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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

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**FORM 8-K**

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**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): October 4, 2021**

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**Argo Group International Holdings, Ltd.**  
(Exact Name of Registrant as Specified in Charter)

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**Bermuda**  
(State or other jurisdiction  
of incorporation)

**001-15259**  
(Commission  
File Number)

**98-0214719**  
(I.R.S. Employer  
Identification No.)

**90 Pitts Bay Road  
Pembroke HM 08  
Bermuda**  
(Address, Including Zip Code,  
of Principal Executive Offices)

**P.O. Box HM 1282  
Hamilton HM FX  
Bermuda**  
(Mailing Address)

**Registrant's telephone number, including area code: (441) 296-5858**

**Not Applicable**  
(Former name or former address, if changed since last report)

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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:

- ☐ Written communication 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 communication pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communication pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value of \$1.00 per share	ARGO	New York Stock Exchange
Guarantee of Argo Group U.S., Inc. 6.500% Senior Notes due 2042	ARGD	New York Stock Exchange
Depository Shares, Each Representing a 1/1,000th Interest in a 7.00% Resettable Fixed Rate Preference Share, Series A, Par Value \$1.00 Per Share	ARGOPrA	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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 7.01. Regulation FD Disclosure**

The Company issued a press release dated October 4, 2021, announcing the entry into an agreement to sell its Brazilian operations, Argo Seguros Brasil S.A., to Spice Private Equity Ltd., an investment company focused on global private equity investments. The closing of the transaction is subject to regulatory approval and is expected to occur by the end of 2021. A copy of the press release is attached as Exhibit 99.1 to this report and is incorporated herein by reference.

The information furnished in Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”), nor shall it be deemed to be incorporated by reference into any filing under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

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

*(d) Exhibits:*

<u>No.</u>	<u>Exhibit</u>
99.1	<a href="#">Press Release issued by Argo Group International Holdings, Ltd. dated October 4, 2021</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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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.

Dated: October 4, 2021

ARGO GROUP INTERNATIONAL HOLDINGS, LTD.

By: /s/ Scott Kirk

Name: Scott Kirk

Title: Chief Financial Officer

## **Argo Group Announces Sale of Brazilian Business**

HAMILTON, BERMUDA – Oct. 4, 2021 – Argo Group International Holdings, Ltd. (NYSE: ARGO), an underwriter of specialty insurance, today announced an agreement to sell its Brazilian operations, Argo Seguros Brasil S.A. (“Argo Brazil”), to Spice Private Equity Ltd. (“Spice PE”), an investment company focused on global private equity investments, for a purchase price of 160 million Brazilian Reais<sup>1</sup>, subject to the terms of the purchase agreement. Spice PE’s investments are managed by GP Advisors (Bermuda), Ltd., a wholly-owned subsidiary of GP Investments, Ltd., a leading private equity and alternative investments company, with a long and successful history of investing in Brazil. Closing of the transaction is subject to regulatory approval and is expected to occur by the end of 2021.

“Argo Group launched Argo Brazil in 2011 with a local team of insurance executives to build a new insurance brand in the Brazilian insurance market,” said Andy Borst, Interim President of International Operations. “This sale is an important milestone in the evolution of Argo Brazil and supports the Argo Group operating strategy to focus on U.S.-based specialty insurance risks.”

Seneca Evercore acted as financial advisor, and TozziniFreire Advogados acted as legal counsel to Argo Group in this transaction.

## **ABOUT ARGO GROUP INTERNATIONAL HOLDINGS LTD.**

Argo Group International Holdings, Ltd. (“Argo”) (NYSE: ARGO), is an underwriter of specialty insurance products in the property and casualty market. Argo offers a full line of products and services designed to meet the unique coverage and claims-handling needs of businesses in two primary segments: U.S. Operations and International Operations. Argo and its insurance subsidiaries are rated “A-” by Standard & Poor’s. Argo’s insurance subsidiaries are rated “A-” by AM Best. More information on Argo and its subsidiaries is available at [argogroup.com](http://argogroup.com).

## **ABOUT SPICE PRIVATE EQUITY LTD.**

Spice Private Equity Ltd. (“Spice PE”) is an investment company focused on global private equity investments. Its investments are managed by GP Advisors (Bermuda), Ltd., a wholly-owned subsidiary of GP Investments, Ltd. a leading alternative investments firm known for its operationally oriented approach and active management model. Spice Private Equity Ltd. is listed on the SIX Swiss Exchange under the ticker symbol SPCE.

<sup>1</sup> As of October 4, 2021, 160 million Brazilian Reais is equivalent to approximately \$30 million U.S. dollars.

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