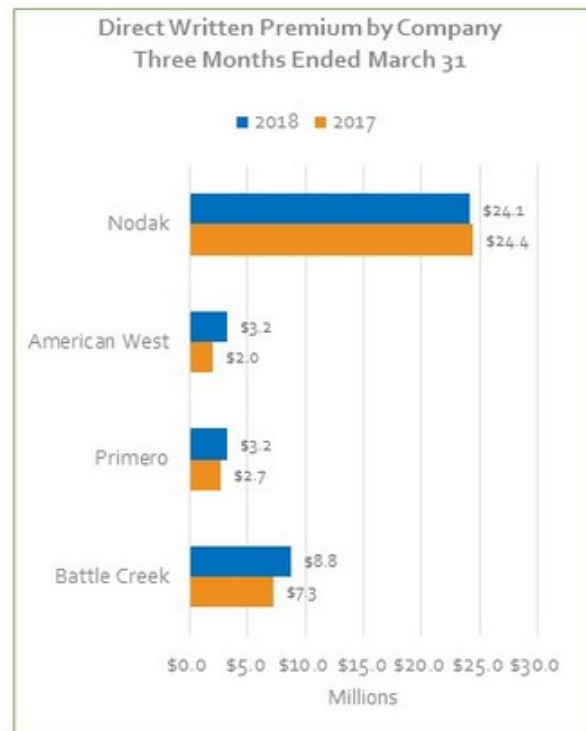
Nodak Insurance Group Business Mix



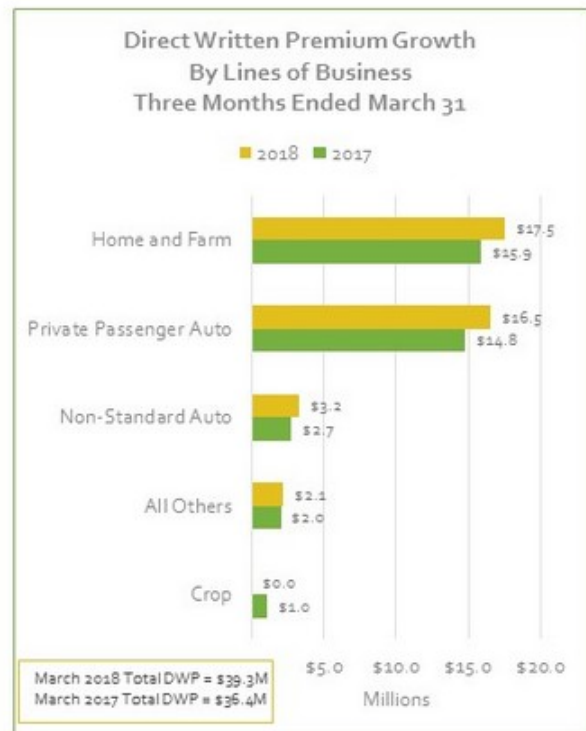
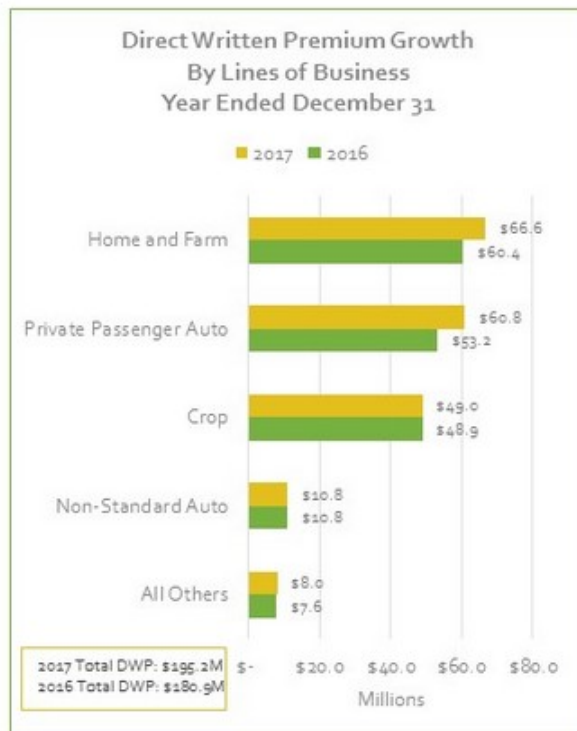
Nodak Insurance Group Overview

