
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

**FORM S-8
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933**

Slide Insurance Holdings, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

871554861
(I.R.S. Employer Identification
No.)

**4221 W. Boy Scout Blvd., Suite 200
Tampa, Florida 33607**

(Address of Principal Executive Offices) (Zip Code)

**Slide Insurance Holdings, Inc. 2025 Omnibus Incentive Plan
Slide Holdings, Inc. 2021 Equity Compensation Plan
(Full Title of the Plans)**

**Bruce Lucas
Chief Executive Officer
Slide Insurance Holdings, Inc.
4221 W. Boy Scout Blvd., Suite 200
Tampa, FL, 33607
(Name and Address of Agent For Service)**

(713) 927-4538
(Telephone Number, Including Area Code, of Agent for Service)

Copies to:

**Richard D. Truesdell, Jr.
Adam Kaminsky
Joseph S. Payne
Davis Polk & Wardwell LLP
450 Lexington Avenue
New York, New York 10017
(212) 450-4000**

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"/> (Do not check if a smaller reporting company)	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 7(a)(2)(B) of the Securities Act.

PART I
INFORMATION REQUIRED IN THE SECTION 10(a) PROSPECTUS

The information specified in Item 1 and Item 2 of Part I of Form S-8 is omitted from this Registration Statement on Form S-8 (this “Registration Statement”) in accordance with the provisions of Rule 428 under the Securities Act of 1933, as amended (the “Securities Act”), and the introductory note to Part I of the Form S-8 instructions. The documents containing the information specified in Part I will be delivered to the participants in the plans as required by Rule 428(b)(1).

PART II
INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 3. Incorporation of Documents by Reference.

The following documents filed by Slide Insurance Holdings, Inc. (the “Registrant”) with the Securities and Exchange Commission (the “Commission”) pursuant to the Securities and Exchange Act of 1934, as amended (the “Exchange Act”), are incorporated by reference herein:

(1) Amendment No. 1 to the Registrant’s Registration Statement on [Form S-1](#) filed with the Commission on June 9, 2025 (File No. 333-287556), which contains the Registrant’s audited financial statements for the latest fiscal year for which such financial statements have been filed (including any schedules appended thereto);

(2) The Registrant’s prospectus, filed with the Commission on June 17, 2025 (File No. 333-287556), relating to the Registrant’s Registration Statement on [Form S-1](#) (File No. 333-287556), including any amendments or supplements thereto; and

(3) The description of the Registrant’s capital stock which is contained in the Registrant’s Registration Statement on [Form 8-A](#) (File No. 001-42707), filed by the Registrant with the Commission on June 17, 2025, including any amendments or supplements thereto.

In addition, all documents filed by the Registrant pursuant to Sections 13(a), 13(c), 14 or 15(d) of the Exchange Act, after the date of this Registration Statement and prior to the filing of a post-effective amendment that indicates that all securities offered hereby have been sold or which deregisters all securities then remaining unsold, are incorporated by reference in this Registration Statement and are a part hereof from the date of filing of such documents; except as to any portion of any future annual or quarterly report to stockholders or document or current report furnished under current Items 2.02 or 7.01 of Form 8-K that is not deemed filed under such provisions. Any statement contained in a document incorporated or deemed to be incorporated by reference herein shall be deemed to be modified or superseded for purposes of this Registration Statement to the extent that a statement contained herein or in any other subsequently filed document which also is or is deemed to be incorporated by reference herein modifies or supersedes such statement. Any statement so modified or superseded shall not be deemed, except as so modified or superseded, to constitute a part of this Registration Statement.

Item 4. Description of Securities.

Not applicable.

Item 5. Interests of Named Experts and Counsel.

Not applicable.

Item 6. Indemnification of Directors and Officers.

Section 145 of the Delaware General Corporation Law provides that a corporation may indemnify directors and officers as well as other employees and individuals against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any threatened, pending or completed actions, suits or proceedings in which such person is made a party by reason of such person being or having been a director, officer, employee or agent to the Registrant. The Delaware General Corporation Law provides that Section 145 is not exclusive of other rights to which those seeking indemnification may be entitled under any bylaw, agreement, vote of stockholders or disinterested directors or otherwise. The Registrant's amended and restated certificate of incorporation and amended and restated bylaws will provide for indemnification by the Registrant of its directors, officers and employees to the fullest extent permitted by the Delaware General Corporation Law. The Registrant has entered into indemnification agreements with each of its current directors and officers to provide these directors and executive officers additional contractual assurances regarding the scope of the indemnification set forth in the Registrant's amended and restated certificate of incorporation and amended and restated bylaws and to provide additional procedural protections. There is no pending litigation or proceeding involving a director or executive officer of the Registrant for which indemnification is sought.

