

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM D

Notice of Exempt Offering of Securities

OMB APPROVAL	
OMB Number:	3235-0076
Estimated average burden hours per response:	4.00

1. Issuer's Identity

CIK (Filer ID Number)	Previous Names	X None	Entity Type
<a href="#">0001575434</a>			X Corporation
Name of Issuer			Limited Partnership
Vericity, Inc.			Limited Liability Company
Jurisdiction of Incorporation/Organization			General Partnership
DELAWARE			Business Trust
Year of Incorporation/Organization			Other (Specify)
X Over Five Years Ago			
Within Last Five Years (Specify Year)			
Yet to Be Formed			

2. Principal Place of Business and Contact Information

Name of Issuer			
Vericity, Inc.			
Street Address 1		Street Address 2	
8700 W. BRYN MAWR AVE.		SUITE 900S	
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
CHICAGO	ILLINOIS	60631	312-379-2397

3. Related Persons

Last Name	First Name	Middle Name
Hohmann	James	E
Street Address 1	Street Address 2	
8700 W. BRYN MAWR AVE.	SUITE 900S	
City	State/Province/Country	ZIP/PostalCode
CHICAGO	ILLINOIS	60631
Relationship: X Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

Director, Chief Executive Officer, and President

Last Name	First Name	Middle Name
Harkensee	James	C
Street Address 1	Street Address 2	
8700 W. BRYN MAWR AVE.	SUITE 900S	
City	State/Province/Country	ZIP/PostalCode
CHICAGO	ILLINOIS	60631
Relationship: X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

Executive Vice President

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Kim	Chris	S
<b>Street Address 1</b>	<b>Street Address 2</b>	
8700 W. BRYN MAWR AVE.	SUITE 900S	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
CHICAGO	ILLINOIS	60631
<b>Relationship:</b> X Executive Officer   Director   Promoter		

Clarification of Response (if Necessary):

Executive Vice President, Chief Financial Officer, and Treasurer

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Buchanan	John	E
<b>Street Address 1</b>	<b>Street Address 2</b>	
8700 W. BRYN MAWR AVE.	SUITE 900S	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
CHICAGO	ILLINOIS	60631
<b>Relationship:</b> X Executive Officer   Director   Promoter		

Clarification of Response (if Necessary):

Executive Vice President, General Counsel, and Corporate Secretary

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Campbell	Chris	E
<b>Street Address 1</b>	<b>Street Address 2</b>	
8700 W. BRYN MAWR AVE.	SUITE 900S	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
CHICAGO	ILLINOIS	60631
<b>Relationship:</b> X Executive Officer   Director   Promoter		

Clarification of Response (if Necessary):

Executive Vice President

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Zimmerman	Laura	R.
<b>Street Address 1</b>	<b>Street Address 2</b>	
8700 W. BRYN MAWR AVE.	SUITE 900S	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
CHICAGO	ILLINOIS	60631
<b>Relationship:</b> X Executive Officer   Director   Promoter		

Clarification of Response (if Necessary):

Executive Vice President and Chief Marketing Officer

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Hemmings	Richard	A
<b>Street Address 1</b>	<b>Street Address 2</b>	
8700 W. BRYN MAWR AVE.	SUITE 900S	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
CHICAGO	ILLINOIS	60631
<b>Relationship:</b> Executive Officer X Director   Promoter		

Clarification of Response (if Necessary):

Last Name		First Name		Middle Name
Schacht		James		W
Street Address 1		Street Address 2		
8700 W. BRYN MAWR AVE.		SUITE 900S		
City		State/Province/Country		ZIP/PostalCode
CHICAGO		ILLINOIS		60631
Relationship: Executive Officer X Director Promoter				

Clarification of Response (if Necessary):

Last Name		First Name		Middle Name
Rahe		Eric		E
Street Address 1		Street Address 2		
8700 W. BRYN MAWR AVE.		SUITE 900S		
City		State/Province/Country		ZIP/PostalCode
CHICAGO		ILLINOIS		60631
Relationship: Executive Officer X Director Promoter				

Clarification of Response (if Necessary):

Last Name		First Name		Middle Name
Dong		Calvin		E
Street Address 1		Street Address 2		
8700 W. BRYN MAWR AVE.		SUITE 900S		
City		State/Province/Country		ZIP/PostalCode
CHICAGO		ILLINOIS		60631
Relationship: Executive Officer X Director Promoter				

Clarification of Response (if Necessary):

Last Name		First Name		Middle Name
Perry		Scott		E
Street Address 1		Street Address 2		
8700 W. BRYN MAWR AVE.		SUITE 900S		
City		State/Province/Country		ZIP/PostalCode
CHICAGO		ILLINOIS		60631
Relationship: Executive Officer X Director Promoter				

