
**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**

**September 12, 2019
Date of Report (date of earliest event reported)**

Victory Capital Holdings, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-38388
(Commission
File Number)

32-0402956
(IRS Employer
Identification No.)

4900 Tiedeman Road, 4th Floor; Brooklyn, OH
(Address of principal executive offices)

44144
(Zip Code)

(216) 898-2400
(Registrant's telephone number, including area code)

Not Applicable
(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 registrants 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))

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

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|----------------------------------------|-------------------|-------------------------------------------|
| Class A Common Stock, Par Value \$0.01 | VCTR | NASDAQ |

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 8.01. Other Events.

On September 12, 2019, Victory Capital Holdings, Inc., (the “Company”) issued a press release reporting certain information about the Company’s assets under management (“AUM”) as of August 31, 2019. A copy of that press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| <u>Exhibit Number</u> | <u>Description</u> |
|---------------------------|------------------------------------------------------------------------------|
| 99.1 | Press release reporting August AUM dated September 12, 2019. |

SIGNATURE(S)

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VICTORY CAPITAL HOLDINGS, INC.

Date: September 12, 2019

By: /s/ MICHAEL D. POLICARPO

Name: Michael D. Policarpo

Title: President, Chief Financial Officer and Chief
Administrative Officer



Victory Capital Reports August 31, 2019 Assets Under Management

San Antonio, Texas, September 12, 2019 — Victory Capital Holdings, Inc. (NASDAQ: VCTR) (“Victory Capital” or the “Company”) today reported assets under management (AUM) of \$145.0 billion on August 31, 2019.

Victory Capital Holdings, Inc. and Subsidiaries Assets Under Management¹ (unaudited; in millions)

| By Asset Class | As of: | |
|---------------------------------------------------|-------------------|-------------------|
| | August 31, 2019 | July 31, 2019 |
| Fixed Income | \$ 37,940 | \$ 37,559 |
| Solutions | 29,414 | 29,806 |
| U.S. Mid Cap Equity | 25,157 | 26,017 |
| U.S. Small Cap Equity | 15,952 | 16,868 |
| U.S. Large Cap Equity | 13,543 | 14,032 |
| Global / Non-U.S. Equity | 11,303 | 11,713 |
| Other | 258 | 332 |
| Total Long-Term Assets | \$ 133,568 | \$ 136,327 |
| Money Market Assets | 11,416 | 11,468 |
| Total Assets Under Management | \$ 144,984 | \$ 147,795 |
| By Vehicle | | |
| Mutual Funds ² | \$ 113,372 | \$ 115,065 |
| Separate Accounts and Other Vehicles ³ | 27,810 | 28,804 |
| ETFs | 3,802 | 3,926 |
| Total Assets Under Management | \$ 144,984 | \$ 147,795 |

¹Due to rounding, numbers presented in these tables may not add up precisely to the totals provided.


²Includes institutional and retail share classes, money market and VIP funds.

³Includes collective trust funds, wrap program accounts and unified managed accounts.

About Victory Capital

Victory Capital is a global investment management firm operating a next-generation, integrated multi-boutique business model with \$145.0 billion in assets under management as of August 31, 2019.

Victory Capital provides specialized investment strategies to institutions, intermediaries, retirement platforms and individual investors, including USAA members through its direct member channel. Through its Investment Franchises and Solutions Platform, Victory Capital offers a diverse array of independent investment approaches and innovative investment vehicles designed to drive better investor outcomes. This includes actively managed mutual funds and separately managed accounts, rules-based and active ETFs, multi-asset class strategies, custom solutions and a 529 College Savings Plan.

For more information, please visit www.vcm.com or follow us.  

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