Unum Group Form 8-K May 21, 2015

#### **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): May 21, 2015

#### **UNUM GROUP**

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction

**001-11294** (Commission

62-1598430 (IRS Employer

of incorporation)

File Number)
1 Fountain Square

**Identification No.)** 

#### Edgar Filing: Unum Group - Form 8-K

## Chattanooga, Tennessee 37402

(Address of principal executive offices) (Zip Code)

(423) 294-1011

(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 registrant 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))

# Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Effective May 21, 2015, Ronald E. Goldsberry is retiring from the Board of Directors of Unum Group in accordance with the company s bylaws, which impose a mandatory retirement age of 72.

#### Item 5.07 Submission of Matters to a Vote of Security Holders.

Unum Group held its 2015 Annual Meeting of Shareholders on May 21, 2015. Matters submitted to shareholders at the meeting and voting results were as follows:

*Item 1 Election of Directors*. Shareholders elected the ten director nominees listed below for one-year terms expiring in 2016, based upon the following voting results:

| Nominee              | For         | Against    | Abstained | <b>Broker Non-Votes</b> |
|----------------------|-------------|------------|-----------|-------------------------|
| Cynthia L. Egan      | 212,104,476 | 2,638,106  | 181,815   | 9,983,654               |
| Pamela H. Godwin     | 190,520,083 | 24,222,944 | 181,370   | 9,983,654               |
| Timothy F. Keaney    | 212,092,761 | 2,645,200  | 186,436   | 9,983,654               |
| Thomas Kinser        | 212,143,849 | 2,592,349  | 188,199   | 9,983,654               |
| Gloria C. Larson     | 189,145,457 | 25,596,062 | 182,878   | 9,983,654               |
| A. S. MacMillan, Jr. | 211,605,168 | 3,104,967  | 214,262   | 9,983,654               |
| Richard P. McKenney  | 211,002,374 | 3,718,747  | 203,276   | 9,983,654               |
| Edward J. Muhl       | 211,665,195 | 3,068,034  | 191,168   | 9,983,654               |
| William J. Ryan      | 210,675,306 | 4,061,260  | 187,831   | 9,983,654               |
| Thomas R. Watjen     | 209,547,648 | 5,192,737  | 184,012   | 9,983,654               |

Also continuing as members of the Board of Directors after the meeting were: Theodore H. Bunting, Jr., E. Michael Caulfield, Kevin T. Kabat, and Ronald P. O Hanley.

*Item 2 Advisory Vote to Approve Executive Compensation.* Shareholders approved, on an advisory basis, the compensation of Unum Group s named executive officers, based upon the following voting results:

| For         | Against    | Abstained | Broker Non-Votes |
|-------------|------------|-----------|------------------|
| 148,894,124 | 65,705,187 | 325,086   | 9,983,654        |

*Item 3 Ratification of Appointment of Independent Registered Public Accounting Firm.* Shareholders ratified the appointment of Ernst & Young LLP as Unum Group s independent registered public accounting firm for 2015, based upon the following voting results:

| For         | Against   | Abstained | <b>Broker Non-Votes</b> |
|-------------|-----------|-----------|-------------------------|
| 220,901,054 | 3,807,617 | 199,381   |                         |

## **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.

**Unum Group** 

(Registrant)

Date: May 21, 2015 By: /s/ Susan N. Roth

Name: Susan N. Roth

Title: Vice President, Transactions, SEC and Corporate

Secretary