Section 102(b)(7) of the Delaware General Corporation Law permits a corporation to provide in its certificate of incorporation that a director or officer of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for a director for unlawful payments of dividends or unlawful stock repurchases, redemptions or other distributions, (iv) for any transaction from which the director or officer derived an improper personal benefit or (v) for an officer in any action by or in the right of the corporation. The Registrant's amended and restated certificate of incorporation provides for such limitation of liability.

The Registrant maintains standard policies of insurance under which coverage is provided (a) to its directors and officers against loss rising from claims made by reason of breach of duty or other wrongful act, and (b) to the Registrant with respect to payments which may be made by the Registrant to such officers and directors pursuant to the above indemnification provision or otherwise as a matter of law.

See also the Undertakings set forth in the response to Item 9 herein.

Item 7. Exemption for Registration Claimed.

Not applicable.

Item 8. Exhibits.

Exhibit Number	Description
4.1	Form of Amended and Restated Certificate of Incorporation of Slide Insurance Holdings, Inc. (incorporated by reference from Exhibit 3.1 to Slide Insurance Holdings, Inc.'s Registration Statement on Form S-1, filed on May 23, 2025 (File No. 333-287556))
4.2	Form of Amended and Restated By-Laws of Slide Insurance Holdings, Inc. (incorporated herein by reference from Exhibit 3.2 to Slide Insurance Holdings, Inc.'s Registration Statement on Form S-1, filed on May 23, 2025 (File No. 333-287556))
5.1*	Opinion of Davis Polk & Wardwell LLP
23.1*	Consent of Independent Registered Public Accounting Firm
23.3*	Consent of Davis Polk & Wardwell LLP (included in Exhibit 5.1)
24.1*	Power of Attorney (included in signature page hereof)
99.1	Slide Insurance Holdings, Inc. 2021 Equity Compensation Plan (incorporated by reference from Exhibit 10.7 to Slide Insurance Holdings, Inc.'s Registration Statement on Form S-1, filed on May 23, 2025 (File No. 333-287556))
99.2	Slide Insurance Holdings, Inc. 2025 Omnibus Incentive Plan (incorporated by reference from Exhibit 10.8 to Slide Insurance Holdings, Inc.'s Registration Statement on Form S-1, filed on May 23, 2025 (File No. 333-287556))
107*	Filing Fee Table

* Filed herewith.

Item 9. Undertakings.

(a) The undersigned Registrant hereby undertakes:

(1) To file, during any period in which offers or sales are being made, a post-effective amendment to this Registration Statement:

- (i) To include any prospectus required by Section 10(a)(3) of the Securities Act;
- (ii) To reflect in the prospectus any facts or events arising after the effective date of this Registration Statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information set forth in this Registration Statement. Notwithstanding the foregoing, any increase or decrease in volume of securities offered (if the total dollar value of securities offered would not exceed that which was registered) and any deviation from the low or high end of the estimated maximum offering range may be reflected in the form of prospectus filed with the Commission pursuant to Rule 424(b) if, in the aggregate, the changes in volume and price represent no more than 20 percent change in the maximum aggregate offering price set forth in the "Calculation of Filing Fee Table" set forth in Exhibit 107 to this Registration Statement;
- (iii) To include any material information with respect to the plan of distribution not previously disclosed in this Registration Statement or any material change to such information in this Registration Statement;

provided, however, that paragraphs (a)(1)(i) and (a)(1)(ii) do not apply if the information required to be included in a post-effective amendment by those paragraphs is contained in reports filed with or furnished to the Commission by the Registrant pursuant to Section 13 or Section 15(d) of the Exchange Act that are incorporated by reference in this Registration Statement.

(2) That, for the purpose of determining any liability under the Securities Act, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial *bona fide* offering thereof.

(3) To remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering.

(b) The undersigned Registrant hereby undertakes that, for purposes of determining any liability under the Securities Act, each filing of the Registrant's annual report pursuant to Section 13(a) or Section 15(d) of the Exchange Act (and, where applicable, each filing of an employee benefit plan's annual report pursuant to Section 15(d) of the Exchange Act) that is incorporated by reference in this Registration Statement shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial *bona fide* offering thereof.

