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Unum Group  
Form 10-Q  
July 28, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D. C. 20549  
FORM 10-Q  
(Mark One)

Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934  
For the quarterly period ended June 30, 2016

Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_  
Commission file number 1-11294

Unum Group  
(Exact name of registrant as specified in its charter)

Delaware 62-1598430  
(State or other jurisdiction of incorporation or organization) (I.R.S. Employer Identification No.)

1 FOUNTAIN SQUARE  
CHATTANOOGA, TENNESSEE 37402  
(Address of principal executive offices) (Zip Code)

423.294.1011  
(Registrant's telephone number, including area code)

Not Applicable  
(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

(Check one): Large accelerated filer  Accelerated filer  Non-accelerated filer  Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

234,642,863 shares of the registrant's common stock were outstanding as of July 26, 2016.

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### Cautionary Statement Regarding Forward-Looking Statements

The Private Securities Litigation Reform Act of 1995 (the Act) provides a "safe harbor" to encourage companies to provide prospective information, as long as those statements are identified as forward-looking and are accompanied by meaningful cautionary statements identifying important factors that could cause actual results to differ materially from those included in the forward-looking statements. Certain information contained in this Quarterly Report on Form 10-Q (including certain statements in the consolidated financial statements and related notes and Management's Discussion and Analysis), or in any other written or oral statements made by us in communications with the financial community or contained in documents filed with the Securities and Exchange Commission (SEC), may be considered forward-looking statements within the meaning of the Act. Forward-looking statements are those not based on historical information, but rather relate to our outlook, future operations, strategies, financial results, or other developments. Forward-looking statements speak only as of the date made. We undertake no obligation to update these statements, even if made available on our website or otherwise. These statements may be made directly in this document or may be made part of this document by reference to other documents filed by us with the SEC, a practice which is known as "incorporation by reference." You can find many of these statements by looking for words such as "will," "may," "should," "could," "believes," "expects," "anticipates," "estimates," "plans," "assumes," "intends," "projects," "goals," "objectives," or similar expressions in this document or in documents incorporated herein.

These forward-looking statements are subject to numerous assumptions, risks, and uncertainties, many of which are beyond our control. We caution readers that the following factors, in addition to other factors mentioned from time to time, may cause actual results to differ materially from those contemplated by the forward-looking statements:

• Sustained periods of low interest rates.

• Fluctuation in insurance reserve liabilities and claim payments due to changes in claim incidence, recovery rates, mortality and morbidity rates, and policy benefit offsets due to, among other factors, the rate of unemployment and consumer confidence, the emergence of new diseases, epidemics, or pandemics, new trends and developments in medical treatments, the effectiveness of our claims operational processes, and changes in government programs.

• Unfavorable economic or business conditions, both domestic and foreign.

• Legislative, regulatory, or tax changes, both domestic and foreign, including the effect of potential legislation and increased regulation in the current political environment.

• Investment results, including, but not limited to, changes in interest rates, defaults, changes in credit spreads, impairments, and the lack of appropriate investments in the market which can be acquired to match our liabilities.

• A cyber attack or other security breach could result in the unauthorized acquisition of confidential data.

• The failure of our business recovery and incident management processes to resume our business operations in the event of a natural catastrophe, cyber attack, or other event.

• Increased competition from other insurers and financial services companies due to industry consolidation, new entrants to our markets, or other factors.

• Execution risk related to our technology needs.

• Changes in our financial strength and credit ratings.

• Damage to our reputation due to, among other factors, regulatory investigations, legal proceedings, external events, and/or inadequate or failed internal controls and procedures.

• Actual experience that deviates from our assumptions used in pricing, underwriting, and reserving.

• Actual persistency and/or sales growth that is higher or lower than projected.

• Changes in demand for our products due to, among other factors, changes in societal attitudes, the rate of unemployment, consumer confidence, and/or legislative and regulatory changes, including healthcare reform.

• Effectiveness of our risk management program.

• Contingencies and the level and results of litigation.

• Availability of reinsurance in the market and the ability of our reinsurers to meet their obligations to us.

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Ineffectiveness of our derivatives hedging programs due to changes in the economic environment, counterparty risk, ratings downgrades, capital market volatility, changes in interest rates, and/or regulation.

• Changes in accounting standards, practices, or policies.

• Fluctuation in foreign currency exchange rates.

• Ability to generate sufficient internal liquidity and/or obtain external financing.

• Recoverability and/or realization of the carrying value of our intangible assets, long-lived assets, and deferred tax assets.

• Terrorism, both within the U.S. and abroad, ongoing military actions, and heightened security measures in response to these types of threats.

For further discussion of risks and uncertainties which could cause actual results to differ from those contained in the forward-looking statements, see Part 1, Item 1A of our annual report on Form 10-K for the year ended December 31, 2015.

All subsequent written and oral forward-looking statements attributable to us or any person acting on our behalf are expressly qualified in their entirety by the cautionary statements contained or referred to in this section.

## PART I - FINANCIAL INFORMATION

## ITEM 1. FINANCIAL STATEMENTS

## CONSOLIDATED BALANCE SHEETS (UNAUDITED)

## Unum Group and Subsidiaries

|  | June 30<br>2016             | December<br>31<br>2015 |
|--|-----------------------------|------------------------|
|  | (in millions of<br>dollars) |                        |
|  |                             | As<br>Adjusted         |
| Assets   |                             |                        |
| Investments  |                             |                        |
| Fixed Maturity Securities - at fair value (amortized cost: \$39,562.5; \$39,658.7) | \$45,862.0                  | \$43,354.4             |
| Mortgage Loans   | 1,941.3                     | 1,883.6                |
| Policy Loans   | 3,316.2                     | 3,395.4                |
| Other Long-term Investments  | 592.2                       | 583.0                  |
| Short-term Investments   | 1,402.3                     | 807.3                  |
| Total Investments  | 53,114.0                    | 50,023.7               |
| Other Assets   |                             |                        |
| Cash and Bank Deposits   | 93.8                        | 112.9                  |
| Accounts and Premiums Receivable   | 1,654.2                     | 1,598.4                |
| Reinsurance Recoverable  | 4,801.6                     | 4,725.1                |
| Accrued Investment Income  | 803.4                       | 702.8                  |
| Deferred Acquisition Costs   | 2,023.7                     | 2,008.5                |
| Goodwill   | 226.7                       | 230.9                  |
| Property and Equipment   | 510.9                       | 523.9                  |
| Other Assets   | 624.8                       | 637.4                  |
| Total Assets   | \$63,853.1                  | \$60,563.6             |

See notes to consolidated financial statements.

## CONSOLIDATED BALANCE SHEETS (UNAUDITED) - Continued

## Unum Group and Subsidiaries

|  | June 30<br>2016<br>(in millions) | December<br>31<br>2015<br>(in millions of dollars)<br>As<br>Adjusted |
|--|----------------------------------|--|
| Liabilities and Stockholders' Equity                       |                                  |  |
| Liabilities  |                                  |  |
| Policy and Contract Benefits                               | \$1,486.4                        | \$1,484.6  |
| Reserves for Future Policy and Contract Benefits           | 45,463.4                         | 43,540.6   |
| Unearned Premiums  | 457.5                            | 384.2  |
| Other Policyholders' Funds                                 | 1,641.4                          | 1,674.6  |
| Income Tax Payable   | 29.6                             | 6.0  |
| Deferred Income Tax  | 315.8                            | 91.8   |
| Short-term Debt  | 350.7                            | 352.0  |
| Long-term Debt   | 3,042.6                          | 2,449.4  |
| Payables for Collateral on Investments                     | 450.2                            | 415.4  |
| Other Liabilities  | 1,458.5                          | 1,501.1  |
| <b>Total Liabilities</b>                                   | <b>54,696.1</b>                  | <b>51,899.7</b>  |
| Commitments and Contingent Liabilities - Note 10           |                                  |  |
| Stockholders' Equity                                       |                                  |  |
| Common Stock, \$0.10 par                                   |                                  |  |
| Authorized: 725,000,000 shares                             |                                  |  |
| Issued: 303,299,730 and 302,702,811 shares                 | 30.3                             | 30.3   |
| Additional Paid-in Capital                                 | 2,258.7                          | 2,247.2  |
| Accumulated Other Comprehensive Income                     | 339.8                            | 16.1   |
| Retained Earnings  | 8,353.2                          | 7,995.2  |
| Treasury Stock - at cost: 68,288,466 and 61,785,466 shares | (1,825.0 )                       | (1,624.9 )   |
| <b>Total Stockholders' Equity</b>                          | <b>9,157.0</b>                   | <b>8,663.9</b>   |
| <b>Total Liabilities and Stockholders' Equity</b>          | <b>\$63,853.1</b>                | <b>\$60,563.6</b>  |

See notes to consolidated financial statements.



## CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

## Unum Group and Subsidiaries

|  | Three Months Ended                          |           | Six Months Ended |           |
|--|---|-----------|------------------|-----------|
|  | June 30                                     |           | June 30          |           |
|  | 2016  | 2015      | 2016             | 2015      |
|  | (in millions of dollars, except share data) |           |                  |           |
| Revenue  |   |           |                  |           |
| Premium Income   | \$2,081.6                                   | \$2,017.5 | \$4,169.1        | \$4,023.8 |
| Net Investment Income  | 623.3                                       | 630.7     | 1,229.7          | 1,232.7   |
| Realized Investment Gain (Loss)  |   |           |                  |           |
| Other-Than-Temporary Impairment Loss on Fixed Maturity Securities  | (9.4 )                                      | (8.1 )    | (30.5 )          | (12.6 )   |
| Net Realized Investment Gain (Loss), Excluding Other-Than-Temporary Impairment Loss on Fixed Maturity Securities | 14.7  | 8.9       | 15.3             | (1.9 )    |
| Net Realized Investment Gain (Loss)  | 5.3   | 0.8       | (15.2 )          | (14.5 )   |
| Other Income   | 51.1  | 54.7      | 103.1            | 109.1     |
| Total Revenue  | 2,761.3                                     | 2,703.7   | 5,486.7          | 5,351.1   |
| Benefits and Expenses  |   |           |                  |           |
| Benefits and Change in Reserves for Future Benefits  | 1,733.5                                     | 1,702.8   | 3,463.3          | 3,356.7   |
| Commissions  | 255.0                                       | 244.6     | 514.9            | 501.5     |
| Interest and Debt Expense  | 42.4  | 38.0      | 81.0             | 75.8      |
| Deferral of Acquisition Costs  | (146.7 )                                    | (140.7 )  | (299.2 )         | (285.7 )  |
| Amortization of Deferred Acquisition Costs   | 126.2                                       | 124.1     | 258.4            | 258.4     |
| Compensation Expense   | 202.9                                       | 205.0     | 410.5            | 418.1     |
| Other Expenses   | 207.8                                       | 210.1     | 413.4            | 403.5     |
| Total Benefits and Expenses  | 2,421.1                                     | 2,383.9   | 4,842.3          | 4,728.3   |
| Income Before Income Tax   | 340.2                                       | 319.8     | 644.4            | 622.8     |
| Income Tax (Benefit)   |   |           |                  |           |
| Current  | 107.7                                       | 105.9     | 158.7            | 146.5     |
| Deferred   | (4.3 )                                      | (10.4 )   | 38.3             | 39.1      |
| Total Income Tax   | 103.4                                       | 95.5      | 197.0            | 185.6     |
| Net Income   | \$236.8                                     | \$224.3   | \$447.4          | \$437.2   |
| Net Income Per Common Share  |   |           |                  |           |
| Basic  | \$1.00                                      | \$0.90    | \$1.88           | \$1.75    |
| Assuming Dilution  | \$1.00                                      | \$0.90    | \$1.87           | \$1.74    |

See notes to consolidated financial statements.

## CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS) (UNAUDITED)

## Unum Group and Subsidiaries

|  | Three Months<br>Ended June 30 |           | Six Months<br>Ended June 30 |         |
|--|-------------------------------|-----------|-----------------------------|---------|
|  | 2016                          | 2015      | 2016                        | 2015    |
|  | (in millions of dollars)      |           |                             |         |
| Net Income   | \$236.8                       | \$224.3   | \$447.4                     | \$437.2 |
| Other Comprehensive Income (Loss)  |                               |           |                             |         |
| Change in Net Unrealized Gain on Securities Before Adjustment (net of tax expense (benefit) of \$479.9; \$(654.9); \$894.2; \$(472.1))   | 921.9                         | (1,267.1) | 1,722.0                     | (916.9) |
| Change in Adjustment to Deferred Acquisition Costs and Reserves for Future Policy and Contract Benefits, Net of Reinsurance (net of tax expense (benefit) of \$(367.6); \$507.2; \$(655.3); \$386.9) | (699.2)                       | 964.9     | (1,265.2)                   | 738.7   |
| Change in Net Gain on Cash Flow Hedges (net of tax expense (benefit) of \$(4.4); \$(6.2); \$(18.0); \$2.8)   | (8.2)                         | (20.2)    | (34.4)                      | 0.7     |
| Change in Foreign Currency Translation Adjustment (net of tax benefit of \$-; \$-; \$-; \$0.1)   | (79.4)                        | 64.9      | (105.8)                     | 10.9    |
| Change in Unrecognized Pension and Postretirement Benefit Costs (net of tax expense of \$2.0; \$0.4; \$3.6; \$1.9)   | 4.0                           | 0.5       | 7.1                         | 3.6     |
| Total Other Comprehensive Income (Loss)  | 139.1                         | (257.0)   | 323.7                       | (163.0) |
| Comprehensive Income (Loss)  | \$375.9                       | \$(32.7)  | \$771.1                     | \$274.2 |

See notes to consolidated financial statements.

## CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY (UNAUDITED)

## Unum Group and Subsidiaries

|  | Six Months Ended         |                  |
|--|--------------------------|------------------|
|  | June 30                  |                  |
|  | 2016                     | 2015             |
|  | (in millions of dollars) |                  |
| <b>Common Stock</b>  |                          |                  |
| Balance at Beginning of Year and End of Period                 | \$30.3                   | \$30.2           |
| <b>Additional Paid-in Capital</b>                              |                          |                  |
| Balance at Beginning of Year                                   | 2,247.2                  | 2,221.2          |
| Common Stock Activity  | 11.5                     | 14.3             |
| Balance at End of Period                                       | 2,258.7                  | 2,235.5          |
| <b>Accumulated Other Comprehensive Income</b>                  |                          |                  |
| Balance at Beginning of Year                                   | 16.1                     | 166.4            |
| Other Comprehensive Income (Loss)                              | 323.7                    | (163.0 )         |
| Balance at End of Period                                       | 339.8                    | 3.4              |
| <b>Retained Earnings</b>                                       |                          |                  |
| Balance at Beginning of Year                                   | 7,995.2                  | 7,302.3          |
| Net Income   | 447.4                    | 437.2            |
| Dividends to Stockholders (per common share: \$0.385; \$0.330) | (89.4 )                  | (83.5 )          |
| Balance at End of Period                                       | 8,353.2                  | 7,656.0          |
| <b>Treasury Stock</b>  |                          |                  |
| Balance at Beginning of Year                                   | (1,624.9 )               | (1,198.2 )       |
| Purchases of Treasury Stock                                    | (200.1 )                 | (211.2 )         |
| Balance at End of Period                                       | (1,825.0 )               | (1,409.4 )       |
| <b>Total Stockholders' Equity at End of Period</b>             | <b>\$9,157.0</b>         | <b>\$8,515.7</b> |

See notes to consolidated financial statements.

## CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

## Unum Group and Subsidiaries

|  | Six Months<br>Ended June 30 |            |
|--|-----------------------------|------------|
|  | 2016                        | 2015       |
|  | (in millions of<br>dollars) |            |
| Cash Flows from Operating Activities   |                             |            |
| Net Income   | \$447.4                     | \$437.2    |
| Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities |                             |            |
| Change in Receivables  | 48.1                        | 134.9      |
| Change in Deferred Acquisition Costs   | (40.8 )                     | (27.3 )    |
| Change in Insurance Reserves and Liabilities                                     | 211.0                       | 204.9      |
| Change in Income Taxes   | 44.5                        | 141.2      |
| Change in Other Accrued Liabilities  | (37.6 )                     | (55.9 )    |
| Non-cash Components of Net Investment Income                                     | (190.5 )                    | (195.4 )   |
| Net Realized Investment Loss   | 15.2                        | 14.5       |
| Depreciation   | 50.6                        | 48.6       |
| Other, Net   | 13.5                        | 23.7       |
| Net Cash Provided by Operating Activities  | 561.4                       | 726.4      |
| Cash Flows from Investing Activities   |                             |            |
| Proceeds from Sales of Fixed Maturity Securities                                 | 674.7                       | 266.3      |
| Proceeds from Maturities of Fixed Maturity Securities                            | 917.2                       | 1,164.4    |
| Proceeds from Sales and Maturities of Other Investments                          | 166.7                       | 153.8      |
| Purchases of Fixed Maturity Securities   | (1,741.1 )                  | (2,239.2 ) |
| Purchases of Other Investments   | (259.0 )                    | (194.7 )   |
| Net Sales (Purchases) of Short-term Investments                                  | (604.2 )                    | 213.7      |
| Net Increase in Payables for Collateral on Investments                           | 34.8                        | 336.1      |
| Net Purchases of Property and Equipment  | (41.6 )                     | (53.1 )    |
| Net Cash Used by Investing Activities  | (852.5 )                    | (352.7 )   |
| Cash Flows from Financing Activities   |                             |            |
| Issuance of Long-term Debt   | 609.1                       | —          |
| Long-term Debt Repayments  | (24.0 )                     | (48.4 )    |
| Issuance of Common Stock   | 2.7                         | 2.2        |
| Repurchase of Common Stock   | (208.9 )                    | (211.2 )   |
| Dividends Paid to Stockholders   | (89.4 )                     | (83.5 )    |
| Other, Net   | (17.5 )                     | (12.7 )    |
| Net Cash Provided (Used) by Financing Activities                                 | 272.0                       | (353.6 )   |
| Net Increase (Decrease) in Cash and Bank Deposits                                | (19.1 )                     | 20.1       |
| Cash and Bank Deposits at Beginning of Year                                      | 112.9                       | 102.5      |
| Cash and Bank Deposits at End of Period  | \$93.8                      | \$122.6    |

See notes to consolidated financial statements.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

Unum Group and Subsidiaries

June 30, 2016

Note 1 - Basis of Presentation

The accompanying consolidated financial statements of Unum Group and its subsidiaries (the Company) have been prepared in accordance with U.S. generally accepted accounting principles (GAAP) for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by GAAP for complete financial statements. For further information, refer to the consolidated financial statements and footnotes included in our annual report on Form 10-K for the year ended December 31, 2015.

In our opinion, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Interim results are not necessarily indicative of full year performance.

Note 2 - Accounting Developments

Accounting Updates Adopted in 2016:

| Accounting Standards Codification (ASC)     | Description   | Date of Adoption | Effect on Financial Statements  |
|---|---|------------------|---|
| ASC 820 "Fair Value Measurement"            | This update eliminated the requirement to categorize within the fair value hierarchy table investments whose fair value is measured at net asset value using the practical expedient. Instead, entities are required to disclose the fair value of these investments so that financial statement users can reconcile amounts reported in the fair value hierarchy table to the amounts reported on the consolidated balance sheets. The guidance is to be applied retrospectively.  | January 1, 2016  | The adoption of this update had no effect on our financial position or results of operations but will modify certain of our annual reporting period disclosures for invested assets held in our employee benefit plans. |
| ASC 835 "Interest - Imputation of Interest" | This update simplified the presentation of deferred debt issuance costs by requiring these costs to be presented in the balance sheet as a reduction of the carrying amount of the debt liability to which the deferred costs relate, rather than classifying the deferred costs as an asset. This classification is consistent with the treatment of debt discounts. We applied the amendments in the update retrospectively, adjusting all prior periods in our consolidated financial statements and accompanying notes. | January 1, 2016  | The adoption of this update resulted in the following reclassification adjustments to our consolidated balance sheets but had no effect on our financial position or results of operations.                             |

December 31, 2015  
 Historical Accounting Method  
 As Adjusted  
 Effect of Change  
 (in millions of dollars)

Consolidated Balance Sheets

|                 |         |          |           |
|-----------------|---------|----------|-----------|
| Short-term Debt | \$352.4 | \$ 352.0 | \$ (0.4 ) |
| Long-term Debt  | 2,475.1 | 2,449.4  | (25.7 )   |
| Other Assets    | 663.5   | 637.4    | (26.1 )   |

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 2 - Accounting Developments - Continued

## Accounting Updates Outstanding:

| ASC  | Description   | Date of Adoption  | Effect on Financial Statements  |
|--|---|---|---|
| ASC 944<br>"Financial Services - Insurance"        | This update changes the disclosure requirements for certain insurance contracts. These changes include a requirement to disclose the rollforward of the liability for unpaid claims and claim adjustment expenses in both interim and annual reporting periods for long-duration and short-duration insurance contracts. Additional claims disclosures will also be required for short-duration contracts. The guidance is to be applied retrospectively.   | January 1, 2016 for annual reporting period disclosures and January 1, 2017 for interim reporting period disclosures. | The disclosure requirements for annual reporting period 2016 are not applicable to our insurance contracts. We will adopt the interim reporting period disclosures effective January 1, 2017. The adoption of this update will have no effect on our financial position or results of operations.   |
| ASC 718<br>"Compensation - Stock Compensation"     | This update changes the accounting and disclosure requirements for certain aspects of share-based payments to employees. The update requires all income tax effects of stock-based compensation awards to be recognized in the income statement when the awards vest or are settled. The update also allows an employer to repurchase more of an employee's shares than it can today for tax withholding purposes without triggering liability accounting and to make a policy election to account for forfeitures as they occur. Transition guidance for the amendments varies between the retrospective, modified retrospective, and prospective methods depending on the specific requirement of the update. Early adoption is also permitted. | January 1, 2017   | The adoption of this update will not have a material effect on our financial position or results of operations. During periods in which the vesting date fair value differs materially from the grant date fair value of certain stock-based compensation awards, we may experience volatility in the income tax recognized in our results of operations. |
| ASC 606<br>"Revenue from Contracts with Customers" | This update supersedes virtually all existing guidance regarding the recognition of revenue from customers. Specifically excluded from the scope of this update are insurance contracts, although our fee-based service products are included within the scope. The core principle of this guidance is that revenue recognition should depict the transfer of goods or services to customers in an amount that reflects the consideration to which an entity expects to be entitled in exchange for those goods or services.  | January 1, 2018   | The adoption of this update will not have a material effect on our financial position or results of operations.   |



The guidance is to be applied retrospectively.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 2 - Accounting Developments - Continued

| ASC  | Description  | Date of Adoption | Effect on Financial Statements   |
|--|--|------------------|--|
| ASC 825<br>"Financial Instruments - Overall"       | This update changes the accounting and disclosure requirements for certain financial instruments. These changes include a requirement to measure equity investments, other than those that result in consolidation or are accounted for under the equity method, at fair value through net income unless the investment qualifies for certain practicability exceptions. In addition, the update clarifies guidance related to the valuation allowance assessment when recognizing deferred tax assets resulting from unrealized losses on available-for-sale fixed maturity securities. Changes also include the modification of certain disclosures around the fair value of financial instruments, including the requirement for separate presentation of financial assets and liabilities by measurement category, as well as the elimination of certain disclosures around methods and significant assumptions used to estimate fair value. The guidance is to be applied retrospectively.  | January 1, 2018  | We have not yet determined the expected impact on our financial position or results of operations. |
| ASC 842<br>"Leases"                                | This update changes the accounting for leases, requiring lessees to report most leases on their balance sheets, regardless of whether the lease is classified as a finance lease or an operating lease. For lessees, the initial lease liability is equal to the present value of lease payments, and a corresponding asset, adjusted for certain items, is also recorded. Expense recognition for lessees will remain similar to current accounting requirements for capital and operating leases. For lessors, the guidance modifies the classification criteria and the accounting for sales-type and direct financing leases. The guidance is to be applied using a modified retrospective approach at the beginning of the earliest comparative period presented.   | January 1, 2019  | We have not yet determined the expected impact on our financial position or results of operations. |
| ASC 326<br>"Financial Instruments - Credit Losses" | This update amends the guidance on the impairment of financial instruments. The update adds an impairment model known as the current expected credit loss model that is based on expected losses rather than incurred losses and will generally result in earlier recognition of allowances for losses. The current expected credit loss model applies to financial instruments such as mortgage loans, fixed maturity securities classified as held-to-maturity, and certain receivables. The update also modifies the other-than-temporary impairment model used for available-for-sale fixed maturity securities such that credit losses are recognized as an allowance rather than as a reduction in the amortized cost of the security. The reversal of previously recognized credit losses on available-for-sale fixed maturity securities is allowed under specified circumstances. Additional disclosures will also be required, including information used to develop the allowance for losses. The guidance is to be applied to most instruments in scope using a modified retrospective approach at the beginning of the earliest | January 1, 2020  | We have not yet determined the expected impact on our financial position or results of operations. |

comparative period presented. For available-for-sale fixed maturity securities, the update is applied prospectively. Other-than-temporary impairment losses recognized on available-for-sale fixed maturity securities prior to adoption of the update cannot be reversed.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

## Note 3 - Fair Values of Financial Instruments

Presented as follows are the carrying amounts and fair values of financial instruments. The carrying values of financial instruments such as short-term investments, cash and bank deposits, accounts and premiums receivable, accrued investment income, and securities lending agreements approximate fair value due to the short-term nature of the instruments. As such, these financial instruments are not included in the following chart.

|   | June 30, 2016   |            | December 31, 2015 |            |
|---|-----------------|------------|-------------------|------------|
|   | Carrying Amount | Fair Value | Carrying Amount   | Fair Value |
| (in millions of dollars)                                |                 |            |                   |            |
| <b>Assets</b>   |                 |            |                   |            |
| Fixed Maturity Securities                               | \$45,862.0      | \$45,862.0 | \$43,354.4        | \$43,354.4 |
| Mortgage Loans  | 1,941.3         | 2,119.2    | 1,883.6           | 2,013.9    |
| Policy Loans  | 3,316.2         | 3,442.2    | 3,395.4           | 3,498.0    |
| Other Long-term Investments                             |                 |            |                   |            |
| Derivatives   | 40.4            | 40.4       | 49.8              | 49.8       |
| Equity Securities                                       | 1.5             | 1.5        | 1.4               | 1.4        |
| Miscellaneous Long-term Investments                     | 499.9           | 499.9      | 474.4             | 474.4      |
| <b>Liabilities</b>                                      |                 |            |                   |            |
| Policyholders' Funds                                    |                 |            |                   |            |
| Deferred Annuity Products                               | \$604.9         | \$604.9    | \$608.8           | \$608.8    |
| Supplementary Contracts without Life Contingencies      | 611.9           | 611.9      | 641.1             | 641.1      |
| Short-term Debt   | 350.7           | 354.6      | 352.0             | 366.2      |
| Long-term Debt  | 3,042.6         | 3,333.8    | 2,449.4           | 2,645.9    |
| Payables for Collateral on Investments                  |                 |            |                   |            |
| Federal Home Loan Bank (FHLB) Funding Agreements        | 349.5           | 349.5      | 350.0             | 350.0      |
| Other Liabilities                                       |                 |            |                   |            |
| Derivatives   | 57.0            | 57.0       | 50.2              | 50.2       |
| Embedded Derivative in Modified Coinsurance Arrangement | 83.0            | 83.0       | 87.6              | 87.6       |
| Unfunded Commitments to Investment Partnerships         | 5.3             | 5.3        | 5.0               | 5.0        |

The methods and assumptions used to estimate fair values of financial instruments are discussed as follows.

## Fair Value Measurements for Financial Instruments Not Carried at Fair Value

**Mortgage Loans:** Fair values are estimated using discounted cash flow analyses and interest rates currently being offered for similar loans to borrowers with similar credit ratings and maturities. Loans with similar characteristics are aggregated for purposes of the calculations. These financial instruments are assigned a Level 2 within the fair value hierarchy.

**Policy Loans:** Fair values for policy loans, net of reinsurance ceded, are estimated using discounted cash flow analyses and interest rates currently being offered to policyholders with similar policies. Carrying amounts for ceded policy loans, which equal \$3,066.5 million and \$3,150.1 million as of June 30, 2016 and December 31, 2015, respectively, approximate fair value and are reported on a gross basis in our consolidated balance sheets. A change in interest rates

for ceded policy loans will not impact our financial position because the benefits and risks are fully ceded to reinsuring counterparties. These financial instruments are assigned a Level 3 within the fair value hierarchy.

Miscellaneous Long-term Investments: Carrying amounts for tax credit partnerships equal the unamortized balance of our contractual commitments and approximate fair value. Fair values for private equity partnerships are primarily derived from net asset values provided by the general partner in the partnerships' financial statements. Our private equity partnerships represent funds that are primarily invested in railcar leasing, the financial services industry, mezzanine debt, and bank loans. Distributions received from the funds arise from income generated by the underlying investments as well as the liquidation of the underlying investments. As of June 30, 2016, we estimate that the underlying assets of the funds will be liquidated over the next one to

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 3 - Fair Values of Financial Instruments - Continued

eleven years. These financial instruments are assigned a Level 3 within the fair value hierarchy. Our shares of FHLB common stock are carried at cost, which approximates fair value. These financial instruments are considered restricted investments and are assigned a Level 2 within the fair value hierarchy.

**Policyholders' Funds:** Policyholders' funds are comprised primarily of deferred annuity products and supplementary contracts without life contingencies and represent customer deposits plus interest credited at contract rates. Carrying amounts approximate fair value. These financial instruments are assigned a Level 3 within the fair value hierarchy.

Fair values for insurance contracts other than investment contracts are not required to be disclosed. However, the fair values of liabilities under all insurance contracts are taken into consideration in our overall management of interest rate risk, which seeks to minimize exposure to changing interest rates through the matching of investment maturities with amounts due under insurance contracts.

**Short-term Debt:** Fair values for short-term debt are determined based on prices from independent pricing services that generally use observable inputs for securities or comparable securities in active markets in their valuation techniques. These financial instruments are assigned a Level 1.

