Unum Group Form 4 February 26, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person * MCCARTHY KEVIN P

2. Issuer Name and Ticker or Trading Symbol

Unum Group [UNM]

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

02/24/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Director 10% Owner _X__ Officer (give title Other (specify below)

EVP & Chief Operating Officer

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting

Person

CHATTANOOGA, TN 37402

(Street)

1 FOUNTAIN SQUARE

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acqui					red, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
Common	02/24/2014		Code V F	Amount 5,072	(D) D	Price \$ 33.55	173,923 ⁽²⁾	D			
Stock	02/24/2014		1	<u>(1)</u>	ט	φ 55.55	173,923 <u>()</u>	D			
Common Stock	02/24/2014		M(3)	7,347	A	\$ 26.29	181,270 <u>(4)</u>	D			
Common Stock	02/24/2014		S(3)	7,347	D	\$ 34.0046 (5)	173,923 (2)	D			
Common Stock	02/24/2014		M(3)	8,950	A	\$ 23.35	182,873 <u>(6)</u>	D			
Common Stock	02/24/2014		S(3)	8,950	D	\$ 34.0003	173,923 (2)	D			

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					<u>(7)</u>			
Common Stock	02/24/2014	M(3)	10,805	A	\$ 24.25	184,728 (8)	D	
Common Stock	02/24/2014	S(3)	10,805	D	\$ 34.0086 (7)	173,923 (2)	D	
Common Stock						1,864.38	I	By N-Q 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of stionDerivative Securities b) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 26.29	02/24/2014		M(3)		7,347	<u>(9)</u>	02/22/2019	Common Stock	7,347
Employee Stock Option (right to buy)	\$ 23.35	02/24/2014		M(3)		8,950	(10)	02/21/2020	Common Stock	8,950
Employee Stock Option (right to buy)	\$ 24.25	02/24/2014		M(3)		10,805	<u>(11)</u>	02/20/2021	Common Stock	10,805

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MCCARTHY KEVIN P 1 FOUNTAIN SQUARE CHATTANOOGA, TN 37402

EVP & Chief Operating Officer

Signatures

/s/ Jullienne, J. Paul, Attorney-in-Fact

02/26/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares withheld to satisfy tax withholding obligation applicable to the vesting of 11,657.957 stock-settled RSUs (as defined in footnote (2) below).
- (2) Includes 44,511 restricted stock units, which may be settled, on a 1-for-1 basis, only in shares of common stock ("stock-settled RSUs"), and 129,412 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (3) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 14, 2013.
- (4) Includes 44,511 stock-settled RSUs and 136,759 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
 - Reflects weighted average price for multiple sale transactions ranging in price from \$34.000 per share to \$34.005 per share, inclusive.
- (5) The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (6) Includes 44,511 stock-settled RSUs and 138,362 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- Reflects weighted average price for multiple sale transactions ranging in price from \$34.00 per share to \$34.01 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (8) Includes 44,511 stock-settled RSUs and 140,217 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (9) The options vest in three equal annual installments beginning on February 22, 2012.
- (10) The options vest in three equal annual installments beginning on February 21, 2013.
- (11) The options vest in three equal annual installments beginning on February 20, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3