

**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 6, 2025

KINGSTONE COMPANIES, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

000-01665

(Commission
File Number)

36-2476480

(IRS Employer
Identification No.)

**120 Wood Road
Kingston, New York**

(Address of principal executive offices)

12401

(Zip code)

Registrant's telephone number, including area code (845) 802-7900

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Securities registered pursuant to Section 12(b) of the Securities Exchange Act of 1934:

Title of each class
Common Stock, \$0.01 par value per share

Trading Symbol(s)
KINS

Name of each exchange on which registered
NASDAQ Capital Market

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))

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.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On August 6, 2025, Kingstone Companies, Inc. (the “Company”) issued a press release (the “Press Release”) announcing that Carla D’Andre and Timothy McFadden have completed their service on the Company’s Board of Directors, and Pranav Pasricha has been elected to the Board of Directors. A copy of the Press Release is furnished as Exhibit 99.1 hereto.

Item 5.07 Submission of Matters to a Vote of Security Holders.

On August 6, 2025, the Company held its Annual Meeting of Stockholders (the “Annual Meeting”). The following is a listing of the votes cast for or withheld, and the number of broker non-votes, with respect to each nominee for director and a listing of the votes cast for and against, as well as abstentions and broker non-votes, with respect to the other matters voted upon at the Annual Meeting. The Company’s stockholders elected each of the nominees as a director, ratified the selection of CBIZ CPAs P.C. as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2025, approved, on a non-binding advisory basis, the compensation of the Company’s named executive officers and indicated, on a non-binding advisory basis, that future advisory votes on the Company’s executive compensation should be held every year.

1. Election of Board of Directors:

	Number of Shares		
	For	Withheld	Broker Non-Votes
Meryl S. Golden	5,820,888	41,443	4,166,902
Thomas Newgarden	5,743,623	118,708	4,166,902
Floyd R. Tupper	5,493,495	368,836	4,166,902
William L. Yankus	5,608,958	253,373	4,166,902
Manmohan Singh	5,728,865	133,466	4,166,902
Pranav Pasricha	5,810,077	52,254	4,166,902

2. Ratification of the selection of CBIZ CPAs P.C. as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2025:

For	9,997,477
Against	24,421
Abstentions	7,335

3. Advisory vote on the compensation of the Company’s named executive officers:

For	5,517,003
Against	324,524
Abstentions	20,804
Broker Non-Votes	4,166,902

4. Advisory basis, whether future advisory votes on the Company's executive compensation should be held every one, two or three years:

3 Years	884,582
2 Years	23,781
1 Year	4,940,857
Abstentions	13,111

The Press Release also announced the actions taken by the stockholders at the Annual Meeting.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Number	Description
99.1	Press release, dated August 6, 2025, issued by Kingstone Companies, Inc.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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.

KINGSTONE COMPANIES, INC.

Dated: August 7, 2025

By: /s/ Meryl Golden

Meryl Golden

Chief Executive Officer and President



FOR IMMEDIATE RELEASE

Kingstone Stockholders Approve Company Proposals at 2025 Annual Meeting

Board Composition Updated

KINGSTON, N.Y. — August 6, 2025 — Kingstone Companies, Inc. (Nasdaq: KINS) (the "Company" or "Kingstone"), a Northeast regional property and casualty insurance holding company, announced the results of its annual meeting of stockholders, which was held virtually today.

Voting Results

At the Annual Meeting, stockholders approved the following proposals:

1. The election of six directors, Meryl S. Golden, Thomas Newgarden, Floyd R. Tupper, William L. Yankus, Manmohan Singh, and Pranav Pasricha for a one-year term, to expire at the next annual meeting of stockholders.
2. The ratification of CBIZ CPAs P.C. as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2025.
3. The Company's executive compensation.
4. A frequency of every one year regarding the future advisory votes to approve the Company's executive compensation.

Changes to the Board of Directors

Carla D'Andre and Timothy McFadden have completed their service on Kingstone's Board of Directors, and Pranav Pasricha has been elected to the Board of Directors, effective immediately.

Meryl Golden, Chief Executive Officer at Kingstone, stated, "On behalf of the entire Company, I want to thank Carla and Tim for their dedicated service and leadership on our Board. Their insights, guidance, and deep industry experience have been instrumental in shaping our strategic direction and strengthening our governance. We are grateful for their many contributions and wish them all the best in their future endeavors. At the same time, we are excited to welcome Pranav to the Board. As an entrepreneurial leader with a strong track record of building insurance and technology companies, Pranav brings extensive experience in insurance and reinsurance that will provide invaluable perspective as we drive forward our long-term strategy."

Ms. D'Andre began her service on the Kingstone Board in 2017 and has more than 45 years of insurance industry experience and deep expertise in risk management. She served as Chair of the Board's Nominating and Corporate Governance Committee and former Finance Committee, contributing valuable leadership and oversight throughout her tenure. Ms. D'Andre also served as a member of the Board's Compensation Committee and former Corporate Sustainability and Risk Management Committee.

Mr. McFadden began his service on the Kingstone Board in 2018 and has decades of leadership experience in the insurance industry along with deep financial, regulatory, and legal expertise. He held key roles as Lead Independent Director, Chair of the Board's former Corporate Sustainability and Risk Management Committee and as a member of the Board's Nominating and Corporate Governance Committee, Audit Committee and Risk Committee.

Mr. Pasricha has served as Chief Executive Officer of BluePond.AI, a GenAI-based property and casualty Insurtech company since October 2023. He has also served as Managing Partner of BluePond Capital, a family office incubating Insurtech startups, since August 2022. From January to June 2023, Mr. Pasricha was Entrepreneur in Residence for Point72 Hyperscale, a hedge fund and private equity investor. From August 2020 to December 2022, he served as Global Head, P&C Solutions for Swiss Re, a global reinsurance and insurance carrier. Furthermore, Mr. Pasricha served as Chief Executive Officer of IntellectSEEC, an insurance software company, from June 2014 to July 2020. He received his B.E. degree in Electronics and Communications from M.D. University, India and his M.B.A. from University of Otago, New Zealand. Mr. Pasricha also completed the Executive Program in Strategic IT from Northwestern University, Kellogg School of Management.

About Kingstone Companies, Inc.

Kingstone is a northeast regional property and casualty insurance holding company whose principal operating subsidiary is Kingstone Insurance Company ("KICO"). KICO is a New York domiciled carrier writing business through retail and wholesale agents and brokers. KICO is actively writing personal lines and commercial auto insurance in New York, and in 2024 was the 12th largest writer of homeowners insurance in New York. KICO is also licensed in New Jersey, Rhode Island, Massachusetts, Connecticut, Pennsylvania, New Hampshire, and Maine.

Investor Relations Contact:

Karin Daly

Vice President

The Equity Group Inc.

kdaly@theequitygroup.com