

VIRTUS INVESTMENT PARTNERS, INC.

Form 8-K

March 03, 2017

**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): March 1, 2017**

**Virtus Investment Partners, Inc.**

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

**Delaware  
(State or Other Jurisdiction**

**of Incorporation)**

**100 Pearl Street, 9<sup>th</sup> Floor**

**1-10994  
(Commission**

**File Number)**

**95-4191764  
(IRS Employer**

**Identification Number)**

**06103**

**Hartford, CT**

**(Address of principal executive offices)**

**(Zip Code)**

**Registrant's telephone number, including area code: (800) 248-7971**

**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 registrants 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))

### **Explanatory Note**

As previously disclosed, Barclays Capital Inc. and Morgan Stanley & Co. LLC, as representatives of the several underwriters named on Schedule I to that certain underwriting agreement, dated January 26, 2017 (the Underwriters ), exercised the Underwriters' option to purchase an additional 136,500 shares of our common stock, par value \$0.01 per share (the Option Shares Offering ). The Option Shares Offering closed on March 1, 2017. The legality opinion of Willkie Farr & Gallagher is attached hereto as Exhibit 5.1 and is incorporated by reference herein.

### **Item 9.01. Exhibits**

(d) Exhibits.

5.1 Opinion of Willkie Farr & Gallagher LLP

23.1 Consent of Willkie Farr & Gallagher LLP (included in Exhibit 5.1)

**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.

VIRTUS INVESTMENT PARTNERS, INC.

Date: March 3, 2017

By: /s/ Michael A. Angerthal  
Name: Michael A. Angerthal  
Executive Vice President and Chief Financial  
Title: Officer

**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Description</b>  |
|---------------------------|---|
| 5.1                       | Opinion of Willkie Farr & Gallagher LLP                           |
| 23.1                      | Consent of Willkie Farr & Gallagher LLP (included in Exhibit 5.1) |