

AMERUS GROUP CO/IA  
Form 8-K  
August 24, 2005

**Table of Contents**

**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: August 18, 2005)  
AMERUS GROUP CO.**

(Exact Name of Registrant as Specified in its Charter)

IOWA

001-15166

42-1458424

(State or Other Jurisdiction  
of Incorporation)

(Commission File Number)

(IRS Employer Identification  
No.)

699 WALNUT STREET  
DES MOINES, IOWA

50309-3948

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (515) 362-3600

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))

**TABLE OF CONTENTS**

Item 1.01. Entry into a Material Definitive Agreement

ITEM 9.01 (c). EXHIBITS

SIGNATURE

EXHIBITS

Exhibit 99.1

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**Table of Contents**

**Item 1.01. Entry into a Material Definitive Agreement**

On August 18, 2005, AmerUs Group Co. ( Company ) and J.P. Morgan Securities Inc., as agent for JPMorgan Chase Bank, National Association, London Branch ( JPMorgan ) entered into a confirmation ( Confirmation ) pursuant to which the Company agreed to purchase and JPMorgan agreed to sell 2,230,000 shares of common stock of the Company for a purchase price of \$51.32 per share ( Purchase Price ). The Purchase Price is subject to adjustment as provided in the Confirmation. This summary of the Confirmation is qualified in its entirety by the Confirmation, which is filed as Exhibit 99.1 to this Current Report on Form 8-K and which is incorporated into this Item 1.01 by reference.

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**Table of Contents**

ITEM 9.01 (c). EXHIBITS

99.1 Confirmation between J.P. Morgan Securities Inc., as agent for JPMorgan Chase Bank, National Association, London Branch and AmerUs Group Co. dated August 18, 2005

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**Table of Contents**

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 hereunto duly authorized.

AMERUS GROUP CO.

By: /s/ Melinda S. Urion  
Melinda S. Urion  
Executive Vice President,  
Chief Financial Officer and Treasurer

Dated: August 24, 2005

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**Table of Contents**

EXHIBITS

Exhibit No.	Description
99.1	Confirmation between J.P. Morgan Securities Inc., as agent for JPMorgan Chase Bank, National Association, London Branch and AmerUs Group Co. dated August 18, 2005