**Long-term Debt:** Fair values for long-term debt are obtained from independent pricing services or discounted cash flow analyses based on current incremental borrowing rates for similar types of borrowing arrangements. Debt instruments which are valued by pricing services using active trades for which there was current market activity in that specific debt instrument have fair values of \$2,444.4 million and \$956.4 million as of June 30, 2016 and December 31, 2015, respectively, and are assigned a Level 1 within the fair value hierarchy. Debt instruments which are valued by pricing services that generally use observable inputs for securities or comparable securities in active markets in their valuation techniques have fair values of \$889.4 million and \$1,689.5 million as of June 30, 2016 and December 31, 2015, respectively, and are assigned a Level 2.

**FHLB Funding Agreements:** Funding agreements with the FHLB represent cash advances used for the purpose of investing in fixed maturity securities. Carrying amounts approximate fair value and are assigned a Level 2 within the fair value hierarchy.

**Unfunded Commitments to Investment Partnerships:** Unfunded equity commitments represent amounts that we have committed to fund certain investment partnerships. These commitments are legally binding, subject to the partnerships meeting specified conditions. Carrying amounts approximate fair value and are assigned a Level 2 within the fair value hierarchy.

#### Fair Value Measurements for Financial Instruments Carried at Fair Value

We report fixed maturity securities, derivative financial instruments, and unrestricted equity securities at fair value in our consolidated balance sheets. The degree of judgment utilized in measuring the fair value of financial instruments generally correlates to the level of pricing observability. Financial instruments with readily available active quoted prices or for which fair value can be measured from actively quoted prices in active markets generally have more pricing observability and less judgment utilized in measuring fair value. An active market for a financial instrument is a market in which transactions for an asset or a similar asset occur with sufficient frequency and volume to provide pricing information on an ongoing basis. A quoted price in an active market provides the most reliable evidence of fair

value and should be used to measure fair value whenever available. Conversely, financial instruments rarely traded or not quoted have less observability and are measured at fair value using valuation techniques that require more judgment. Pricing observability is generally impacted by a number of factors, including the type of financial instrument, whether the financial instrument is new to the market and not yet established, the characteristics specific to the transaction, and overall market conditions.

Valuation techniques used for assets and liabilities accounted for at fair value are generally categorized into three types. The market approach uses prices and other relevant information from market transactions involving identical or comparable assets or liabilities. The income approach converts future amounts, such as cash flows or earnings, to a single present amount, or a discounted amount. The cost approach is based upon the amount that currently would be required to replace the service capacity of an asset, or the current replacement cost.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 3 - Fair Values of Financial Instruments - Continued

We use valuation techniques that are appropriate in the circumstances and for which sufficient data are available that can be obtained without undue cost and effort. In some cases, a single valuation technique will be appropriate (for example, when valuing an asset or liability using quoted prices in an active market for identical assets or liabilities). In other cases, multiple valuation techniques will be appropriate. If we use multiple valuation techniques to measure fair value, we evaluate and weigh the results, as appropriate, considering the reasonableness of the range indicated by those results. A fair value measurement is the point within that range that is most representative of fair value in the circumstances.

The selection of the valuation method(s) to apply considers the definition of an exit price and depends on the nature of the asset or liability being valued. For assets and liabilities accounted for at fair value, we generally use valuation techniques consistent with the market approach, and to a lesser extent, the income approach. We believe the market approach valuation technique provides more observable data than the income approach, considering the type of investments we hold. Our fair value measurements could differ significantly based on the valuation technique and available inputs. When using a pricing service, we obtain the vendor's pricing documentation to ensure we understand their methodologies. We periodically review and approve the selection of our pricing vendors to ensure we are in agreement with their current methodologies. When markets are less active, brokers may rely more on models with inputs based on the information available only to the broker. Our internal investment management professionals, which include portfolio managers and analysts, monitor securities priced by brokers and evaluate their prices for reasonableness based on benchmarking to available primary and secondary market information. In weighing a broker quote as an input to fair value, we place less reliance on quotes that do not reflect the result of market transactions. We also consider the nature of the quote, particularly whether the quote is a binding offer. If prices in an inactive market do not reflect current prices for the same or similar assets, adjustments may be necessary to arrive at fair value. When relevant market data is unavailable, which may be the case during periods of market uncertainty, the income approach can, in suitable circumstances, provide a more appropriate fair value. During 2016, we have applied valuation techniques on a consistent basis to similar assets and liabilities and consistent with those techniques used at year end 2015.

We use observable and unobservable inputs in measuring the fair value of our fixed maturity and equity securities. For securities categorized as Level 1, fair values equal active Trade Reporting and Compliance Engine (TRACE) pricing or unadjusted broker market maker prices. For securities categorized as Level 2 or Level 3, inputs that may be used in valuing each class of securities at any given time period are presented as follows. Actual inputs used to determine fair values will vary for each reporting period depending on the availability of inputs which may, at times, be affected by the lack of market liquidity.

|  | Level 2  | Level 3                         |
|--|--|---------------------------------|
| Instrument   | Observable Inputs                              | Unobservable Inputs             |
| United States Government and Government Agencies and Authorities |  |                                 |
| Valuation Techniques   | Principally the market approach                | Not applicable                  |
| Key Inputs   | Prices obtained from external pricing services |                                 |
| States, Municipalities, and Political Subdivisions               |  |                                 |
| Valuation Techniques   | Principally the market approach                | Principally the market approach |



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|                      |   |   |
|----------------------|---|---|
| Key Inputs           | Prices obtained from external pricing services          | Analysis of similar bonds, adjusted for comparability |
|                      | Relevant reports issued by analysts and rating agencies | Non-binding broker quotes                             |
|                      | Audited financial statements                            | Security and issuer level spreads                     |
| Foreign Governments  |   |   |
| Valuation Techniques | Principally the market approach                         | Principally the market approach                       |
| Key Inputs           | Prices obtained from external pricing services          | Analysis of similar bonds, adjusted for comparability |
|                      | Non-binding broker quotes                               | Non-binding broker quotes                             |
|                      | Call provisions   | Security and issuer level spreads                     |

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 3 - Fair Values of Financial Instruments - Continued

|                                  | Level 2<br>Observable Inputs   | Level 3<br>Unobservable Inputs   |
|----------------------------------|--|--|
| Instrument                       |  |  |
| Public Utilities                 |  |  |
| Valuation Techniques             | Principally the market and income approaches   | Principally the market and income approaches   |
| Key Inputs                       | TRACE pricing<br>Prices obtained from external pricing services<br>Non-binding broker quotes<br>Benchmark yields<br>Transactional data for new issuances and secondary trades<br>Security cash flows and structures<br>Recent issuance / supply<br>Security and issuer level spreads<br>Security creditor ratings/maturity/capital structure/optionality<br>Public covenants<br>Comparative bond analysis<br>Relevant reports issued by analysts and rating agencies<br>Audited financial statements | Change in benchmark reference<br>Analysis of similar bonds, adjusted for comparability<br>Discount for size - illiquidity<br>Non-binding broker quotes<br>Lack of marketability<br>Security and issuer level spreads<br>Volatility of credit |
| Mortgage/Asset-Backed Securities |  |  |
| Valuation Techniques             | Principally the market and income approaches   | Principally the market approach  |
| Key Inputs                       | Prices obtained from external pricing services<br>Non-binding broker quotes<br>Security cash flows and structures<br>Underlying collateral<br>Prepayment speeds/loan performance/delinquencies<br>Relevant reports issued by analysts and rating agencies<br>Audited financial statements  | Analysis of similar bonds, adjusted for comparability<br>Non-binding broker quotes<br>Security and issuer level spreads  |
| All Other Corporate Bonds        |  |  |
| Valuation Techniques             | Principally the market and income approaches   | Principally the market and income approaches   |
| Key Inputs                       | TRACE pricing<br>Prices obtained from external pricing services  | Change in benchmark reference  |

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|  |   |
|--|---|
| Non-binding broker quotes  | Analysis of similar bonds, adjusted for comparability |
| Benchmark yields   | Discount for size - illiquidity                       |
| Transactional data for new issuances and secondary trades        | Non-binding broker quotes                             |
| Security cash flows and structures                               | Lack of marketability                                 |
| Recent issuance / supply   | Security and issuer level spreads                     |
| Security and issuer level spreads                                | Volatility of credit                                  |
| Security creditor ratings/maturity/capital structure/optionality |   |
| Public covenants   |   |
| Comparative bond analysis  |   |

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 3 - Fair Values of Financial Instruments - Continued

| Instrument                         | Level 2<br>Observable Inputs<br>Relevant reports issued by analysts and rating agencies<br>Audited financial statements  | Level 3<br>Unobservable Inputs                            |
|------------------------------------|--|---|
| <b>Redeemable Preferred Stocks</b> |  |   |
| Valuation Techniques:              | Principally the market approach  | Principally the market approach                           |
| Key Inputs:                        | Non-binding broker quotes<br>Benchmark yields<br>Comparative bond analysis<br>Call provisions<br>Relevant reports issued by analysts and rating agencies<br>Audited financial statements | Non-binding broker quotes                                 |
| <b>Equity Securities</b>           |  |   |
| Valuation Techniques:              | Principally the market approach  | Principally the market and income approaches              |
| Key Inputs:                        | Prices obtained from external pricing services<br>Non-binding broker quotes  | Financial statement analysis<br>Non-binding broker quotes |

The management of our investment portfolio includes establishing pricing policy and reviewing the reasonableness of sources and inputs used in developing pricing. We review all prices obtained to ensure they are consistent with a variety of observable market inputs and to verify the validity of a security's price. In the event we receive a vendor's market price that does not appear reasonable based on our market analysis, we may challenge the price and request further information about the assumptions and methodologies used by the vendor to price the security. We may change the vendor price based on a better data source such as an actual trade. We also review all price changes from the prior month which fall outside a predetermined corridor. The overall valuation process for determining fair values may include adjustments to valuations obtained from our pricing sources when they do not represent a valid exit price. These adjustments may be made when, in our judgment and considering our knowledge of the financial conditions and industry in which the issuer operates, certain features of the financial instrument require that an adjustment be made to the value originally obtained from our pricing sources. These features may include the complexity of the financial instrument, the market in which the financial instrument is traded, counterparty credit risk, credit structure, concentration, or liquidity. Additionally, an adjustment to the price derived from a model typically reflects our judgment of the inputs that other participants in the market for the financial instrument being measured at fair value would consider in pricing that same financial instrument. In the event an asset is sold, we test the validity of the fair value determined by our valuation techniques by comparing the selling price to the fair value determined for the asset in the immediately preceding month end reporting period.

The parameters and inputs used to validate a price on a security may be adjusted for assumptions about risk and current market conditions on a quarter to quarter basis, as certain features may be more significant drivers of valuation

at the time of pricing. Changes to inputs in valuations are not changes to valuation methodologies; rather, the inputs are modified to reflect direct or indirect impacts on asset classes from changes in market conditions.

Fair values for derivatives other than embedded derivatives in modified coinsurance arrangements are based on market quotes or pricing models and represent the net amount of cash we would have paid or received if the contracts had been settled or closed as of the last day of the period. We analyze credit default swap spreads relative to the average credit spread embedded within the LIBOR-setting syndicate in determining the effect of credit risk on our derivatives' fair values. If net counterparty credit risk for a derivative asset is determined to be material and is not adequately reflected in the LIBOR-based fair value obtained from our pricing sources, we adjust the valuations obtained from our pricing sources. For purposes of valuing net counterparty risk, we measure the fair value of a group of financial assets and financial liabilities on the basis of the price that would be received to sell a net long position or transfer a net short position for a particular risk exposure in an orderly transaction between market participants at the measurement date under current market conditions. In regard to our own credit risk component, we adjust the

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 3 - Fair Values of Financial Instruments - Continued

valuation of derivative liabilities wherein the counterparty is exposed to our credit risk when the LIBOR-based valuation of our derivatives obtained from pricing sources does not effectively include an adequate credit component for our own credit risk.

Fair values for our embedded derivative in a modified coinsurance arrangement are estimated using internal pricing models and represent the hypothetical value of the duration mismatch of assets and liabilities, interest rate risk, and third party credit risk embedded in the modified coinsurance arrangement.

Certain of our investments do not have readily determinable market prices and/or observable inputs or may at times be affected by the lack of market liquidity. For these securities, we use internally prepared valuations combining matrix pricing with vendor purchased software programs, including valuations based on estimates of future profitability, to estimate the fair value. Additionally, we may obtain prices from independent third-party brokers to aid in establishing valuations for certain of these securities. Key assumptions used by us to determine fair value for these securities include risk free interest rates, risk premiums, performance of underlying collateral (if any), and other factors involving significant assumptions which may or may not reflect those of an active market.

At June 30, 2016, approximately 21.9 percent of our fixed maturity securities were valued using active trades from TRACE pricing or broker market maker prices for which there was current market activity in that specific security (comparable to receiving one binding quote). The prices obtained were not adjusted, and the assets were classified as Level 1, the highest category of the three-level fair value hierarchy classification wherein inputs are unadjusted and represent quoted prices in active markets for identical assets or liabilities.

The remaining 78.1 percent of our fixed maturity securities were valued based on non-binding quotes or other observable and unobservable inputs, as discussed below.

Approximately 63.6 percent of our fixed maturity securities were valued based on prices from pricing services that generally use observable inputs such as prices for securities or comparable securities in active markets in their valuation techniques. These assets were classified as Level 2. Level 2 assets or liabilities are those valued using inputs (other than prices included in Level 1) that are either directly or indirectly observable for the asset or liability through correlation with market data at the measurement date and for the duration of the instrument's anticipated life.

Approximately 3.0 percent of our fixed maturity securities were valued based on one or more non-binding broker quotes, if validated by observable market data, or on TRACE prices for identical or similar assets absent current market activity. When only one price is available, it is used if observable inputs and analysis confirms that it is appropriate. These assets, for which we were able to validate the price using other observable market data, were classified as Level 2.

Approximately 11.5 percent of our fixed maturity securities were valued based on prices of comparable securities, matrix pricing, market models, and/or internal models or were valued based on non-binding quotes with no other observable market data. These assets were classified as either Level 2 or Level 3, with the categorization dependent on whether there was other observable market data. Level 3 is the lowest category of the fair value hierarchy and reflects the judgment of management regarding what market participants would use in pricing assets or liabilities at the measurement date. Financial assets and liabilities categorized as Level 3 are generally those that are valued using unobservable inputs to extrapolate an estimated fair value.

