

H&R BLOCK INC  
Form 8-K  
September 04, 2015

**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): September 4, 2015**

**H&R BLOCK, INC.**

**(Exact name of registrant as specified in charter)**

**Missouri**  
**(State of Incorporation)**

**1-6089**  
**(Commission**

**44-0607856**  
**(I.R.S. Employer**

**File Number)**  
**One H&R Block Way, Kansas City, MO 64105**

**Identification Number)**

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**(Address of Principal Executive Offices) (Zip Code)**

**(816) 854-3000**

**(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 (see General Instruction A.2. below):

- .. 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 August 31, 2015, H&R Block, Inc., a Missouri corporation (the Company), completed its previously announced sale of certain assets and liabilities, including all of the deposit liabilities, of its subsidiary, H&R Block Bank, a federal savings bank, to BofI Federal Bank, a federal savings bank, and certain related transactions (collectively, the P&A Transaction). On September 2, 2015, the Company commenced a modified Dutch auction tender offer to purchase up to \$1.5 billion in shares of its common stock at a price per share of not less than \$32.25 and not greater than \$37.00 (the Tender Offer). This Current Report on Form 8-K is being filed for the purpose of providing pro forma financial information giving effect to the P&A Transaction and the Tender Offer.

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

**(b) Pro forma financial information.**

The unaudited pro forma consolidated financial information of the Company, which reflects the P&A Transaction and the Tender Offer described in Item 8.01, is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference. The unaudited pro forma consolidated financial information is provided for informational purposes. The Company does not believe that the P&A Transaction constituted the disposition of a business.

**(d) Exhibits**

Exhibit Number	Description
99.1	Pro Forma Financial Information

**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.

**H&R BLOCK, INC.**

Date: September 4, 2015

By: /s/ Scott W. Andreasen  
Scott W. Andreasen  
Vice President and Secretary

**EXHIBIT INDEX**

Exhibit Number	Description
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