

CITIZENS INC  
Form 8-K  
December 04, 2007

**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): December 4, 2007**

**CITIZENS, INC.**

(Exact name of registrant as specified in its charter)

**COLORADO**

**0-16509**

**84-0755371**

*(State or other jurisdiction  
of incorporation)*

*(Commission  
File Number)*

*(IRS Employer  
Identification No.)*

**400 East Anderson Lane  
Austin, Texas 78752**

(Address of principal executive offices) (Zip Code)

**(512) 837-7100**

(Registrant's telephone number, including area code)

Not Applicable

(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:**

- 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 8.01 Other Events.**

On December 4, 2007, Citizens, Inc., a Colorado corporation (the Company), issued a press release announcing that the Company has completed its previously announced sale of an aggregate of 2,682,857 shares of its Class A common stock pursuant to the Company's existing shelf registration statement (File No. 333-143518) on Form S-3, which was declared effective by the Securities and Exchange Commission on June 22, 2007, and has received total gross proceeds of approximately \$18.8 million before deducting fees and expenses associated with this offering. The shares of common stock were sold to institutional investors at \$7.00 per share. The placement agents for the offering were Oppenheimer & Co. Inc., which acted as lead placement agent, and KeyBanc Capital Markets, Inc. A copy of the press release is filed as Exhibit 99.1 to this report and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits:

99.1 Press Release of the Company dated December 4, 2007.

---

**SIGNATURE**

Pursuant to the requirement 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.

CITIZENS, INC

By: /s/ Harold E. Riley  
Harold E. Riley, Chairman of the Board

Date: December 4, 2007

---

**EXHIBIT INDEX**

**Exhibit No. Description**

99.1 Press Release of the Company dated December 4, 2007.