(c) Insofar as indemnification for liabilities arising under the Securities Act may be permitted to directors, officers and controlling persons of the Registrant pursuant to the foregoing provisions or otherwise, the Registrant has been advised that in the opinion of the Commission such indemnification is against public policy as expressed in the Securities Act and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the Registrant of expenses incurred or paid by a director, officer or controlling person of the Registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, the Registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Securities Act and will be governed by the final adjudication of such issue.

SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Tampa, Florida, on June 20, 2025.

SLIDE INSURANCE HOLDINGS, INC.

By: /s/ Jesse Schalk

Name: Jesse Schalk

Title: President and Chief Financial Officer

POWER OF ATTORNEY AND SIGNATURES

KNOW ALL PERSONS BY THESE PRESENTS, that the undersigned hereby constitutes and appoints Bruce Lucas and Jesse Schalk, the true and lawful attorneys-in-fact of the undersigned, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, to sign this Registration Statement and any or all amendments to this Registration Statement, including post-effective amendments, and registration statements filed pursuant to Rules 413 or 462 under the Securities Act of 1933, and to file or cause to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorneys or attorneys-in-fact or any of them or their substitute or substitutes may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed below by the following persons on the dates and in the capacities indicated.

Signature	Title	Date
<u>/s/ Bruce Lucas</u> Bruce Lucas	Chief Executive Officer and Chairman	June 20, 2025
<u>/s/ Jesse Schalk</u> Jesse Schalk	President and Chief Financial Officer	June 20, 2025
<u>/s/ Shannon Lucas</u> Shannon Lucas	Chief Operating Officer, Chief Risk Officer and Director	June 20, 2025
<u>/s/ Robert Gries</u> Robert Gries	Director	June 20, 2025
<u>/s/ Thomas O'Shea</u> Thomas O'Shea	Director	June 20, 2025
<u>/s/ Stephen Rohde</u> Stephen Rohde	Director	June 20, 2025
<u>/s/ Beth Bruce</u> Beth Bruce	Director	June 20, 2025
<u>/s/ Andrew Wright</u> Andrew Wright	Director	June 20, 2025



Davis Polk & Wardwell LLP
450 Lexington Avenue
New York, NY 10017
davispolk.com

OPINION OF DAVIS POLK & WARDWELL LLP

June 20, 2025

Slide Insurance Holdings, Inc.
4221 W. Boy Scout Blvd.
Suite 200
Tampa, Florida 33607

Ladies and Gentlemen:

We have acted as counsel for Slide Insurance Holdings, Inc., a Delaware corporation (the “**Company**”), in connection with the preparation and filing of a registration statement on Form S-8 (the “**Registration Statement**”) with the Securities and Exchange Commission under the Securities Act of 1933, as amended (the “**Securities Act**”), for the purpose of registering under the Securities Act (i) 12,000,000 shares of the Company’s common stock, par value \$0.01 per share (the “**Common Stock**”), issuable pursuant to the 2025 Omnibus Incentive Plan (the “**2025 Plan**”), (ii) 14,093,750 shares of Common Stock issuable upon the exercise of stock options outstanding under the 2021 Equity Compensation Plan, as amended (the “**2021 Plan**”) and, together with the 2025 Plan, the “**Plans**”) and (iii) 2,120,729 shares of Common Stock issuable upon the vesting and settlement of restricted stock units under the 2021 Plan. As such counsel, we have made such legal and factual examination and inquiries as we have deemed necessary or appropriate for purposes of this opinion and have made such additional assumptions as are set forth below. This opinion is furnished pursuant to the requirements of Item 601(b)(5) of Regulation S-K.

We, as the Company’s counsel, have examined originals or copies of such documents, corporate records and other instruments and such matters of fact and law as we have deemed necessary or advisable for the purposes of rendering the opinion expressed herein.

In rendering the opinion expressed herein, we have, without independent inquiry or investigation, assumed that (i) all documents submitted to us as originals are authentic and complete, (ii) all documents submitted to us as copies conform to authentic, complete originals, (iii) all signatures on all documents that we reviewed are genuine, (iv) all natural persons executing documents had and have the legal capacity to do so, (v) all statements in certificates of public officials and officers of the Company that we reviewed were and are accurate and (vi) all representations made by the Company as to matters of fact in the documents that we reviewed were and are accurate.