We consider transactions in inactive or disorderly markets to be less representative of fair value. We use all available observable inputs when measuring fair value, but when significant other unobservable inputs and adjustments are necessary, we classify these assets or liabilities as Level 3.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 3 - Fair Values of Financial Instruments - Continued

Fair value measurements by input level for financial instruments carried at fair value are as follows:

|   | June 30, 2016  |  |   |            |
|---|--|--|---|------------|
|   | Quoted Prices<br>in Active Markets<br>for Identical Assets<br>or<br>Liabilities<br>(Level 1) | Significant<br>Observable<br>Inputs<br>(Level 2) | Other<br>Significant<br>Unobservable<br>Inputs<br>(Level 3) | Total      |
|   | (in millions of dollars)   |  |   |            |
| <b>Assets</b>   |  |  |   |            |
| <b>Fixed Maturity Securities</b>                                    |  |  |   |            |
| United States Government and Government Agencies and<br>Authorities | \$704.4  | \$ 834.4   | \$  | —\$1,538.8 |
| States, Municipalities, and Political Subdivisions                  | 79.1   | 2,150.1  | 61.6  | 2,290.8    |
| Foreign Governments   | —  | 1,011.1  | —   | 1,011.1    |
| Public Utilities  | 745.1  | 7,207.9  | 453.5   | 8,406.5    |
| Mortgage/Asset-Backed Securities                                    | —  | 2,475.2  | —   | 2,475.2    |
| All Other Corporate Bonds   | 8,528.9  | 20,204.0   | 1,359.6   | 30,092.5   |
| Redeemable Preferred Stocks   | —  | 23.5   | 23.6  | 47.1       |
| Total Fixed Maturity Securities                                     | 10,057.5   | 33,906.2   | 1,898.3   | 45,862.0   |
| <b>Other Long-term Investments</b>                                  |  |  |   |            |
| <b>Derivatives</b>  |  |  |   |            |
| Interest Rate Swaps   | —  | 6.3  | —   | 6.3        |
| Foreign Exchange Contracts  | —  | 34.1   | —   | 34.1       |
| Total Derivatives   | —  | 40.4   | —   | 40.4       |
| Equity Securities   | —  | 0.3  | 1.2   | 1.5        |
| <b>Liabilities</b>  |  |  |   |            |
| <b>Other Liabilities</b>  |  |  |   |            |
| <b>Derivatives</b>  |  |  |   |            |
| Interest Rate Swaps   | \$—  | \$ 6.7   | \$  | —\$6.7     |
| Foreign Exchange Contracts  | —  | 49.9   | —   | 49.9       |
| Credit Default Swaps  | —  | 0.4  | —   | 0.4        |
| Embedded Derivative in Modified Coinsurance Arrangement             | —  | —  | 83.0  | 83.0       |
| Total Derivatives   | —  | 57.0   | 83.0  | 140.0      |



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 3 - Fair Values of Financial Instruments - Continued

|  | December 31, 2015  |  |   |            |
|--|--|--|---|------------|
|  | Quoted Prices<br>in Active Markets<br>for Identical Assets<br>or<br>Liabilities<br>(Level 1) | Significant<br>Observable<br>Inputs<br>(Level 2) | Other<br>Significant<br>Unobservable<br>Inputs<br>(Level 3) | Total      |
|  | (in millions of dollars)   |  |   |            |
| <b>Assets</b>  |  |  |   |            |
| <b>Fixed Maturity Securities</b>                                 |  |  |   |            |
| United States Government and Government Agencies and Authorities | \$97.3   | \$ 1,367.9                                       | \$  | —\$1,465.2 |
| States, Municipalities, and Political Subdivisions               | —  | 1,994.9  | 122.2   | 2,117.1    |
| Foreign Governments  | —  | 998.7  | 52.9  | 1,051.6    |
| Public Utilities   | 59.1   | 7,687.2  | 274.1   | 8,020.4    |
| Mortgage/Asset-Backed Securities                                 | —  | 2,481.5  | —   | 2,481.5    |
| All Other Corporate Bonds  | 2,770.4  | 23,992.8   | 1,408.2   | 28,171.4   |
| Redeemable Preferred Stocks                                      | —  | 23.4   | 23.8  | 47.2       |
| Total Fixed Maturity Securities                                  | 2,926.8  | 88,546.4   | 1,881.2   | 43,354.4   |
| <b>Other Long-term Investments</b>                               |  |  |   |            |
| <b>Derivatives</b>   |  |  |   |            |
| Interest Rate Swaps  | —  | 2.4  | —   | 2.4        |
| Foreign Exchange Contracts                                       | —  | 47.4   | —   | 47.4       |
| Total Derivatives  | —  | 49.8   | —   | 49.8       |
| Equity Securities  | —  | —  | 1.4   | 1.4        |
| <b>Liabilities</b>   |  |  |   |            |
| <b>Other Liabilities</b>   |  |  |   |            |
| <b>Derivatives</b>   |  |  |   |            |
| Interest Rate Swaps  | \$—  | \$ 12.3  | \$  | —\$12.3    |
| Foreign Exchange Contracts                                       | —  | 37.6   | —   | 37.6       |
| Credit Default Swaps   | —  | 0.3  | —   | 0.3        |
| Embedded Derivative in Modified Coinsurance Arrangement          | —  | —  | 87.6  | 87.6       |
| Total Derivatives  | —  | 50.2   | 87.6  | 137.8      |

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 3 - Fair Values of Financial Instruments - Continued

Transfers of assets between Level 1 and Level 2 are as follows:

|  | Three Months Ended June 30 |                      |                      |                      |
|--|----------------------------|----------------------|----------------------|----------------------|
|  | 2016                       |                      | 2015                 |                      |
|  | Transfers into             |                      |                      |                      |
|  | Level 1 from Level 2       | Level 2 from Level 1 | Level 1 from Level 2 | Level 2 from Level 1 |
|  | (in millions of dollars)   |                      |                      |                      |
| Fixed Maturity Securities                          |                            |                      |                      |                      |
| States, Municipalities, and Political Subdivisions | \$73.4                     | \$ —                 | \$—                  | \$ —                 |
| Public Utilities                                   | 527.2                      | 397.7                | 241.2                | 453.3                |
| All Other Corporate Bonds                          | 2,873.8                    | 3,047.7              | 2,778.8              | 2,736.4              |
| Total Fixed Maturity Securities                    | \$3,474.4                  | \$ 3,445.4           | \$3,020.0            | \$ 3,189.7           |

|  | Six Months Ended June 30 |                      |                      |                      |
|--|--------------------------|----------------------|----------------------|----------------------|
|  | 2016                     |                      | 2015                 |                      |
|  | Transfers into           |                      |                      |                      |
|  | Level 1 from Level 2     | Level 2 from Level 1 | Level 1 from Level 2 | Level 2 from Level 1 |
|  | (in millions of dollars) |                      |                      |                      |
| Fixed Maturity Securities  |                          |                      |                      |                      |
| United States Government and Government Agencies and Authorities | \$423.8                  | \$ —                 | \$219.6              | \$ —                 |
| States, Municipalities, and Political Subdivisions               | 73.3                     | —                    | —                    | —                    |
| Public Utilities   | 630.1                    | 34.1                 | 385.1                | 56.9                 |
| All Other Corporate Bonds  | 5,213.5                  | 786.6                | 4,559.3              | 1,017.7              |
| Total Fixed Maturity Securities                                  | \$6,340.7                | \$ 820.7             | \$5,164.0            | \$ 1,074.6           |

Transfers between Level 1 and Level 2 occurred due to the change in availability of either a TRACE or broker market maker price. Depending on current market conditions, the availability of these Level 1 prices can vary from period to period. For fair value measurements of financial instruments that were transferred either into or out of Level 1 or 2, we reflect the transfers using the fair value at the beginning of the period.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 3 - Fair Values of Financial Instruments - Continued

Changes in assets and liabilities measured at fair value on a recurring basis using significant unobservable inputs (Level 3) are as follows:

|  | Three Months Ended June 30, 2016 |  |   |           |         |                  | Level 3<br>Transfers<br>In | Level 3<br>Out of | End of<br>Period |
|--|----------------------------------|--|---|-----------|---------|------------------|----------------------------|-------------------|------------------|
|  | Beginning<br>of<br>Period        | Total Realized and<br>Unrealized<br>Investment<br>Gains (Losses) Included in<br>Earnings | Other<br>Comprehensive<br>Income or<br>Loss | Purchases | Sales   | End of<br>Period |                            |                   |                  |
| Fixed Maturity Securities                                  |                                  |  |   |           |         |                  |                            |                   |                  |
| States, Municipalities, and Political Subdivisions         | \$88.7                           | \$ —   | \$ 2.4                                      | \$ —      | \$ —    | \$ —             | \$(29.5)                   | \$61.6            |                  |
| Foreign Governments  | 53.9                             | —  | —   | —         | —       | —                | (53.9 )                    | —                 |                  |
| Public Utilities   | 270.2                            | —  | 1.2   | —         | (0.2 )  | 23.9             | (49.9 )                    | 453.5             |                  |
| All Other Corporate Bonds                                  | 1,074.7                          | 3.4  | 19.8  | 58.0      | (57.9 ) | 64.3             | (79.6 )                    | 1,359.6           |                  |
| Redeemable Preferred Stocks                                | 23.4                             | —  | 0.2   | —         | —       | —                | —                          | 23.6              |                  |
| Total Fixed Maturity Securities                            | 1,510.9                          | 3.4  | 23.6  | 58.0      | (58.1 ) | 87.5             | (54.2 )                    | 1,898.3           |                  |
| Equity Securities  | 1.2                              | —  | —   | —         | —       | —                | —                          | 1.2               |                  |
| Embedded Derivative in Modified Coinsurance<br>Arrangement | (93.2 )                          | 10.2   | —   | —         | —       | —                | —                          | (83.0 )           |                  |

|  | Three Months Ended June 30, 2015 |  |   |           |         |                  | Level 3<br>Transfers<br>In | Level 3<br>Out of | End of<br>Period |
|--|----------------------------------|--|---|-----------|---------|------------------|----------------------------|-------------------|------------------|
|  | Beginning<br>of<br>Period        | Total Realized and<br>Unrealized<br>Investment<br>Gains (Losses) Included in<br>Earnings | Other<br>Comprehensive<br>Income or<br>Loss | Purchases | Sales   | End of<br>Period |                            |                   |                  |
| Fixed Maturity Securities                          |                                  |  |   |           |         |                  |                            |                   |                  |
| States, Municipalities, and Political Subdivisions | \$144.2                          | \$ —   | \$ (6.7 )                                   | \$ —      | \$(0.8) | \$ —             | \$ —                       | \$136.7           |                  |
| Foreign Governments                                | 69.1                             | —  | 0.7   | —         | —       | —                | —                          | 69.8              |                  |
| Public Utilities                                   | 549.8                            | —  | (4.7 )                                      | —         | (0.1 )  | 12.3             | (30.8 )                    | 357.8             |                  |
| All Other Corporate Bonds                          | 1,635.8                          | 2.4  | (45.3 )                                     | —         | (50.1 ) | 36.5             | (58.6 )                    | 1,321.9           |                  |
| Redeemable Preferred Stocks                        | 24.9                             | —  | (0.1 )                                      | —         | —       | —                | —                          | 24.8              |                  |
| Total Fixed Maturity Securities                    | 2,423.8                          | 2.4  | (56.1 )                                     | —         | (51.0 ) | 48.8             | (74.8 )                    | 1,911.0           |                  |
| Equity Securities                                  | 1.4                              | —  | —   | —         | —       | —                | —                          | 1.4               |                  |

|   |         |        |   |   |   |   |         |
|---|---------|--------|---|---|---|---|---------|
| Embedded Derivative in Modified Coinsurance Arrangement | (53.8 ) | (2.0 ) | — | — | — | — | (55.8 ) |
|---|---------|--------|---|---|---|---|---------|

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 3 - Fair Values of Financial Instruments - Continued

|   | Six Months Ended June 30, 2016                                      |          |                                    |           |         |                             |               |
|---|---|----------|------------------------------------|-----------|---------|-----------------------------|---------------|
|   | Total Realized and Unrealized Investment Gains (Losses) Included in |          |                                    |           |         |                             |               |
|   | Beginning of Year   | Earnings | Other Comprehensive Income or Loss | Purchases | Sales   | Level 3 Transfers In/Out of | End of Period |
|   | (in millions of dollars)  |          |                                    |           |         |                             |               |
| Fixed Maturity Securities                               |   |          |                                    |           |         |                             |               |
| States, Municipalities, and Political Subdivisions      | \$122.2   | \$ —     | \$ 1.7                             | \$ —      | \$(0.1) | \$(62.2)                    | \$61.6        |
| Foreign Governments                                     | 52.9  | —        | —                                  | —         | —       | (52.9)                      | —             |
| Public Utilities  | 274.1   | —        | 10.9                               | —         | (0.5)   | 272.1                       | 453.5         |
| All Other Corporate Bonds                               | 1,408.2   | 0.6      | 45.3                               | 58.0      | (45.1)  | 592.9                       | 1,359.6       |
| Redeemable Preferred Stocks                             | 23.8  | —        | (0.2)                              | —         | —       | —                           | 23.6          |
| Total Fixed Maturity Securities                         | 1,881.2   | 0.6      | 57.7                               | 58.0      | (45.7)  | 869.0                       | 1,898.3       |
| Equity Securities                                       | 1.4   | —        | —                                  | —         | —       | (0.2)                       | 1.2           |
| Embedded Derivative in Modified Coinsurance Arrangement | (87.6)  | 4.6      | —                                  | —         | —       | —                           | (83.0)        |

|  | Six Months Ended June 30, 2015                                      |          |                                    |           |         |                             |               |
|--|---|----------|------------------------------------|-----------|---------|-----------------------------|---------------|
|  | Total Realized and Unrealized Investment Gains (Losses) Included in |          |                                    |           |         |                             |               |
|  | Beginning of Year   | Earnings | Other Comprehensive Income or Loss | Purchases | Sales   | Level 3 Transfers In/Out of | End of Period |
|  | (in millions of dollars)  |          |                                    |           |         |                             |               |
| Fixed Maturity Securities                          |   |          |                                    |           |         |                             |               |
| States, Municipalities, and Political Subdivisions | \$140.1   | \$ —     | \$ (2.6)                           | \$ —      | \$(0.8) | \$ —                        | \$136.7       |
| Foreign Governments                                | 69.3  | —        | 0.5                                | —         | —       | —                           | 69.8          |
| Public Utilities                                   | 315.0   | —        | (3.6)                              | —         | (2.5)   | 126.7                       | 357.8         |
| All Other Corporate Bonds                          | 1,425.3   | 2.1      | (36.0)                             | —         | (81.7)  | 384.3                       | 1,321.9       |
| Redeemable Preferred Stocks                        | 24.9  | —        | (0.1)                              | —         | —       | —                           | 24.8          |
| Total Fixed Maturity Securities                    | 1,974.6   | 2.1      | (41.8)                             | —         | (85.0)  | 508.4                       | 1,911.0       |
| Equity Securities                                  | 1.4   | —        | —                                  | —         | —       | —                           | 1.4           |
|  | (49.9)  | (5.9)    | —                                  | —         | —       | —                           | (55.8)        |

Embedded Derivative in Modified Coinsurance  
Arrangement

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## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 3 - Fair Values of Financial Instruments - Continued

Realized and unrealized investment gains and losses presented in the preceding tables represent gains and losses only for the time during which the applicable financial instruments were classified as Level 3. The transfers between levels resulted primarily from a change in observability of three inputs used to determine fair values of the securities transferred: (1) transactional data for new issuance and secondary trades, (2) broker/dealer quotes and pricing, primarily related to changes in the level of activity in the market and whether the market was considered orderly, and (3) comparable bond metrics from which to perform an analysis. For fair value measurements of financial instruments that were transferred either into or out of Level 3, we reflect the transfers using the fair value at the beginning of the period. We believe this allows for greater transparency, as all changes in fair value that arise during the reporting period of the transfer are disclosed as a component of our Level 3 reconciliation. Gains (losses) which are included in earnings and are attributable to the change in fair value of assets or liabilities valued using significant unobservable inputs and still held at period end were \$10.2 million and \$4.6 million for the three and six months ended June 30, 2016, respectively, and \$(2.0) million and \$(5.9) million for the three and six months ended June 30, 2015. These amounts relate entirely to the change in fair value of an embedded derivative in a modified coinsurance arrangement and are reported as a component of realized investment gains and losses.