Clarification of Response (if Necessary):

Last Name		First Name		Middle Name
Ashe		Neil		E
Street Address 1		Street Address 2		
8700 W. BRYN MAWR AVE.		SUITE 900S		
City		State/Province/Country		ZIP/PostalCode
CHICAGO		ILLINOIS		60631
Relationship: Executive Officer X Director Promoter				

Clarification of Response (if Necessary):

4. Industry Group

Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	

Commercial Banking  
☒ Insurance  
Investing  
Investment Banking  
Pooled Investment Fund  
Is the issuer registered as an investment company under the Investment Company Act of 1940?  
Yes No  
Other Banking & Financial Services  
Business Services  
Energy  
Coal Mining  
Electric Utilities  
Energy Conservation  
Environmental Services  
Oil & Gas  
Other Energy

Health Insurance  
Hospitals & Physicians  
Pharmaceuticals  
Other Health Care  
Manufacturing  
Real Estate  
Commercial  
Construction  
REITS & Finance  
Residential  
Other Real Estate

Restaurants  
Technology  
Computers  
Telecommunications  
Other Technology  
Travel  
Airlines & Airports  
Lodging & Conventions  
Tourism & Travel Services  
Other Travel  
Other

## 5. Issuer Size

Revenue Range	OR	Aggregate Net Asset Value Range
No Revenues		No Aggregate Net Asset Value
\$1 - \$1,000,000		\$1 - \$5,000,000
\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000
\$25,000,001 - \$100,000,000		\$50,000,001 - \$100,000,000
Over \$100,000,000		Over \$100,000,000
<input checked="" type="checkbox"/> Decline to Disclose		Decline to Disclose
Not Applicable		Not Applicable

## 6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

	<input checked="" type="checkbox"/> Investment Company Act Section 3(c)	
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1)	Section 3(c)(9)
Rule 504 (b)(1)(i)	Section 3(c)(2)	Section 3(c)(10)
Rule 504 (b)(1)(ii)	<input checked="" type="checkbox"/> Section 3(c)(3)	Section 3(c)(11)
Rule 504 (b)(1)(iii)	Section 3(c)(4)	Section 3(c)(12)
<input checked="" type="checkbox"/> Rule 506(b)	Section 3(c)(5)	Section 3(c)(13)
Rule 506(c)	Section 3(c)(6)	Section 3(c)(14)
Securities Act Section 4(a)(5)	Section 3(c)(7)	

## 7. Type of Filing

☒ New Notice    Date of First Sale 2019-08-07    First Sale Yet to Occur  
Amendment

## 8. Duration of Offering

Does the Issuer intend this offering to last more than one year?    Yes ☒ No

9. Type(s) of Securities Offered (select all that apply)

- X Equity

Debt

Option, Warrant or Other Right to Acquire Another Security

Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security

Pooled Investment Fund Interests

Tenant-in-Common Securities

Mineral Property Securities

Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?

Yes X No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor \$10 USD

12. Sales Compensation

Recipient

Raymond James & Associates, Inc.

(Associated) Broker or Dealer X None

None

Recipient CRD Number

705

(Associated) Broker or Dealer CRD Number X None

None

Street Address 1

222 Riverside Plaza Suite 700

City

Chicago

State(s) of Solicitation (select all that apply)

Check “All States” or check individual States

NEW YORK

Street Address 2

State/Province/Country

ILLINOIS

ZIP/Postal Code

60606

All States

Foreign/non-US

Recipient

Griffin Financial Group, LLC

(Associated) Broker or Dealer X None

None

Recipient CRD Number

119004

(Associated) Broker or Dealer CRD Number X None

None

Street Address 1

620 Freedom Business Center Suite 200

City

King of Prussia

State(s) of Solicitation (select all that apply)

Check “All States” or check individual States

NEW YORK

Street Address 2

State/Province/Country

PENNSYLVANIA

ZIP/Postal Code

19406

All States

Foreign/non-US

13. Offering and Sales Amounts

Total Offering Amount

\$113,733,520 USD or Indefinite

Total Amount Sold

\$113,733,520 USD

Total Remaining to be Sold

\$0 USD or Indefinite

Clarification of Response (if Necessary):

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.

15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions\$3,412,006 USD Estimate

Finders' Fees\$0 USD Estimate

Clarification of Response (if Necessary):

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

• Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*

• Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

• Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Vericity, Inc.	/s/ John Buchanan	John Buchanan	EVP, General Counsel, and Corporate Secretary	2019-08-07

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