Growth in Direct Written Premium By Company:

- Nodak Insurance Company
 - March 2018: \$24.1M
 - March 2017: \$24.4M
- American West Insurance Company
 - March 2018: \$3.2M
 - March 2017: \$2.0M
- Primero Insurance Company
 - March 2018: \$3.2M
 - March 2017: \$2.7M
- Battle Creek Mutual Insurance Company
 - March 2018: \$8.8M
 - March 2017: \$7.3M
- Total
 - March 2018: \$39.3
 - March 2017: \$36.4

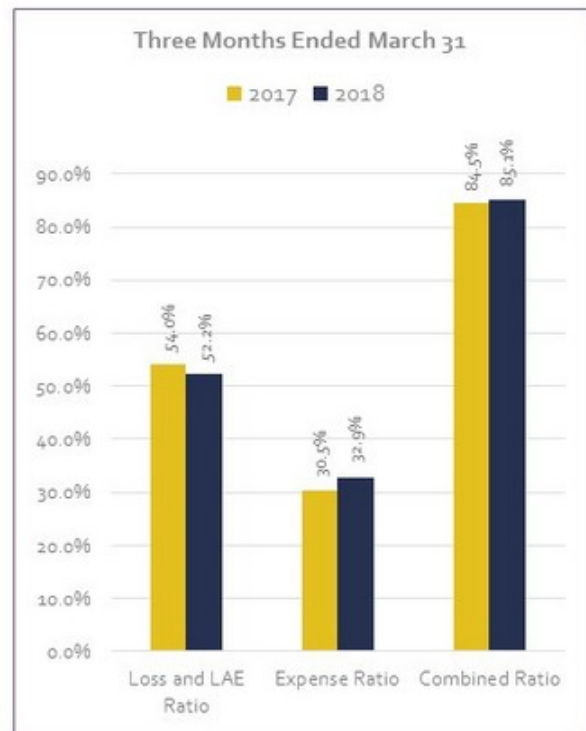
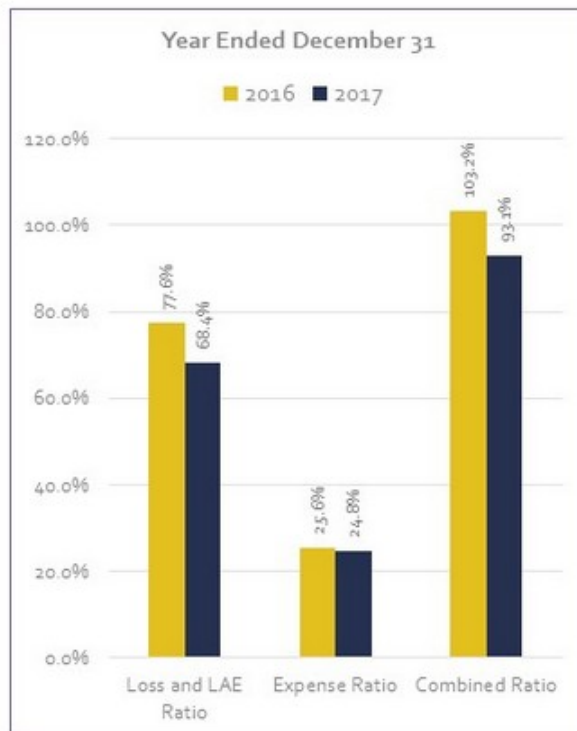


Nodak Insurance Group Overview



NI Holdings, Inc.

Financial Ratios



Award-Winning Workplace

- Nodak Insurance Company and Battle Creek Mutual Insurance Company are rated A (Excellent) by A.M. Best. American West Insurance Company carries an A- (Excellent) rating. Primero Insurance Company is not rated.
- Nodak Insurance Company is recognized as one of Ward's 50 Top Performing Property/Casualty Insurance Companies for five consecutive years and six in the last seven years as of July 2017.
- Nodak Insurance Company is recognized by United Way of Cass-Clay as one of the top 50 most generous workplaces.