Upon the basis of the foregoing, we are of the opinion that the Common Stock issuable pursuant to the Plans has been duly authorized and, when and to the extent issued in accordance with the terms of the Plans, will be legally and validly issued, fully paid and non-assessable.

This opinion is given as of the date hereof. We assume no obligation to update or supplement this opinion to reflect any facts or circumstances which may hereafter come to our attention or any changes in laws which may hereafter occur.

Davis Polk

This opinion letter is provided to the Securities and Exchange Commission for use solely in connection with the transactions contemplated by the Registration Statement and may not be used, circulated, quoted or otherwise relied upon by any other person or for any other purpose without express written consent.

We are members of the Bar of the State of New York, and the foregoing opinion is limited to the laws of the State of New York and the General Corporation Law of the State of Delaware.

We hereby consent to the filing of this opinion as an exhibit to the Registration Statement and further consent to our name under the caption "Legal Matters" in the prospectus included in the Registration Statement. In giving this consent, we do not admit that we are in the category of persons whose consent is required under Section 7 of the Securities Act.

Very truly yours,

/s/ Davis Polk & Wardwell LLP

Consent of Independent Registered Public Accounting Firm

We consent to the incorporation by reference and use in this Registration Statement on Form S-8 of Slide Insurance Holdings, Inc. for the registration of the 2021 Equity Compensation Plan and 2025 Omnibus Incentive Plan, of our report dated March 7, 2025, with respect to the consolidated financial statements of Slide Insurance Holdings, Inc. included in Amendment No. 1 to its Registration Statement on Form S-1 (No. 333-287556) filed with the Securities and Exchange Commission for the year ended December 31, 2024.

/s/ Forvis Mazars, LLP

Charlotte, North Carolina
June 20, 2025

Calculation of Filing Fee Table

Form S-8
(Form Type)

Slide Insurance Holdings, Inc.
(Exact Name of Registrant as Specified in its Charter)

Table 1: Newly Registered Securities

Security Type	Security Class Title	Fee Calculation Rule	Amount Registered ⁽¹⁾	Proposed Maximum Offering Price Per Unit	Maximum Aggregate Offering Price	Fee Rate	Amount of Registration Fee ⁽⁵⁾
Equity	Common stock, par value \$0.01 per share ("Common Stock"), reserved for issuance under the 2025 Omnibus Incentive Plan	Rules 457(c) and 457(h)	12,000,000	\$20.27 ⁽²⁾	\$243,240,000.00	0.00015310	\$37,240.05
Equity	Common Stock, pursuant to stock options outstanding under the 2021 Equity Compensation Plan	Rule 457(h)	14,093,750	\$0.84 ⁽³⁾	\$11,838,750.00	0.00015310	\$1,812.52
Equity	Common Stock, issuable pursuant to restricted stock units outstanding under the 2021 Equity Compensation Plan	Rules 457(c) and 457(h)	2,120,729	\$20.27 ⁽⁴⁾	\$42,987,177.83	0.00015310	\$6,581.34
Total Offering Amounts					\$298,065,927.83		\$45,633.91
Total Fee Offsets							—
Net Fee Due							\$45,633.91

- (1) Pursuant to Rule 416(a) under the Securities Act of 1933, as amended (the "Securities Act"), this registration statement (the "Registration Statement") shall also cover any additional shares of Common Stock that become issuable under the Registrant's 2025 Omnibus Incentive Plan ("2025 Plan") and 2021 Equity Compensation Plan, as amended ("2021 Plan"), as a result of any stock dividend, stock split, recapitalization, or other similar transaction.
- (2) Estimated solely for the purpose of determining the registration fee pursuant to Rules 457(c) and (h) under the Securities Act, based upon the average of the high and low prices of the Registrant's Common Stock on June 18, 2025.
- (3) Estimated in accordance with Rule 457(h) under the Securities Act solely for the purpose of calculating the registration fee on the basis of the weighted-average exercise price of the stock options outstanding under the 2021 Plan.
- (4) Estimated solely for the purpose of determining the registration fee pursuant to Rules 457(c) and (h) under the Securities Act, based upon the average of the high and low prices of the Registrant's Common Stock on June 18, 2025.
- (5) Rounded up to the nearest cent.