
**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 9, 2019

CRAWFORD & COMPANY

(Exact name of registrant as specified in its charter)

Georgia
(State or other jurisdiction
of incorporation)

1-10356
(Commission
File Number)

58-0506554
(IRS employer
Identification No.)

5335 Triangle Parkway, Peachtree Corners, Georgia
(Address of principal executive offices)

30092
(Zip Code)

Registrant's telephone number, including area code: (404) 300-1000

N/A
(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:

- 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))

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

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.

Securities Registered Pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A Common Stock, \$1.00 Par Value	CRD A	New York Stock Exchange
Class B Common Stock, \$1.00 Par Value	CRD B	New York Stock Exchange

Item 8.01 Other Events.

On May 9, 2019, the Company issued a press release announcing that the Board of Directors of the Company authorized (i) the Company to repurchase up to 2 million shares of its common stock until December 31, 2020, and (ii) a quarterly cash dividend of \$0.07 per share on the Company's Class A Common Stock and \$0.05 per share on the Company's Class B Common Stock, payable on June 6, 2019, to shareholders of record as of the close of business on May 23, 2019. A copy of that press release is attached hereto as Exhibit 99.1 and is incorporated herein by this reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following exhibit is filed with this Report:

<u>Exhibit</u> <u>No.</u>	<u>Description</u>
99.1	Press Release issued by the Company dated May 9, 2019

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.

CRAWFORD & COMPANY

By: /s/ Joseph O. Blanco

Name: Joseph O. Blanco

Title: EVP, General Counsel

Date: May 9, 2019



Crawford & Company®
5335 Triangle Parkway NW
Peachtree Corners, GA 30092



Harsha V. Agadi
President and Chief Executive Officer

FOR IMMEDIATE RELEASE

Crawford & Company® Authorizes Share Repurchase and Declares Quarterly Dividends

ATLANTA (May 9, 2019) On May 8, 2019, at its regular quarterly meeting, the Board of Directors of Crawford & Company® reauthorized the Company to undertake a share repurchase program under which it may repurchase up to 2 million shares of its common stock until December 31, 2020. “Given our confidence in our outlook combined with our current share price which we believe is trading meaningfully below intrinsic value, we are pleased with our Board’s reauthorization of a 2 million share repurchase,” said Harsha V. Agadi, Crawford president and chief executive officer.

In authorizing the new repurchase plan, the Board cancelled the prior repurchase authorization, which, along with a special share repurchase in January 2019, resulted in the repurchase of over 3 million shares or 5.5% of average Company shares outstanding from January 2018 through January 2019. Under the new repurchase program, repurchases may be made in open market or privately negotiated transactions at such times and for such prices as management deems appropriate, subject to applicable regulatory guidelines. The new authorization does not obligate Crawford to acquire any stock, and purchases may be commenced or suspended at any time based on market conditions and other factors that the Company deems appropriate.

The Board also declared a quarterly dividend of \$0.07 per share on the Class A Common Stock and \$0.05 per share on the Class B Common Stock, payable on June 6, 2019, to shareholders of record as of the close of business on May 23, 2019. The Company’s two classes of stock are substantially identical, except with respect to voting rights and the Company’s ability to pay greater cash dividends on the non-voting Class A Common Stock than on the voting Class B

Common Stock, subject to certain limitations. In addition, with respect to mergers or similar transactions, holders of Class A Common Stock must receive the same type and amount of consideration as holders of Class B Common Stock, unless different consideration is approved by the holders of 75% of the Class A Common Stock, voting as a class.

For further information regarding this press release, please call Bruce Swain at (404) 300-1051.

This press release contains forward-looking statements, including statements about the expected future financial condition, results of operations and earnings outlook of Crawford & Company. Statements, both qualitative and quantitative, that are not historical facts may be “forward-looking statements” as defined in the Private Securities Litigation Reform Act of 1995 and other federal securities laws. Forward-looking statements involve a number of risks and uncertainties that could cause actual results to differ materially from historical experience or Crawford & Company’s present expectations. Accordingly, no one should place undue reliance on forward-looking statements, which speak only as of the date on which they are made. Crawford & Company does not undertake to update forward-looking statements to reflect the impact of circumstances or events that may arise or not arise after the date the forward-looking statements are made. For further information regarding Crawford & Company, including factors that could cause our actual financial condition, results or earnings to differ from those described in any forward-looking statements, please read Crawford & Company’s reports filed with the SEC and available at www.sec.gov and in the Investor Relations section of Crawford & Company’s website at www.crawco.com.

About Crawford®

Based in Atlanta, Crawford & Company (NYSE: CRD-A and CRD-B) is the world’s largest publicly listed independent provider of claims management and outsourcing solutions to insurance companies and self-insured entities with an expansive global network serving clients in more than 70 countries. The Company’s two classes of stock are substantially identical, except with respect to voting rights and the Company’s ability to pay greater cash dividends on the non-voting Class A Common Stock (CRD-A) than on the voting Class B Common Stock (CRD-B), subject to certain limitations. In addition, with respect to mergers or similar transactions, holders of CRD-A must receive the same type and amount of consideration as holders of CRD-B, unless different consideration is approved by the holders of 75 percent of CRD-A, voting as a class. More information is available at www.crawco.com.

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