

PROASSURANCE CORP  
Form S-8 POS  
October 03, 2014

As filed with the Securities and Exchange Commission on October 3, 2014, Registration No. 333-81444

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

Post-Effective Amendment No. 1 to  
Registration Statement on Form S-8 under  
The Securities Act of 1933\*  
PROASSURANCE CORPORATION  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation or organization)  
100 Brookwood Place  
Birmingham, Alabama 35209  
(Address of Principal Executive Offices)  
PROASSURANCE CORPORATION INCENTIVE COMPENSATION STOCK PLAN  
(Full title of the plan)

63-1261433  
(I.R.S. Employer Identification No.)

W. Stancil Starnes  
Chief Executive Officer  
100 Brookwood Place  
Birmingham, Alabama 35209  
(Name and address of agent for service)  
(205) 877-4400  
(Telephone number, including area code, of agent for service)  
Copies of all communications to:  
Jack P. Stephenson, Esq.  
Burr & Forman LLP  
Suite3400 • 420 North 20th Street  
Birmingham, Alabama 35203  
(205) 458-5201

DESCRIPTION OF AMENDMENT

ProAssurance Corporation (the "Registrant") registered 1,420,516 shares of its common stock (the "Registered Shares") with respect to the ProAssurance Corporation Incentive Compensation Stock Plan (the "Plan") through a Registration Statement on Form S-8 (File No. 333-81444) originally filed with the Securities and Exchange Commission on January 25, 2002. No additional shares will be issued under the Plan. In accordance with the undertaking of the Registrant in Part II of the Registration Statement, this Post-Effective Amendment No. 1 is being filed to deregister and remove from registration as of the date hereof all shares of common stock registered under the Registration Statement that remain unissued under the Plan.

SIGNATURE

Pursuant to the requirements of the Securities Act of 1933, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Homewood, State of Alabama, on this the third day of October, 2014.

PROASSURANCE CORPORATION

By: /s/ W. Stancil Starnes  
W. Stancil Starnes, J. D.