

HEALTHAXIS INC
Form 425
October 29, 2008

**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): October 27, 2008

EBIX, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other Jurisdiction of
Incorporation)

0-15946

(Commission File Number)

77-0021975

(IRS Employer Identification No.)

5 Concourse Parkway, Suite 3200, Atlanta, Georgia

(Address of Principal Executive Offices)

30328

(Zip Code)

Registrant's telephone number, including area code: **(678) 281-2020**

(Former name or former address if changed since last report.)

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:

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))

Item 8.01: Other Events.

On October 27, 2008, the registrant, Ebix, Inc. (NASDAQ: EBIX), announced via a press release that it has submitted a new time bound offer in respect to a business combination transaction with HealthAxis, Inc. (HealthAxis) (NASDAQ: HAXS). The decision to make a firm, time bound, all stock offer was made in the interest of securing the best decision for the HealthAxis shareholders and to provide the shareholders and board members a final chance to evaluate Ebix's offer in contrast to the merger proposal they are currently considering. A copy of this press release is attached as Exhibit 99.1 and is incorporated herein by reference. A copy of Ebix's letter to the HealthAxis board of directors is attached as Exhibit 99.2 and is incorporated herein by reference.

Item 9.01: Exhibits.

The following exhibits are being furnished with this report pursuant to Item 8.01 of this Form 8-K:

| Exhibit No. | Description |
|--------------------|--|
| 99.1 | Press Release dated October 27, 2008 re: Ebix's Firm, Time Bound Offer to Purchase Healthaxis. |
| 99.2 | Letter dated October 27, 2008 from Ebix to HealthAxis's Board of Directors. |

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.

EBIX, INC.

By: /s/ Robert F. Kerris

Robert Kerris
Chief Financial Officer
and Corporate Secretary

October 28, 2008

EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|--|
| 99.1 | Press Release dated October 27, 2008 re: Ebix's Firm, Time Bound Offer to Purchase Healthaxis. |
| 99.2 | Letter dated October 27, 2008 from Ebix to HealthAxis's Board of Directors. |