

SECURITIES AND EXCHANGE COMMISSION

FORM 10-K/A

Annual report pursuant to section 13 and 15(d) [amend]

Filing Date: **2022-05-31** | Period of Report: **2021-12-31**  
SEC Accession No. [0001828182-22-000039](#)

[\(HTML Version on secdatabase.com\)](#)

FILER

**Signify Health, Inc.**

CIK: **1828182** | IRS No.: **000000000** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **10-K/A** | Act: **34** | File No.: **001-40028** | Film No.: **22984712**  
SIC: **8082** Home health care services

Mailing Address

800 CONNECTICUT AVENUE  
NORWALK CT 06854

Business Address

800 CONNECTICUT AVENUE  
NORWALK CT 06854  
(203) 541-4600

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 10-K/A**

(Amendment No. 1)

**ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the fiscal year ended December 31, 2021

**OR**

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from    to    .

**Commission File Number: 001-40028**

**Signify Health, Inc.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**

(State or Other Jurisdiction of  
Incorporation or Organization)

**85-3481223**

(I.R.S. Employer  
Identification Number)

**800 Connecticut Avenue, Norwalk, CT 06854**

(Address of principal executive offices)

**(203) 541-4600**

(Registrant's telephone number, including area code)

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

<u>Title of each class</u>	<u>Trading symbol</u>	<u>Name of each exchange on which registered</u>
Class A common stock, par value \$0.01 per Share	SGFY	New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act:

## None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes  No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes  No

**Note** - Checking the box above will not relieve any registrant required to file reports pursuant to Section 13 or 15(d) of the Exchange Act from their obligations under those Sections.

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of “large accelerated filer,” “accelerated filer,” “smaller reporting company” and “emerging growth company” in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input checked="" type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>
Emerging growth company	<input checked="" type="checkbox"/>		

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. Yes  No

Indicate by check mark whether the registrant has filed a report on and attestation to its management’s assessment of the effectiveness of its internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report. Yes  No

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes  No

The aggregate market value of the voting and non-voting common equity held by non-affiliates of the registrant, based on the closing price of the Class A common stock on the NYSE on June 30, 2021, was approximately \$2.26 billion.

As of May 27, 2022, the number of outstanding shares of Class A common stock, \$0.01 par value, was 176,364,619 and the number of outstanding shares of Class B common stock, \$0.01 par value, was 57,515,043.

### DOCUMENTS INCORPORATED BY REFERENCE

Designated portions of the Registrant's Proxy Statement for its 2022 Annual Meeting of Stockholders, which was filed on April 5, 2022, are incorporated by reference into Part III of this Annual Report on Form 10-K to the extent described therein.

Auditor Name: Deloitte & Touche LLP

Auditor Location: Stamford, CT

Auditor Firm ID: 34

## EXPLANATORY NOTE

The purpose of this Amendment (the “Amendment”) to our Form 10-K for the year ended December 31, 2021 (the “Form 10-K”), as filed with the Securities and Exchange Commission (the “SEC”) on March 3, 2022, is solely to correct an inadvertent omission of certain language from paragraph 4 of the Exhibit 31.1 and Exhibit 31.2 certifications originally filed with our Form 10-K.

This Amendment contains only the Cover Page, this Explanatory Note and Exhibits 31.1 and 31.2. No other changes have been made to the Form 10-K as filed with the SEC on March 3, 2022. This Amendment speaks as of the original filing date of the Form 10-K, does not reflect events that may have occurred subsequent to the original filing date, and does not modify or update in any way disclosures made in the original Form 10-K. Accordingly, this Amendment should be read in conjunction with the Form 10-K and our other filings with the SEC.

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**Item 15. Exhibits and Financial Statement Schedules.**

***Exhibits***

The exhibits listed in the index below are filed or incorporated by reference as a part of this Amendment to the Annual Report on Form 10-K.

31.1*	<a href="#"><u>Certification of the Chief Executive Officer pursuant to Rule 13a-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002</u></a>
31.2*	<a href="#"><u>Certification of the Chief Financial Officer pursuant to Rule 13(a)-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002</u></a>
101.INS*	XBRL Instance Document
101.SCH*	XBRL Taxonomy Extension Schema Document
101.CAL*	XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF*	XBRL Taxonomy Extension Definition Linkbase Document
101.LAB*	XBRL Taxonomy Extension Label Linkbase Document
101.PRE*	XBRL Taxonomy Extension Presentation Linkbase Document
101*	The following financial information from the Annual Report on Form 10-K for the year ended December 31, 2021, formatted in Inline XBRL (Extensible Business Reporting Language): (i) the Consolidated Balance Sheets, (ii) the Consolidated Statements of Operations, (iii) the Consolidated Statements of Changes in Members' Equity, (iv) the Consolidated Statements of Cash Flows and (v) the Notes to the Consolidated Financial Statements
104*	Cover Page Interactive Data File – The cover page from this Annual Report on Form 10-K/A for the year ended December 31, 2021 is formatted in iXBRL (included as Exhibit 101)

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\* Filed or furnished herewith

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## SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SIGNIFY HEALTH, INC.

