

VESTA INSURANCE GROUP INC
Form 8-K
August 14, 2002

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
August 14, 2002
(Date of earliest event reported)

VESTA INSURANCE GROUP, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

63-1097283
(I.R.S. Employer
Identification No.)

3760 River Run Drive
Birmingham, Alabama
(Address of principal executive offices)

35243
(Zip Code)

(205) 970-7000
(Registrant's telephone number, including area code)

Item 9. Regulation FD Disclosure

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On August 14, 2002, the Registrant filed its Second Quarter 10-Q report, which filing was accompanied by the CEO and CFO certifications required by Section 906 of the Sarbanes-Oxley Act of 2002. A copy of the certifications which accompanied this filing are attached as Exhibit 99.1 and Exhibit 99.2 and incorporated herein by reference.

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, thereto duly authorized.

Dated as of August 14, 2002.

VESTA INSURANCE GROUP, INC.

By: /s/ Donald W. Thornton

Its: Senior Vice President
General Counsel and Secretary

EXHIBIT 99.1

CERTIFICATION OF PERIODIC REPORT

I, Norman W. Gayle, III, President and Chief Executive Officer of Vesta Insurance Group, Inc. (the "Company"), certify, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, 18 U.S.C. Section 1350, that:

- (1) the Quarterly Report on Form 10-Q of the Company for the quarterly period ended June 30, 2002 (the "Report") fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and
- (2) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: */s/ August 13, 2002*

/s/ Norman W. Gayle, III
Norman W. Gayle, III
President and Chief Executive Officer
Vesta Insurance Group, Inc.

EXHIBIT 99.2

CERTIFICATION OF PERIODIC REPORT

I, William Perry Cronin Senior Vice President and Chief Financial Officer of Vesta Insurance Group, Inc. (the "Company"), certify, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, 18 U.S.C. Section 1350, that:

- (1) the Quarterly Report on Form 10-Q of the Company for the quarterly period ended June 30, 2002 (the "Report") fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m or 78o(d)); and
- (2) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: */s/ August 13, 2002*

/s/ W. Perry Cronin
W. Perry Cronin
Senior Vice President and Chief

Financial Officer

Vesta Insurance Group, Inc.