The table below provides quantitative information regarding the significant unobservable inputs used in Level 3 fair value measurements derived from internal models. Certain securities classified as Level 3 are excluded from the table below due to limitations in our ability to obtain the underlying inputs used by external pricing sources.

|   |          | June 30, 2016            |                                |                                      |
|---|----------|--------------------------|--------------------------------|--------------------------------------|
|   |          | Fair Value               | Unobservable Input             | Range/Weighted Average               |
|   |          | (in millions of dollars) |                                |                                      |
| Fixed Maturity Securities                               |          |                          |                                |                                      |
|   |          |                          | Comparability Adjustment       | (b) 0.50% - 0.50% / 0.50%            |
|   |          |                          | Discount for Size              | (c) 0.50% - 0.50% / 0.50%            |
| All Other Corporate Bonds - Private                     | \$ 130.7 |                          | Lack of Marketability          | (d)(e) 1.00% - 2.00% / 1.75% 0.25% - |
|   |          |                          | Volatility of Credit           | (f) 6.29% / 1.69%                    |
|   |          |                          | Market Convention              | Priced at Par                        |
| All Other Corporate Bonds - Public                      | 7.1      |                          | Lack of Marketability          | (d) 1.00% - 1.00% / 1.00%            |
| Equity Securities - Private                             | 1.1      |                          | Market Convention              | (f) Priced at Cost or Owner's Equity |
| Embedded Derivative in Modified Coinsurance Arrangement | (83.0 )  |                          | Projected Liability Cash Flows | (g) Actuarial Assumptions            |

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 3 - Fair Values of Financial Instruments - Continued

|  | December 31, 2015        |                                |                                      |
|--|--------------------------|--------------------------------|--------------------------------------|
|  | Fair Value               | Unobservable Input             | Range/Weighted Average               |
|  | (in millions of dollars) |                                |                                      |
| Fixed Maturity Securities                                    |                          |                                |                                      |
| States, Municipalities, and Political Subdivisions - Private | \$73.3                   | Change in Benchmark Reference  | (a) 0.50% - 1.00% / 0.70%            |
| States, Municipalities, and Political Subdivisions - Public  | 12.0                     | Market Convention              | (f) Priced at Par                    |
|  |                          | Comparability Adjustment       | (b) 0.50% - 0.50% / 0.50%            |
|  |                          | Discount for Size              | (c) 0.50% - 0.50% / 0.50%            |
| All Other Corporate Bonds - Private                          | 151.0                    | Lack of Marketability          | (d) 1.00% - 2.00% / 1.75%            |
|  |                          | Volatility of Credit           | (e) 0.25% - 5.56% / 0.94%            |
|  |                          | Market Convention              | (f) Priced at Par                    |
| All Other Corporate Bonds - Public                           | 36.2                     | Lack of Marketability          | (d) 1.00% - 1.00% / 1.00%            |
| Equity Securities - Private                                  | 1.1                      | Market Convention              | (f) Priced at Cost or Owner's Equity |
| Embedded Derivative in Modified Coinsurance Arrangement      | (87.6)                   | Projected Liability Cash Flows | (g) Actuarial Assumptions            |

(a) Represents basis point adjustments for changes in benchmark spreads associated with various ratings categories

(b) Represents basis point adjustments for changes in benchmark spreads associated with various industry sectors

(c) Represents basis point adjustments based on issue/issuer size relative to the benchmark

(d) Represents basis point adjustments to apply a discount due to the illiquidity of an investment

(e) Represents basis point adjustments for credit-specific factors

(f) Represents a decision to price based on par value, cost, or owner's equity when limited data is available

(g) Represents various actuarial assumptions required to derive the liability cash flows including incidence, termination, and lapse rates

Isolated increases in unobservable inputs other than market convention will result in a lower fair value measurement, whereas isolated decreases will result in a higher fair value measurement. The unobservable input for market convention is not sensitive to input movements. The projected liability cash flows used in the fair value measurement of our Level 3 embedded derivative are based on expected claim payments. If claim payments increase, the projected liability cash flows will increase, resulting in a decrease in the fair value of the embedded derivative. Decreases in projected liability cash flows will result in an increase in the fair value of the embedded derivative.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 4 - Investments

## Fixed Maturity Securities

At June 30, 2016 and December 31, 2015, all fixed maturity securities were classified as available-for-sale. The amortized cost and fair values of securities by security type are shown as follows:

|  | June 30, 2016            |                             |                             |               |
|--|--------------------------|-----------------------------|-----------------------------|---------------|
|  | Amortized<br>Cost        | Gross<br>Unrealized<br>Gain | Gross<br>Unrealized<br>Loss | Fair<br>Value |
|  | (in millions of dollars) |                             |                             |               |
| United States Government and Government Agencies and Authorities | \$1,265.5                | \$ 273.3                    | \$ —                        | \$1,538.8     |
| States, Municipalities, and Political Subdivisions               | 1,806.3                  | 484.6                       | 0.1                         | 2,290.8       |
| Foreign Governments  | 805.2                    | 205.9                       | —                           | 1,011.1       |
| Public Utilities   | 6,931.5                  | 1,477.1                     | 2.1                         | 8,406.5       |
| Mortgage/Asset-Backed Securities                                 | 2,261.1                  | 214.4                       | 0.3                         | 2,475.2       |
| All Other Corporate Bonds  | 26,448.9                 | 3,806.2                     | 162.6                       | 30,092.5      |
| Redeemable Preferred Stocks                                      | 44.0                     | 3.6                         | 0.5                         | 47.1          |
| Total Fixed Maturity Securities                                  | \$39,562.5               | \$ 6,465.1                  | \$ 165.6                    | \$45,862.0    |
|  | December 31, 2015        |                             |                             |               |
|  | Amortized<br>Cost        | Gross<br>Unrealized<br>Gain | Gross<br>Unrealized<br>Loss | Fair<br>Value |
|  | (in millions of dollars) |                             |                             |               |
| United States Government and Government Agencies and Authorities | \$1,265.8                | \$ 207.3                    | \$ 7.9                      | \$1,465.2     |
| States, Municipalities, and Political Subdivisions               | 1,828.3                  | 293.4                       | 4.6                         | 2,117.1       |
| Foreign Governments  | 897.2                    | 154.4                       | —                           | 1,051.6       |
| Public Utilities   | 6,979.3                  | 1,057.4                     | 16.3                        | 8,020.4       |
| Mortgage/Asset-Backed Securities                                 | 2,318.6                  | 167.6                       | 4.7                         | 2,481.5       |
| All Other Corporate Bonds  | 26,325.5                 | 2,454.1                     | 608.2                       | 28,171.4      |
| Redeemable Preferred Stocks                                      | 44.0                     | 3.8                         | 0.6                         | 47.2          |
| Total Fixed Maturity Securities                                  | \$39,658.7               | \$ 4,338.0                  | \$ 642.3                    | \$43,354.4    |

The following charts indicate the length of time our fixed maturity securities have been in a gross unrealized loss position.

|  | June 30, 2016            |                             |                         |                             |
|--|--------------------------|-----------------------------|-------------------------|-----------------------------|
|  | Less Than 12<br>Months   |                             | 12 Months or<br>Greater |                             |
|  | Fair<br>Value            | Gross<br>Unrealized<br>Loss | Fair<br>Value           | Gross<br>Unrealized<br>Loss |
|  | (in millions of dollars) |                             |                         |                             |
| States, Municipalities, and Political Subdivisions | \$4.7                    | \$ —                        | \$2.6                   | \$ 0.1                      |
| Public Utilities                                   | 35.6                     | 1.2                         | 44.9                    | 0.9                         |
| Mortgage/Asset-Backed Securities                   | 20.8                     | 0.3                         | 0.9                     | —                           |
| All Other Corporate Bonds                          | 802.7                    | 38.1                        | 1,325.8                 | 124.5                       |

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|                                 |         |         |           |          |
|---------------------------------|---------|---------|-----------|----------|
| Redeemable Preferred Stocks     | 12.7    | 0.3     | 10.8      | 0.2      |
| Total Fixed Maturity Securities | \$876.5 | \$ 39.9 | \$1,385.0 | \$ 125.7 |

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 4 - Investments - Continued

|  | December 31, 2015        |                       |                      |                       |
|--|--------------------------|-----------------------|----------------------|-----------------------|
|  | Less Than 12 Months      |                       | 12 Months or Greater |                       |
|  | Fair Value               | Gross Unrealized Loss | Fair Value           | Gross Unrealized Loss |
|  | (in millions of dollars) |                       |                      |                       |
| United States Government and Government Agencies and Authorities | \$213.5                  | \$ 7.9                | \$—                  | \$ —                  |
| States, Municipalities, and Political Subdivisions               | 112.3                    | 4.3                   | 3.3                  | 0.3                   |
| Public Utilities   | 408.4                    | 14.4                  | 10.3                 | 1.9                   |
| Mortgage/Asset-Backed Securities                                 | 504.3                    | 4.6                   | 9.0                  | 0.1                   |
| All Other Corporate Bonds  | 6,155.0                  | 464.2                 | 554.7                | 144.0                 |
| Redeemable Preferred Stocks                                      | 10.4                     | 0.6                   | —                    | —                     |
| Total Fixed Maturity Securities                                  | \$7,403.9                | \$ 496.0              | \$577.3              | \$ 146.3              |

The following is a distribution of the maturity dates for fixed maturity securities. The maturity dates have not been adjusted for possible calls or prepayments.

|                                  | June 30, 2016            |                                     |                                     |                                     |                                     |
|----------------------------------|--------------------------|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
|                                  | Total Amortized Cost     | Unrealized Gain Position Gross Gain | Unrealized Gain Position Fair Value | Unrealized Loss Position Gross Loss | Unrealized Loss Position Fair Value |
|                                  | (in millions of dollars) |                                     |                                     |                                     |                                     |
| 1 year or less                   | \$1,338.2                | \$ 27.0                             | \$ 1,282.1                          | \$ 0.3                              | \$ 82.8                             |
| Over 1 year through 5 years      | 6,321.2                  | 644.5                               | 6,614.9                             | 27.2                                | 323.6                               |
| Over 5 years through 10 years    | 10,941.7                 | 1,169.6                             | 10,747.3                            | 86.7                                | 1,277.3                             |
| Over 10 years                    | 18,700.3                 | 4,409.6                             | 22,502.7                            | 51.1                                | 556.1                               |
|                                  | 37,301.4                 | 6,250.7                             | 41,147.0                            | 165.3                               | 2,239.8                             |
| Mortgage/Asset-Backed Securities | 2,261.1                  | 214.4                               | 2,453.5                             | 0.3                                 | 21.7                                |
| Total Fixed Maturity Securities  | \$39,562.5               | \$ 6,465.1                          | \$ 43,600.5                         | \$ 165.6                            | \$ 2,261.5                          |
|                                  | December 31, 2015        |                                     |                                     |                                     |                                     |
|                                  | Total Amortized Cost     | Unrealized Gain Position Gross Gain | Unrealized Gain Position Fair Value | Unrealized Loss Position Gross Loss | Unrealized Loss Position Fair Value |
|                                  | (in millions of dollars) |                                     |                                     |                                     |                                     |
| 1 year or less                   | \$1,112.2                | \$ 20.6                             | \$ 1,098.8                          | \$ 0.2                              | \$ 33.8                             |
| Over 1 year through 5 years      | 6,514.0                  | 554.4                               | 6,649.5                             | 49.8                                | 369.1                               |
| Over 5 years through 10 years    | 10,519.3                 | 746.3                               | 7,124.4                             | 320.5                               | 3,820.7                             |
| Over 10 years                    | 19,194.6                 | 2,849.1                             | 18,532.3                            | 267.1                               | 3,244.3                             |
|                                  | 37,340.1                 | 4,170.4                             | 33,405.0                            | 637.6                               | 7,467.9                             |
| Mortgage/Asset-Backed Securities | 2,318.6                  | 167.6                               | 1,968.2                             | 4.7                                 | 513.3                               |
| Total Fixed Maturity Securities  | \$39,658.7               | \$ 4,338.0                          | \$ 35,373.2                         | \$ 642.3                            | \$ 7,981.2                          |

At June 30, 2016, the fair value of investment-grade fixed maturity securities was \$42,309.2 million, with a gross unrealized gain of \$6,354.7 million and a gross unrealized loss of \$36.4 million. The gross unrealized loss on

investment-grade fixed maturity securities was 22.0 percent of the total gross unrealized loss on fixed maturity securities. Unrealized losses on investment-grade fixed maturity securities principally relate to changes in interest rates or changes in market or sector credit spreads which occurred subsequent to the acquisition of the securities.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 4 - Investments - Continued

At June 30, 2016, the fair value of below-investment-grade fixed maturity securities was \$3,552.8 million, with a gross unrealized gain of \$110.4 million and a gross unrealized loss of \$129.2 million. The gross unrealized loss on below-investment-grade fixed maturity securities was 78.0 percent of the total gross unrealized loss on fixed maturity securities. Generally, below-investment-grade fixed maturity securities are more likely to develop credit concerns than investment-grade securities. At June 30, 2016, the unrealized losses in our below-investment-grade fixed maturity securities were generally due to credit spreads in certain industries or sectors and, to a lesser extent, credit concerns related to specific securities. For each specific security in an unrealized loss position, we believe that there are positive factors which mitigate credit concerns and that the securities for which we have not recorded an other-than-temporary impairment will recover in value.

As of June 30, 2016, we held 54 individual investment-grade fixed maturity securities and 78 individual below-investment-grade fixed maturity securities that were in an unrealized loss position, of which 37 investment-grade fixed maturity securities and 50 below-investment-grade fixed maturity securities had been in an unrealized loss position continuously for over one year.

In determining when a decline in fair value below amortized cost of a fixed maturity security is other than temporary, we evaluate the following factors:

- Whether we expect to recover the entire amortized cost basis of the security
- Whether we intend to sell the security or will be required to sell the security before the recovery of its amortized cost basis
- Whether the security is current as to principal and interest payments
- The significance of the decline in value
  - The time period during which there has been a significant decline in value
- Current and future business prospects and trends of earnings
- The valuation of the security's underlying collateral
- Relevant industry conditions and trends relative to their historical cycles
- Market conditions
- Rating agency and governmental actions
- Bid and offering prices and the level of trading activity
- Adverse changes in estimated cash flows for securitized investments
- Changes in fair value subsequent to the balance sheet date
- Any other key measures for the related security

While determining other-than-temporary impairments is a judgmental area, we utilize a formal, well-defined, and disciplined process to monitor and evaluate our fixed income investment portfolio, supported by issuer specific research and documentation as of the end of each period. The process results in a thorough evaluation of problem investments and the recording of losses on a timely basis for investments determined to have an other-than-temporary impairment.

