

AMERICAN PHYSICIANS SERVICE GROUP INC

Form 8-K

April 16, 2010

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

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**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): April 16, 2010

**AMERICAN PHYSICIANS SERVICE GROUP, INC.**

(Exact Name of Registrant as Specified in its Charter)

**TEXAS**  
(State or Other Jurisdiction  
of Incorporation)

**001-31434**  
(Commission  
File Number)

**75-1458323**  
(IRS Employer  
Identification No.)

**1301 CAPITAL OF TEXAS HIGHWAY**

**SUITE C-300**

**AUSTIN, TEXAS 78746**

(Address of Principal Executive Offices, Zip Code)

**(512) 328-0888**

(Registrant's Telephone Number, Including Area Code)

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))
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**Item 8.01**

**Other Events**

APS Financial Corporation, the broker-dealer subsidiary of American Physicians Service Group, Inc., has received a notice from the staff of the Financial Industry Regulatory Authority ( FINRA ), notifying it that the staff has made a preliminary determination to recommend that a disciplinary action be brought against the broker-dealer.

The potential charges recommended by the staff of FINRA in such action would allege violations of certain NASD rules of conduct and certain anti-fraud provisions of the federal securities laws in connection with sales and purchases of securities during the period from January 1, 2005 to December 5, 2006. A former employee and a current employee of APS Financial Corporation have also received notices in connection with the alleged violations.

A FINRA staff preliminary determination is neither a formal allegation nor is it evidence of wrongdoing. Under FINRA 's procedures, the broker-dealer now has the opportunity to respond to the staff 's notice prior to any formal action being taken. APS Financial Corporation intends to submit a response to the notice and vigorously contest any formal disciplinary action that would result in a censure, fine, or other sanction, but there can be no assurance that those efforts will be successful or that a disciplinary proceeding will not be brought.

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**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: April 16, 2010

American Physicians Service Group, Inc.

Signed: /s/ Marc J. Zimmermann

Name: Marc J. Zimmermann

Title: Senior Vice President Finance and Chief  
Financial Officer