Date: May 31, 2022

By: /s/ Kyle Armbrester

Kyle Armbrester

Chief Executive Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

<b>Signature</b>	<b>Title</b>	<b>Date</b>
<u>/s/ Matthew S. Holt</u> Matthew S. Holt	Chairman	May 31, 2022
<u>/s/ Kyle Armbrester</u> Kyle Armbrester	Chief Executive Officer and Director (principal executive officer)	May 31, 2022
<u>/s/ Steven Senneff</u> Steven Senneff	President, Chief Financial and Administrative Officer (principal financial officer)	May 31, 2022
<u>/s/ Laurence Orton</u> Laurence Orton	Chief Accounting Officer (principal accounting officer)	May 31, 2022
<u>/s/ Taj J. Clayton</u> Taj J. Clayton	Director	May 31, 2022
<u>/s/ Heather Dixon</u> Heather Dixon	Director	May 31, 2022
<u>/s/ Arnold Goldberg</u> Arnold Goldberg	Director	May 31, 2022
<u>/s/ Brandon H. Hull</u> Brandon H. Hull	Director	May 31, 2022
<u>/s/ Kevin M. McNamara</u> Kevin M. McNamara	Director	May 31, 2022
<u>/s/ Albert A. Notini</u> Albert A. Notini	Director	May 31, 2022
<u>/s/ Kyle B. Peterson</u> Kyle B. Peterson	Director	May 31, 2022
<u>/s/ Vivian E. Riefberg</u> Vivian E. Riefberg	Director	May 31, 2022



**CERTIFICATION OF CHIEF EXECUTIVE OFFICER  
PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, Kyle Armbrester, certify that:

1. I have reviewed this Annual Report on Form 10-K of Signify Health, Inc;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 31, 2022

*/s/ Kyle Armbruster*

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Kyle Armbruster

Chief Executive Officer

**CERTIFICATION OF CHIEF FINANCIAL OFFICER  
PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, Steven Senneff, certify that:

1. I have reviewed this Annual Report on Form 10-K of Signify Health, Inc;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 31, 2022

*/s/ Steve Senneff*

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Steven Senneff

President, Chief Financial and Administrative  
Officer

Cover Page - USD (\$)  
\$ in Millions

12 Months Ended

Dec. 31, 2021

[Cover \[Abstract\]](#)

<a href="#">Document Type</a>	10-K/A
<a href="#">Document Annual Report</a>	true
<a href="#">Document Period End Date</a>	Dec. 31, 2021
<a href="#">Current Fiscal Year End Date</a>	--12-31
<a href="#">Document Transition Report</a>	false
<a href="#">Entity File Number</a>	001-40028
<a href="#">Entity Registrant Name</a>	Signify Health, Inc.
<a href="#">Entity Incorporation, State or Country Code</a>	DE
<a href="#">Entity Tax Identification Number</a>	85-3481223
<a href="#">Entity Address, Address Line One</a>	800 Connecticut Avenue
<a href="#">Entity Address, City or Town</a>	Norwalk
<a href="#">Entity Address, State or Province</a>	CT
<a href="#">Entity Address, Postal Zip Code</a>	06854
<a href="#">City Area Code</a>	203
<a href="#">Local Phone Number</a>	541-4600
<a href="#">Title of 12(b) Security</a>	Class A common stock, par value \$0.01 per Share
<a href="#">Trading Symbol</a>	SGFY
<a href="#">Security Exchange Name</a>	NYSE
<a href="#">Entity Well-known Seasoned Issuer</a>	No
<a href="#">Entity Voluntary Filers</a>	No
<a href="#">Entity Current Reporting Status</a>	Yes
<a href="#">Entity Interactive Data Current</a>	Yes
<a href="#">Entity Filer Category</a>	Non-accelerated Filer
<a href="#">Entity Emerging Growth Company</a>	true
<a href="#">Entity Small Business</a>	false
<a href="#">Entity Ex Transition Period</a>	false
<a href="#">ICFR Auditor Attestation Flag</a>	false
<a href="#">Entity Shell Company</a>	false
<a href="#">Entity Public Float</a>	

[Entity Common Stock, Shares](#)

[Outstanding](#)

[Documents Incorporated by Reference](#) Designated portions of the Registrant's Proxy Statement for its 2022 Annual Meeting of Stockholders, which was filed on April 5, 2022, are reference into Part III of this Annual Report on Form 10-K to the extent described therein.

Auditor Name: Deloitte & Touche LLP

Auditor Location: Stamford, CT

[Entity Central Index Key](#) 0001828182

[Amendment Flag](#) true

[Document Fiscal Period Focus](#) FY

[Document Fiscal Year Focus](#) 2021

[Amendment Description](#) EXPLANATORY NOTEThe purpose of this Amendment (the "Amendment") to our Form 10-K for the year ended December 31, 2021 (the "Form 10-K") filed with the Securities and Exchange Commission (the "SEC") on March 3, 2022, is solely to correct an inadvertent omission of certain language in paragraph 4 of the Exhibit 31.1 and Exhibit 31.2 certifications originally filed with our Form 10-K. This Amendment contains only the Cover Page, Explanatory Note and Exhibits 31.1 and 31.2. No other changes have been made to the Form 10-K as filed with the SEC on March 3, 2022. This Amendment speaks as of the original filing date of the Form 10-K, does not reflect events that may have occurred subsequent to the original filing date, and does not update in any way disclosures made in the original Form 10-K. Accordingly, this Amendment should be read in conjunction with the Form 10-K filings with the SEC.

**Audit Information**

**12 Months Ended  
Dec. 31, 2021**

**[Auditor Information \[Abstract\]](#)**

[Auditor Name](#)

Deloitte & Touche LLP

[Auditor Location](#)

Stamford, CT

[Auditor Firm ID](#)

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