We held no fixed maturity securities as of June 30, 2016 or December 31, 2015 for which a portion of an other-than-temporary impairment was recognized in accumulated other comprehensive income.

At June 30, 2016, we had commitments of \$88.3 million to fund private placement fixed maturity securities, the amount of which may or may not be funded.

#### Variable Interest Entities

We invest in variable interests issued by variable interest entities. These investments include tax credit partnerships, private equity partnerships, and special purpose entities. For those variable interests that are not consolidated in our financial statements, we are not the primary beneficiary because we have neither the power to direct the activities that are most significant to economic performance nor the responsibility to absorb a majority of the expected losses. The determination of whether we are the primary beneficiary is performed at the time of our initial investment and at the date of each subsequent reporting period.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 4 - Investments - Continued

As of June 30, 2016, the carrying amount of our variable interest entity investments that are not consolidated in our financial statements was \$467.4 million, comprised of \$183.6 million of tax credit partnerships and \$283.8 million of private equity partnerships. These variable interest entity investments are reported as other long-term investments in our consolidated balance sheets.

The Company invests in tax credit partnerships primarily for the receipt of income tax credits and tax benefits derived from passive losses on the investments. Amounts recognized in the consolidated statements of income are as follows:

|                          | Three Months             |        | Six Months    |         |
|--------------------------|--------------------------|--------|---------------|---------|
|                          | Ended June 30            |        | Ended June 30 |         |
|                          | 2016                     | 2015   | 2016          | 2015    |
|                          | (in millions of dollars) |        |               |         |
| Income Tax Credits       | \$10.4                   | \$10.5 | \$20.9        | \$21.0  |
| Amortization, net of tax | (5.8 )                   | (5.8 ) | (11.6 )       | (11.6 ) |
| Income Tax Benefit       | \$4.6                    | \$4.7  | \$9.3         | \$9.4   |

Contractually, we are a limited partner in these tax credit partnerships, and our maximum exposure to loss is limited to the carrying value of our investment, which includes \$4.8 million of unfunded unconditional commitments at June 30, 2016.

At June 30, 2016, we also have unfunded unconditional commitments of \$0.5 million to fund certain private equity partnerships as well as commitments of \$243.3 million, the amount of which may or may not be funded.

We are the sole beneficiary of a special purpose entity which is consolidated in our financial statements. This entity is a securitized asset trust containing a highly rated bond for principal protection and a private equity partnership investment which we contributed into the trust at the time it was established. There are no restrictions on the assets held in this trust, and the trust is free to dispose of the assets at any time. The fair values of the bond and partnership were \$154.4 million and \$0.9 million, respectively, as of June 30, 2016. The bond is reported as a component of fixed maturity securities, and the partnership is reported as a component of other long-term investments in our consolidated balance sheets. At June 30, 2016, we had no commitments to fund the underlying partnership, nor did we fund any amounts to the partnership during the six months ended June 30, 2016 and 2015.

## Mortgage Loans

Our mortgage loan portfolio is well diversified by both geographic region and property type to reduce risk of concentration. All of our mortgage loans are collateralized by commercial real estate. When issuing a new loan, our general policy is not to exceed a loan-to-value ratio, or the ratio of the loan balance to the estimated fair value of the underlying collateral, of 75 percent. We update the loan-to-value ratios at least every three years for each loan, and properties undergo a general inspection at least every two years. Our general policy for newly issued loans is to have a debt service coverage ratio greater than 1.25 times on a normalized 25 year amortization period. We update our debt service coverage ratios annually.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 4 - Investments - Continued

Mortgage loans by property type and geographic region are presented below.

|                      | June 30, 2016            |               | December 31, 2015 |               |
|----------------------|--------------------------|---------------|-------------------|---------------|
|                      | (in millions of dollars) |               |                   |               |
|                      | Carrying                 | Percent       | Carrying          | Percent       |
|                      | Amount                   | of Total      | Amount            | of Total      |
| <b>Property Type</b> |                          |               |                   |               |
| Apartment            | \$200.7                  | 10.4 %        | \$130.6           | 6.9 %         |
| Industrial           | 580.9                    | 29.9          | 574.1             | 30.5          |
| Office               | 732.1                    | 37.7          | 764.7             | 40.6          |
| Retail               | 406.0                    | 20.9          | 392.3             | 20.8          |
| Other                | 21.6                     | 1.1           | 21.9              | 1.2           |
| <b>Total</b>         | <b>\$1,941.3</b>         | <b>100.0%</b> | <b>\$1,883.6</b>  | <b>100.0%</b> |
| <b>Region</b>        |                          |               |                   |               |
| New England          | \$77.4                   | 4.0 %         | \$97.6            | 5.2 %         |
| Mid-Atlantic         | 126.5                    | 6.5           | 128.8             | 6.9           |
| East North Central   | 205.6                    | 10.6          | 186.4             | 9.9           |
| West North Central   | 167.5                    | 8.6           | 162.6             | 8.6           |
| South Atlantic       | 406.1                    | 20.9          | 409.3             | 21.7          |
| East South Central   | 98.6                     | 5.1           | 79.1              | 4.2           |
| West South Central   | 236.1                    | 12.2          | 237.6             | 12.6          |
| Mountain             | 210.9                    | 10.9          | 196.5             | 10.4          |
| Pacific              | 412.6                    | 21.2          | 385.7             | 20.5          |
| <b>Total</b>         | <b>\$1,941.3</b>         | <b>100.0%</b> | <b>\$1,883.6</b>  | <b>100.0%</b> |

We evaluate each of our mortgage loans individually for impairment and assign an internal credit quality rating based on a comprehensive rating system used to evaluate the credit risk of the loan. The factors we use to derive our internal credit ratings may include the following:

- Loan-to-value ratio
- Debt service coverage ratio based on current operating income
- Property location, including regional economics, trends and demographics
- Age, condition, and construction quality of property
- Current and historical occupancy of property
- Lease terms relative to market
- Tenant size and financial strength
- Borrower's financial strength
- Borrower's equity in transaction
- Additional collateral, if any

Although all available and applicable factors are considered in our analysis, loan-to-value and debt service coverage ratios are the most critical factors in determining whether we will initially issue the loan and also in assigning values and determining impairment. We assign an overall rating to each loan using an internal rating scale of Aa (highest



quality) to B (lowest quality). We review and adjust, as needed, our internal credit quality ratings on an annual basis. This review process is performed more frequently for mortgage loans deemed to have a higher risk of delinquency.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 4 - Investments - Continued

Mortgage loans, sorted by the applicable credit quality indicators, are as follows:

|                            | June 30<br>2016  | December 31<br>2015 |
|----------------------------|------------------|---------------------|
| (in millions of dollars)   |                  |                     |
| <b>Internal Rating</b>     |                  |                     |
| Aa                         | \$0.9            | \$ 1.1              |
| A                          | 564.9            | 586.6               |
| Baa                        | 1,360.2          | 1,285.8             |
| Ba                         | 15.3             | 10.1                |
| <b>Total</b>               | <b>\$1,941.3</b> | <b>\$ 1,883.6</b>   |
| <b>Loan-to-Value Ratio</b> |                  |                     |
| <= 65%                     | \$951.1          | \$937.2             |
| > 65% <= 75%               | 896.0            | 842.5               |
| > 75% <= 85%               | 79.6             | 88.4                |
| > 85%                      | 14.6             | 15.5                |
| <b>Total</b>               | <b>\$1,941.3</b> | <b>\$1,883.6</b>    |

There were no troubled debt restructurings during the three and six months ended June 30, 2016 and 2015. We held one impaired mortgage loan at June 30, 2016 greater than 90 days past due, with an unpaid principal balance and carrying value of \$5.4 million. At December 31, 2015, we held no mortgage loans that were greater than 90 days past due regarding principal and/or interest payments.

There have been no changes to our accounting policies or methodology from the prior period regarding estimating the allowance for credit losses on our mortgage loans. As of June 30, 2016 and December 31, 2015, we had no allowance for credit losses. Our allowance of \$2.0 million as of June 30, 2015 was related to an impaired mortgage loan that was repaid in the third quarter of 2015. There was no activity in the allowance for credit losses during the three and six months ended June 30, 2016. During the three and six months ended June 30, 2015, we had additional provision to the allowance for credit losses of \$0.5 million.

Our average investment in impaired mortgage loans was \$5.4 million and \$2.7 million for the three and six months ended June 30, 2016, respectively, and \$12.9 million and \$13.0 million for the three and six months ended June 30, 2015, respectively. We did not recognize any interest income on mortgage loans subsequent to impairment during the three and six months ended June 30, 2016, respectively, and interest income recognized on mortgage loans subsequent to impairment was \$0.2 million and \$0.4 million for the three and six months ended June 30, 2015, respectively.

At June 30, 2016, we had commitments of \$77.9 million to fund certain commercial mortgage loans, the amount of which may or may not be funded.

## Transfers of Financial Assets

To manage our cash position more efficiently, we may enter into repurchase agreements with unaffiliated financial institutions. We generally use repurchase agreements as a means to finance the purchase of invested assets or for short-term general business purposes until projected cash flows become available from our operations or existing investments. Our repurchase agreements are typically outstanding for less than 30 days. We post collateral through

our repurchase agreement transactions whereby the counterparty commits to purchase securities with the agreement to resell them to us at a later, specified date. The fair value of collateral posted is generally 102 percent of the cash received.

Our investment policy also permits us to lend fixed maturity securities to unaffiliated financial institutions in short-term securities lending agreements. These agreements increase our investment income with minimal risk. Our securities lending policy requires that a minimum of 102 percent of the fair value of the securities loaned be maintained as collateral. We may receive cash and/or securities as collateral under these agreements. Cash received as collateral is typically reinvested in short-term investments. If securities are received as collateral, we are not permitted to sell or re-post them.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 4 - Investments - Continued

As of June 30, 2016, the carrying amount of fixed maturity securities loaned to third parties under our securities lending program was \$223.9 million, for which we received collateral in the form of cash and securities of \$73.8 million and \$161.7 million, respectively. As of December 31, 2015, the carrying amount of fixed maturity securities loaned to third parties under our securities lending program was \$181.6 million, for which we received collateral in the form of cash and securities of \$29.0 million and \$159.3 million, respectively. We had no outstanding repurchase agreements at June 30, 2016 or December 31, 2015.

The remaining contractual maturities of our securities lending agreements disaggregated by class of collateral pledged are as follows:

|                       | June 30, 2016<br>Overnight and Continuous<br>(in millions of dollars) | December 31, 2015 |
|-----------------------|---|-------------------|
| United States         |   |                   |
| Government and        |   |                   |
| Government            | \$ 2.9  | \$ 1.2            |
| Agencies and          |   |                   |
| Authorities           |   |                   |
| Public Utilities      | 6.8   | 4.0               |
| All Other Corporate   |   |                   |
| Bonds                 | 64.1  | 23.8              |
| Total Borrowings      | 73.8  | 29.0              |
| Gross Amount of       |   |                   |
| Recognized Liability  |   |                   |
| for Securities        | 73.8  | 29.0              |
| Lending               |   |                   |
| Transactions          |   |                   |
| Amounts Related to    |   |                   |
| Agreements Not        |   |                   |
| Included in           | \$ —  | \$ —              |
| Offsetting Disclosure |   |                   |
| Contained Herein      |   |                   |

Certain of our U.S. insurance subsidiaries are members of regional FHLBs. Membership, which requires that we purchase a minimum amount of FHLB common stock on which we receive dividends, provides access to low-cost funding. As of June 30, 2016 and December 31, 2015, we owned \$31.6 million and \$30.9 million of FHLB common stock, respectively. Advances from the regional FHLBs for the purpose of purchasing fixed maturity securities totaled \$349.5 million and \$350.0 million as of June 30, 2016 and December 31, 2015, respectively. As of June 30, 2016, the carrying value of fixed maturity securities and commercial mortgage loans posted as collateral to the regional FHLBs was \$369.2 million and \$94.2 million, respectively. As of December 31, 2015, the carrying value of fixed maturity securities and commercial mortgage loans posted as collateral to the regional FHLBs was \$317.2 million and \$96.0 million, respectively. Additional common stock purchases may be required, based on the amount of funds we borrow from the FHLBs.

Offsetting of Financial Instruments

We enter into master netting agreements with each of our derivatives counterparties. These agreements provide for conditional rights of set-off upon the occurrence of an early termination event. An early termination event is considered a default, and it allows the non-defaulting party to offset its contracts in a loss position against any gain positions or payments due to the defaulting party. Under our agreements, default type events are defined as failure to pay or deliver as contractually agreed, misrepresentation, bankruptcy, or merger without assumption. See Note 5 for further discussion of collateral related to our derivative contracts.

