

SPIRE INC
Form 8-K
May 17, 2016

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 17, 2016

Exact Name of Registrant
as
Specified in its Charter and

| <i>Commission File No.</i> | <i>Principal Office Address and Telephone Number</i> | <i>State of Incorporation</i> | <i>I.R.S. Employer Identification Number</i> |
|----------------------------|--|-----------------------------------|--|
| 1-16681 | Spire Inc. | Missouri | 74-2976504 |

700 Market Street

St. Louis, MO 63101

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 13e-4(c))

Item 8.01 Other Events.

On May 17, 2016, Spire Inc. (Spire) issued and sold 2,185,000 shares of Spire s common stock, par value \$1.00 per share (the Common Stock), at a public offering price of \$63.05 per share pursuant to an Underwriting Agreement, dated May 12, 2016, between Spire and Morgan Stanley & Co. LLC. The Common Stock has been issued pursuant to Spire s Registration Statement on Form S-3 (Registration No. 333-190388) (as amended, the Registration Statement), which became effective upon filing with the Securities and Exchange Commission, and the related Prospectus dated June 3, 2014 and Prospectus Supplement dated May 12, 2016. A copy of the Underwriting Agreement and opinion related to the Common Stock are attached hereto as exhibits and are expressly incorporated by reference herein and into the Registration Statement.

The foregoing description of the terms of the Underwriting Agreement is qualified in its entirety by reference to the actual terms of the Underwriting Agreement, a copy of which is attached hereto as Exhibit 1.1.

Item 9.01 Financial Statements and Exhibits.

(d) *Exhibits.*

The following exhibits are filed as part of this report:

| Exhibit Number | Exhibit |
|-------------------|--|
| 1.1 | Underwriting Agreement, dated May 12, 2016, between Spire Inc. and Morgan Stanley & Co. LLC. |
| 5.1 | Opinion of Mark C. Darrell, Esq. |
| 23.1 | Consent of Mark C. Darrell, Esq. (included in Exhibit 5.1 hereto) |

SIGNATURES

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.

Date: May 17, 2016

SPIRE INC.

By: /s/ Ellen L. Theroff
Ellen L. Theroff

Vice President, Corporate and Shared
Services Governance and Standards and
Corporate Secretary

Exhibit Index

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