We have securities lending agreements with unaffiliated financial institutions that post collateral to us in return for the use of our fixed maturity securities. A right of set-off exists that allows us to keep and apply collateral received in the event of default by the counterparty. Default within a securities lending agreement would typically occur if the counterparty failed to return the securities borrowed from us as contractually agreed. In addition, if we default by not returning collateral received, the counterparty has a right of set-off against our securities or any other amounts due to us.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 4 - Investments - Continued

Shown below are our financial instruments that either meet the accounting requirements that allow them to be offset in our balance sheets or that are subject to an enforceable master netting arrangement or similar agreement. Our accounting policy is to not offset these financial instruments in our balance sheets. Net amounts disclosed below have been reduced by the amount of collateral pledged to or received from our counterparties.

|                               | June 30, 2016            |           |           |                   |            |         |
|-------------------------------|--------------------------|-----------|-----------|-------------------|------------|---------|
|                               | Gross                    |           |           | Gross Amount Not  |            |         |
|                               | Amount                   |           |           | Offset in Balance |            |         |
|                               | of                       | Gross     | Net       | Sheet             |            |         |
|                               | Recognized               | Amount    | Amount    |                   |            |         |
|                               | Financial                | Offset in | Presented | Financial         | Cash       | Net     |
|                               | Instruments              | Balance   | in        | Instrument        | Collateral | Amount  |
|                               | Balance                  | Sheet     | Balance   | Collateral        | Amount     |         |
|                               | Sheet                    | Sheet     | Sheet     | Amount            |            |         |
|                               | (in millions of dollars) |           |           |                   |            |         |
| <b>Financial Assets:</b>      |                          |           |           |                   |            |         |
| Derivatives                   | \$40.4                   | \$        | —\$ 40.4  | \$(15.0 )         | \$(25.4 )  | \$ —    |
| Securities Lending            | 223.9                    | —         | 223.9     | (150.1 )          | (73.8 )    | —       |
| Total                         | \$264.3                  | \$        | —\$ 264.3 | \$(165.1 )        | \$(99.2 )  | \$ —    |
| <b>Financial Liabilities:</b> |                          |           |           |                   |            |         |
| Derivatives                   | \$57.0                   | \$        | —\$ 57.0  | \$(40.8 )         | \$ —       | \$ 16.2 |
| Securities Lending            | 73.8                     | —         | 73.8      | (73.8 )           | —          | —       |
| Total                         | \$130.8                  | \$        | —\$ 130.8 | \$(114.6 )        | \$ —       | \$ 16.2 |
| <br>                          |                          |           |           |                   |            |         |
|                               | December 31, 2015        |           |           |                   |            |         |
|                               | Gross                    |           |           | Gross Amount Not  |            |         |
|                               | Amount                   |           |           | Offset in Balance |            |         |
|                               | of                       | Gross     | Net       | Sheet             |            |         |
|                               | Recognized               | Amount    | Amount    |                   |            |         |
|                               | Financial                | Offset in | Presented | Financial         | Cash       | Net     |
|                               | Instruments              | Balance   | in        | Instrument        | Collateral | Amount  |
|                               | Balance                  | Sheet     | Balance   | Collateral        | Amount     |         |
|                               | Sheet                    | Sheet     | Sheet     | Amount            |            |         |
|                               | (in millions of dollars) |           |           |                   |            |         |
| <b>Financial Assets:</b>      |                          |           |           |                   |            |         |
| Derivatives                   | \$49.8                   | \$        | —\$ 49.8  | \$(12.8 )         | \$(36.4 )  | \$ 0.6  |
| Securities Lending            | 181.6                    | —         | 181.6     | (152.6 )          | (29.0 )    | —       |
| Total                         | \$231.4                  | \$        | —\$ 231.4 | \$(165.4 )        | \$(65.4 )  | \$ 0.6  |
| <b>Financial Liabilities:</b> |                          |           |           |                   |            |         |
| Derivatives                   | \$50.2                   | \$        | —\$ 50.2  | \$(35.6 )         | \$ —       | \$ 14.6 |
| Securities Lending            | 29.0                     | —         | 29.0      | (29.0 )           | —          | —       |
| Total                         | \$79.2                   | \$        | —\$ 79.2  | \$(64.6 )         | \$ —       | \$ 14.6 |



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 4 - Investments - Continued

## Net Investment Income

Net investment income reported in our consolidated statements of income is as follows:

|   | Three Months             |         | Six Months Ended |           |
|---|--------------------------|---------|------------------|-----------|
|   | Ended June 30            |         | June 30          |           |
|   | 2016                     | 2015    | 2016             | 2015      |
|   | (in millions of dollars) |         |                  |           |
| Fixed Maturity Securities                                   | \$579.6                  | \$592.9 | \$1,143.4        | \$1,159.1 |
| Derivatives   | 12.4                     | 11.5    | 24.3             | 22.4      |
| Mortgage Loans  | 30.1                     | 27.4    | 57.0             | 55.7      |
| Policy Loans  | 4.3                      | 4.2     | 8.4              | 8.2       |
| Other Long-term Investments                                 | 6.3                      | 4.9     | 16.3             | 8.8       |
| Short-term Investments                                      | 2.1                      | 0.8     | 3.6              | 1.7       |
| Gross Investment Income                                     | 634.8                    | 641.7   | 1,253.0          | 1,255.9   |
| Less Investment Expenses                                    | 7.9                      | 7.3     | 16.1             | 15.8      |
| Less Investment Income on Participation Fund Account Assets | 3.6                      | 3.7     | 7.2              | 7.4       |
| Net Investment Income                                       | \$623.3                  | \$630.7 | \$1,229.7        | \$1,232.7 |

## Realized Investment Gain and Loss

Realized investment gains and losses are as follows:

|   | Three                    |        | Six Months    |          |
|---|--------------------------|--------|---------------|----------|
|   | Months                   |        | Ended June 30 |          |
|   | Ended June               |        | 30            |          |
|   | 2016                     | 2015   | 2016          | 2015     |
|   | (in millions of dollars) |        |               |          |
| Fixed Maturity Securities                               |                          |        |               |          |
| Gross Gains on Sales                                    | \$10.9                   | \$4.9  | \$27.8        | \$7.4    |
| Gross Losses on Sales                                   | (4.0 )                   | (1.9 ) | (13.6 )       | (7.6 )   |
| Other-Than-Temporary Impairment Loss                    | (9.4 )                   | (8.1 ) | (30.5 )       | (12.6 )  |
| Mortgage Loans and Other Invested Assets                |                          |        |               |          |
| Gross Gains on Sales                                    | 2.0                      | 7.8    | 3.8           | 8.9      |
| Gross Losses on Sales                                   | (0.4 )                   | —      | (0.7 )        | —        |
| Impairment Loss   | (3.1 )                   | (1.0 ) | (3.1 )        | (3.7 )   |
| Embedded Derivative in Modified Coinsurance Arrangement | 10.2                     | (2.0 ) | 4.6           | (5.9 )   |
| All Other Derivatives                                   | (1.1 )                   | 0.8    | (3.6 )        | (0.3 )   |
| Foreign Currency Transactions                           | 0.2                      | 0.3    | 0.1           | (0.7 )   |
| Net Realized Investment Gain (Loss)                     | \$5.3                    | \$0.8  | \$(15.2)      | \$(14.5) |



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 5 - Derivative Financial Instruments

Purpose of Derivatives

We are exposed to certain risks relating to our ongoing business operations. The primary risks managed by using derivative instruments are interest rate risk, risk related to matching duration for our assets and liabilities, foreign currency risk, and credit risk. Historically, we have utilized current and forward interest rate swaps and options on forward interest rate swaps and U.S. Treasury rates, current and forward currency swaps, forward treasury locks, currency forward contracts, forward contracts on specific fixed income securities, and credit default swaps. Transactions hedging interest rate risk are primarily associated with our individual and group long-term care and individual and group disability products. All other product portfolios are periodically reviewed to determine if hedging strategies would be appropriate for risk management purposes. We do not use derivative financial instruments for speculative purposes.

Derivatives designated as cash flow hedges and used to reduce our exposure to interest rate and duration risk are as follows:

Interest rate swaps are used to hedge interest rate risks and to improve the matching of assets and liabilities. An interest rate swap is an agreement in which we agree with other parties to exchange, at specified intervals, the difference between fixed rate and variable rate interest amounts. We use interest rate swaps to hedge the anticipated purchase of fixed maturity securities thereby protecting us from the potential adverse impact of declining interest rates on the associated policy reserves. We also use interest rate swaps to hedge the potential adverse impact of rising interest rates in anticipation of issuing fixed rate long-term debt.

Forward treasury locks are used to minimize interest rate risk associated with the anticipated purchase or disposal of fixed maturity securities. A forward treasury lock is a derivative contract without an initial investment where we and the counterparty agree to purchase or sell a specific U.S. Treasury bond at a future date at a pre-determined price.

Derivatives designated as fair value hedges and used to reduce our exposure to interest rate and duration risk are as follows:

Interest rate swaps are used to effectively convert certain of our fixed rate securities into floating rate securities which are used to fund our floating rate long-term debt. Under these swap agreements, we receive a variable rate of interest and pay a fixed rate of interest. Additionally, we use interest rate swaps to effectively convert certain fixed rate, long-term debt into floating rate long-term debt. Under these swap agreements, we receive a fixed rate of interest and pay a variable rate of interest.

Derivatives designated as cash flow hedges and used to reduce our exposure to foreign currency risk are as follows:

Foreign currency interest rate swaps have historically been used to hedge the currency risk of certain foreign currency-denominated fixed maturity securities owned for portfolio diversification and to hedge the currency risk associated with certain of the principal and interest payments of the U.S. dollar-denominated debt issued by one of our U.K. subsidiaries. For hedges of fixed maturity securities, we agree to pay, at specified intervals, fixed rate foreign currency-denominated principal and interest payments in exchange for fixed rate payments in the functional currency of the operating segment. For hedges of debt issued, we paid, at specified intervals, fixed rate foreign currency-denominated principal and interest payments to the counterparty in exchange for fixed rate U.S.

dollar-denominated principal and interest payments.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 5 - Derivative Financial Instruments - Continued

Derivatives not designated as hedging instruments and used to reduce our exposure to foreign currency risk and credit losses on securities owned are as follows:

Foreign currency interest rate swaps previously designated as hedges were used to hedge the currency risk of certain foreign currency-denominated fixed maturity securities owned for portfolio diversification. We agree to pay, at specified intervals, fixed rate foreign currency-denominated principal and interest payments in exchange for fixed rate payments in the functional currency of the operating segment. We hold offsetting swaps wherein we agree to pay fixed rate principal and interest payments in the functional currency of the operating segment in exchange for fixed rate foreign currency-denominated payments.

Credit default swaps are used as economic hedges against credit risk but do not qualify for hedge accounting. A credit default swap is an agreement in which we agree with another party to pay, at specified intervals, a fixed-rate fee in exchange for insurance against a credit event on a specific investment. If a defined credit event occurs, our counterparty may either pay us a net cash settlement or we may surrender the specific investment to them in exchange for cash equal to the full notional amount of the swap. Credit events typically include events such as bankruptcy, failure to pay, or certain types of debt restructuring.

#### Derivative Risks

The basic types of risks associated with derivatives are market risk (that the value of the derivative will be adversely impacted by changes in the market, primarily the change in interest and exchange rates) and credit risk (that the counterparty will not perform according to the terms of the contract). The market risk of the derivatives should generally offset the market risk associated with the hedged financial instrument or liability. To help limit the credit exposure of the derivatives, we enter into master netting agreements with our counterparties whereby contracts in a gain position can be offset against contracts in a loss position. We also typically enter into bilateral, cross-collateralization agreements with our counterparties to help limit the credit exposure of the derivatives. These agreements require the counterparty in a loss position to submit acceptable collateral with the other counterparty in the event the net loss position meets or exceeds an agreed upon amount. Our current credit exposure on derivatives, which is limited to the value of those contracts in a net gain position, including accrued interest receivable less collateral held, was \$7.6 million at June 30, 2016. We held \$26.9 million and \$36.4 million cash collateral from our counterparties at June 30, 2016 and December 31, 2015, respectively. We post either fixed maturity securities or cash as collateral to our counterparties. The carrying value of fixed maturity securities posted as collateral to our counterparties was \$37.4 million and \$27.3 million at June 30, 2016 and December 31, 2015, respectively. We had no cash posted as collateral to our counterparties at June 30, 2016 or December 31, 2015. See Note 4 for further discussion of our master netting agreements.

The majority of our derivative instruments contain provisions that require us to maintain specified issuer credit ratings and financial strength ratings. Should our ratings fall below these specified levels, we would be in violation of the provisions, and our derivatives counterparties could terminate our contracts and request immediate payment. The aggregate fair value of all derivative instruments with credit risk-related contingent features that were in a liability position was \$57.0 million and \$50.2 million at June 30, 2016 and December 31, 2015, respectively.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 5 - Derivative Financial Instruments - Continued

## Derivative Transactions

The table below summarizes, by notional amounts, the activity for each category of derivatives. The notional amounts represent the basis upon which our counterparty pay and receive amounts are calculated.

|                              | Swaps                         |                          |                             | Credit<br>Default | Forwards | Total      |
|------------------------------|-------------------------------|--------------------------|-----------------------------|-------------------|----------|------------|
|                              | Receive<br>Variable/<br>Fixed | Receive<br>Pay/<br>Fixed | Receive<br>Pay/<br>Variable |                   |          |            |
|                              | (in millions of dollars)      |                          |                             |                   |          |            |
| Balance at March 31, 2015    | \$ 150.0                      | \$ 831.5                 | \$ 600.0                    | \$ 97.0           | \$       | —\$1,678.5 |
| Additions                    | —                             | —                        | —                           | 2.0               | 27.0     | 29.0       |
| Terminations                 | —                             | 14.8                     | —                           | 27.0              | 27.0     | 68.8       |
| Balance at June 30, 2015     | \$ 150.0                      | \$ 816.7                 | \$ 600.0                    | \$ 72.0           | \$       | —\$1,638.7 |
| Balance at December 31, 2014 | \$ 150.0                      | \$ 840.4                 | \$ 600.0                    | \$ 97.0           | \$       | —\$1,687.4 |
| Additions                    | —                             | —                        | —                           | 2.0               | 27.0     | 29.0       |
| Terminations                 | —                             | 23.7                     | —                           | 27.0              | 27.0     | 77.7       |
| Balance at June 30, 2015     | \$ 150.0                      | \$ 816.7                 | \$ 600.0                    | \$ 72.0           | \$       | —\$1,638.7 |
| Balance at March 31, 2016    | \$ 126.0                      | \$ 650.3                 | \$ 600.0                    | \$ 70.0           | \$       | —\$1,446.3 |
| Additions                    | —                             | —                        | —                           | —                 | —        | —          |
| Terminations                 | —                             | 5.8                      | —                           | —                 | —        | 5.8        |
| Balance at June 30, 2016     | \$ 126.0                      | \$ 644.5                 | \$ 600.0                    | \$ 70.0           | \$       | —\$1,440.5 |
| Balance at December 31, 2015 | \$ 150.0                      | \$ 650.3                 | \$ 600.0                    | \$ 70.0           | \$       | —\$1,470.3 |
| Additions                    | —                             | —                        | —                           | —                 | —        | —          |
| Terminations                 | 24.0                          | 5.8                      | —                           | —                 | —        | 29.8       |
| Balance at June 30, 2016     | \$ 126.0                      | \$ 644.5                 | \$ 600.0                    | \$ 70.0           | \$       | —\$1,440.5 |

## Cash Flow Hedges

As of June 30, 2016 and December 31, 2015, we had \$422.1 million and \$427.9 million, respectively, notional amount of receive fixed, pay fixed, open current and forward foreign currency interest rate swaps to hedge fixed income foreign currency-denominated securities.

For the three and six months ended June 30, 2016 and 2015, there was no material ineffectiveness related to our cash flow hedges, and no component of the derivative instruments' gain or loss was excluded from the assessment of hedge effectiveness.

As of June 30, 2016, we expect to amortize approximately \$55.7 million of net deferred gains on derivative instruments during the next twelve months. This amount will be reclassified from accumulated other comprehensive income into earnings and reported on the same income statement line item as the hedged item. The income statement line items that will be affected by this amortization are net investment income and interest and debt expense. Additional amounts that may be reclassified from accumulated other comprehensive income into earnings to offset the

earnings impact of foreign currency translation of hedged items are not estimable.

As of June 30, 2016, we are hedging the variability of future cash flows associated with forecasted transactions through the year 2038.

#### Fair Value Hedges

As of June 30, 2016 and December 31, 2015, we had \$126.0 million and \$150.0 million, respectively, notional amount of receive variable, pay fixed interest rate swaps to hedge the changes in fair value of certain fixed rate securities held. These swaps effectively convert the associated fixed rate securities into floating rate securities, which are used to fund our floating rate long-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 5 - Derivative Financial Instruments - Continued

term debt. The change in fair value of the hedged fixed maturity securities attributable to the hedged benchmark interest rate resulted in a loss of \$1.1 million and \$2.9 million for the three and six months ended June 30, 2016, respectively, and \$1.6 million and \$2.1 million for the three and six months ended June 30, 2015, respectively, with an offsetting gain on the related interest rate swaps. During the first quarter of 2016, we terminated \$24.0 million notional amount of receive variable, pay fixed interest rate swaps in connection with the sale of the hedged securities and recorded a loss on the swap terminations of \$1.2 million in our consolidated statements of income as a component of net realized investment gains and losses.

As of June 30, 2016 and December 31, 2015, we had \$600.0 million notional amount of receive fixed, pay variable interest rate swaps to hedge the changes in the fair value of certain fixed rate long-term debt. These swaps effectively convert the associated fixed rate long-term debt into floating rate debt and provide for a better matching of interest rates with our short-term investments, which have frequent interest rate resets similar to a floating rate security. The change in fair value of the hedged debt attributable to the hedged benchmark interest rate resulted in a gain (loss) of \$(1.0) million and \$(6.6) million for the three and six months ended June 30, 2016, respectively, and \$3.3 million and \$(0.4) million for the three and six months ended June 30, 2015, respectively, with an offsetting gain or loss on the related interest rate swaps.

For the three and six months ended June 30, 2016, and 2015, there was no material ineffectiveness related to our fair value hedges, and no component of the derivative instruments' gain or loss was excluded from the assessment of hedge effectiveness. There were no instances wherein we discontinued fair value hedge accounting due to a hedged firm commitment no longer qualifying as a fair value hedge.

#### Derivatives not Designated as Hedging Instruments

As of June 30, 2016 and December 31, 2015, we held \$222.4 million notional amount of receive fixed, pay fixed, foreign currency interest rate swaps. These derivatives were not designated as hedges, and as such, changes in fair value related to these derivatives will be reported in earnings as a component of net realized investment gain or loss.

As of June 30, 2016 and December 31, 2015, we held \$70.0 million notional amount of single name credit default swaps. We entered into these swaps in order to mitigate the credit risk associated with specific securities owned.

We have an embedded derivative in a modified coinsurance arrangement for which we include in our realized investment gains and losses a calculation intended to estimate the value of the option of our reinsurance counterparty to cancel the reinsurance contract with us. However, neither party can unilaterally terminate the reinsurance agreement except in extreme circumstances resulting from regulatory supervision, delinquency proceedings, or other direct regulatory action. Cash settlements or collateral related to this embedded derivative are not required at any time during the reinsurance contract or at termination of the reinsurance contract. There are no credit-related counterparty triggers, and any accumulated embedded derivative gain or loss reduces to zero over time as the reinsured business winds down.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 5 - Derivative Financial Instruments - Continued

Locations and Amounts of Derivative Financial Instruments

The following tables summarize the location and fair values of derivative financial instruments, as reported in our consolidated balance sheets.

|   | June 30, 2016            |        | Liability Derivatives |         |
|---|--------------------------|--------|-----------------------|---------|
|   | Asset Derivatives        | Fair   | Balance Sheet         | Fair    |
|   | Balance Sheet            | Value  | Location              | Value   |
|   | Location                 |        |                       |         |
|   | (in millions of dollars) |        |                       |         |
| Designated as Hedging Instruments                       |                          |        |                       |         |
| Interest Rate Swaps                                     | Other L-T Investments    | \$6.3  | Other Liabilities     | \$6.7   |
| Foreign Exchange Contracts                              | Other L-T Investments    | 34.1   | Other Liabilities     | 16.4    |
| Total   |                          | \$40.4 |                       | \$23.1  |
| Not Designated as Hedging Instruments                   |                          |        |                       |         |
| Credit Default Swaps                                    |                          |        | Other Liabilities     | \$0.4   |
| Foreign Exchange Contracts                              |                          |        | Other Liabilities     | 33.5    |
| Embedded Derivative in Modified Coinsurance Arrangement |                          |        | Other Liabilities     | 83.0    |
| Total   |                          |        |                       | \$116.9 |
|   | December 31, 2015        |        | Liability Derivatives |         |
|   | Asset Derivatives        | Fair   | Balance Sheet         | Fair    |
|   | Balance Sheet            | Value  | Location              | Value   |
|   | Location                 |        |                       |         |
|   | (in millions of dollars) |        |                       |         |
| Designated as Hedging Instruments                       |                          |        |                       |         |
| Interest Rate Swaps                                     | Other L-T Investments    | \$2.4  | Other Liabilities     | \$12.3  |
| Foreign Exchange Contracts                              | Other L-T Investments    | 47.4   | Other Liabilities     | 6.0     |
| Total   |                          | \$49.8 |                       | \$18.3  |
| Not Designated as Hedging Instruments                   |                          |        |                       |         |
| Credit Default Swaps                                    |                          |        | Other Liabilities     | \$0.3   |
| Foreign Exchange Contracts                              |                          |        | Other Liabilities     | 31.6    |
| Embedded Derivative in Modified Coinsurance Arrangement |                          |        | Other Liabilities     | 87.6    |
| Total   |                          |        |                       | \$119.5 |



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 5 - Derivative Financial Instruments - Continued

The following table summarizes the location of gains and losses on the effective portion of derivative financial instruments designated as cash flow hedging instruments, as reported in our consolidated statements of income and consolidated statements of comprehensive income.

|   | Three Months             |           | Six Months    |        |
|---|--------------------------|-----------|---------------|--------|
|   | Ended June 30            |           | Ended June 30 |        |
|   | 2016                     | 2015      | 2016          | 2015   |
|   | (in millions of dollars) |           |               |        |
| Gain (Loss) Recognized in<br>Other Comprehensive<br>Income (Loss) on Derivatives          |                          |           |               |        |
| Foreign Exchange Contracts  | \$(0.2 )                 | \$(15.9 ) | \$(24.5 )     | \$26.4 |
| Gain (Loss) Reclassified<br>from Accumulated Other<br>Comprehensive Income into<br>Income |                          |           |               |        |
| Net Investment Income   |                          |           |               |        |
| Interest Rate Swaps   | \$13.6                   | \$13.0    | \$26.8        | \$25.5 |
| Foreign Exchange Contracts  | (0.4 )                   | (0.5 )    | (0.5 )        | (1.0 ) |
| Net Realized Investment<br>Gain (Loss)  |                          |           |               |        |
| Interest Rate Swaps   | —                        | 0.3       | 3.2           | 0.3    |
| Foreign Exchange Contracts  | (0.5 )                   | 1.4       | (0.5 )        | 0.2    |
| Interest and Debt Expense   |                          |           |               |        |
| Interest Rate Swaps   | (0.4 )                   | (0.4 )    | (0.9 )        | (0.9 ) |
| Total   | \$12.3                   | \$13.8    | \$28.1        | \$24.1 |

The following table summarizes the location of gains and losses on our derivatives not designated as hedging instruments, as reported in our consolidated statements of income.

|   | Three Months             |         | Six Months |         |
|---|--------------------------|---------|------------|---------|
|   | Ended June               |         | Ended June |         |
|   | 30                       | 30      | 30         | 30      |
|   | 2016                     | 2015    | 2016       | 2015    |
|   | (in millions of dollars) |         |            |         |
| Net Realized Investment Gain (Loss)                     |                          |         |            |         |
| Credit Default Swaps                                    | \$(0.4)                  | \$(0.3) | \$(0.4)    | \$(0.6) |
| Foreign Exchange Contracts                              | (0.7 )                   | 1.1     | (2.0 )     | 0.3     |
| Embedded Derivative in Modified Coinsurance Arrangement | 10.2                     | (2.0 )  | 4.6        | (5.9 )  |
| Total   | \$9.1                    | \$(1.2) | \$2.2      | \$(6.2) |

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 6 - Accumulated Other Comprehensive Income

Components of our accumulated other comprehensive income, after tax, and related changes are as follows:

|   | Net<br>Unrealized<br>Gain on<br>Securities | Net<br>Gain on<br>Cash<br>Flow<br>Hedges | Foreign<br>Currency<br>Translation<br>Adjustment | Unrecognized<br>Pension and<br>Postretirement<br>Benefit Costs | Total    |
|---|--|--|--|--|----------|
|   | (in millions of dollars)                   |  |  |  |          |
| Balance at March 31, 2016   | \$438.4                                    | \$351.8                                  | \$ (200.0 )                                      | \$ (389.5 )  | \$200.7  |
| Other Comprehensive Income (Loss) Before<br>Reclassifications               | 222.0                                      | (0.2 )                                   | (79.4 )  | 1.5  | 143.9    |
| Amounts Reclassified from Accumulated Other<br>Comprehensive Income or Loss | 0.7  | (8.0 )                                   | —  | 2.5  | (4.8 )   |
| Net Other Comprehensive Income (Loss)                                       | 222.7                                      | (8.2 )                                   | (79.4 )  | 4.0  | 139.1    |
| Balance at June 30, 2016  | \$661.1                                    | \$343.6                                  | \$ (279.4 )                                      | \$ (385.5 )  | \$339.8  |
| Balance at March 31, 2015   | \$414.3                                    | \$411.9                                  | \$ (167.4 )                                      | \$ (398.4 )  | \$260.4  |
| Other Comprehensive Income (Loss) Before<br>Reclassifications               | (302.6 )                                   | (11.0 )                                  | 64.9   | (1.3 )   | (250.0 ) |
| Amounts Reclassified from Accumulated Other<br>Comprehensive Income or Loss | 0.4  | (9.2 )                                   | —  | 1.8  | (7.0 )   |
| Net Other Comprehensive Income (Loss)                                       | (302.2 )                                   | (20.2 )                                  | 64.9   | 0.5  | (257.0 ) |
| Balance at June 30, 2015  | \$112.1                                    | \$391.7                                  | \$ (102.5 )                                      | \$ (397.9 )  | \$3.4    |
| Balance at December 31, 2015  | \$204.3                                    | \$378.0                                  | \$ (173.6 )                                      | \$ (392.6 )  | \$16.1   |
| Other Comprehensive Income (Loss) Before<br>Reclassifications               | 445.8                                      | (16.1 )                                  | (105.8 )   | 2.0  | 325.9    |
| Amounts Reclassified from Accumulated Other<br>Comprehensive Income or Loss | 11.0                                       | (18.3 )                                  | —  | 5.1  | (2.2 )   |
| Net Other Comprehensive Income (Loss)                                       | 456.8                                      | (34.4 )                                  | (105.8 )   | 7.1  | 323.7    |
| Balance at June 30, 2016  | \$661.1                                    | \$343.6                                  | \$ (279.4 )                                      | \$ (385.5 )  | \$339.8  |
| Balance at December 31, 2014  | \$290.3                                    | \$391.0                                  | \$ (113.4 )                                      | \$ (401.5 )  | \$166.4  |
| Other Comprehensive Income (Loss) Before<br>Reclassifications               | (184.6 )                                   | 16.6                                     | 10.9   | (0.2 )   | (157.3 ) |
| Amounts Reclassified from Accumulated Other<br>Comprehensive Income or Loss | 6.4  | (15.9 )                                  | —  | 3.8  | (5.7 )   |
| Net Other Comprehensive Income (Loss)                                       | (178.2 )                                   | 0.7                                      | 10.9   | 3.6  | (163.0 ) |
| Balance at June 30, 2015  | \$112.1                                    | \$391.7                                  | \$ (102.5 )                                      | \$ (397.9 )  | \$3.4    |

The net unrealized gain on securities consists of the following components:

|         |          |                | Change at June 30,<br>2016 |               |
|---------|----------|----------------|----------------------------|---------------|
| June 30 | March 31 | December<br>31 | Three<br>Months            | Six<br>Months |

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|  | 2016                     | 2016       | 2015       | Ended      | Ended      |
|--|--------------------------|------------|------------|------------|------------|
|  | (in millions of dollars) |            |            |            |            |
| Fixed Maturity Securities                        | \$6,299.5                | \$4,894.5  | \$3,695.7  | \$1,405.0  | \$2,603.8  |
| Other Investments                                | (21.3 )                  | (18.1 )    | (33.7 )    | (3.2 )     | 12.4       |
| Deferred Acquisition Costs                       | (52.5 )                  | (42.0 )    | (29.4 )    | (10.5 )    | (23.1 )    |
| Reserves for Future Policy and Contract Benefits | (5,578.6 )               | (4,466.5 ) | (3,578.4 ) | (1,112.1 ) | (2,000.2 ) |
| Reinsurance Recoverable                          | 366.0                    | 310.2      | 263.2      | 55.8       | 102.8      |
| Income Tax                                       | (352.0 )                 | (239.7 )   | (113.1 )   | (112.3 )   | (238.9 )   |
| Total  | \$661.1                  | \$438.4    | \$204.3    | \$222.7    | \$456.8    |

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## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 6 - Accumulated Other Comprehensive Income - Continued

|  | Change at June 30,<br>2015 |            |            |             |             |
|--|----------------------------|------------|------------|-------------|-------------|
|  | June 30                    | March 31   | December   | Three       | Six         |
|  | 2015                       | 2015       | 31         | Months      | Months      |
|  |                            |            | 2014       | Ended       | Ended       |
|  | (in millions of dollars)   |            |            |             |             |
| Fixed Maturity Securities                        | \$4,901.2                  | \$6,826.8  | \$6,261.5  | \$(1,925.6) | \$(1,360.3) |
| Other Investments                                | (14.8 )                    | (18.4 )    | 13.9       | 3.6         | (28.7 )     |
| Deferred Acquisition Costs                       | (41.8 )                    | (56.6 )    | (50.8 )    | 14.8        | 9.0         |
| Reserves for Future Policy and Contract Benefits | (4,981.6 )                 | (6,513.9 ) | (6,150.3 ) | 1,532.3     | 1,168.7     |
| Reinsurance Recoverable                          | 312.9                      | 387.9      | 365.0      | (75.0 )     | (52.1 )     |
| Income Tax                                       | (63.8 )                    | (211.5 )   | (149.0 )   | 147.7       | 85.2        |
| Total  | \$112.1                    | \$414.3    | \$290.3    | \$(302.2 )  | \$(178.2 )  |

Amounts reclassified from accumulated other comprehensive income or loss were recognized in our consolidated statements of income as follows:

|   | Three Months             |          | Six Months    |          |
|---|--------------------------|----------|---------------|----------|
|   | Ended June 30            |          | Ended June 30 |          |
|   | 2016                     | 2015     | 2016          | 2015     |
|   | (in millions of dollars) |          |               |          |
| Net Unrealized Gain on Securities                         |                          |          |               |          |
| Net Realized Investment Gain (Loss)                       |                          |          |               |          |
| Net Gain on Sales of Securities and Other Invested Assets | \$8.1                    | \$7.0    | \$13.7        | \$2.2    |
| Other-Than-Temporary Impairment Loss                      | (9.4 )                   | (8.1 )   | (30.5 )       | (12.6 )  |
|   | (1.3 )                   | (1.1 )   | (16.8 )       | (10.4 )  |
| Income Tax Benefit  | (0.6 )                   | (0.7 )   | (5.8 )        | (4.0 )   |
| Total   | \$(0.7 )                 | \$(0.4 ) | \$(11.0 )     | \$(6.4 ) |
| Net Gain on Cash Flow Hedges                              |                          |          |               |          |
| Net Investment Income                                     |                          |          |               |          |
| Gain on Interest Rate Swaps                               | \$13.6                   | \$13.0   | \$26.8        | \$25.5   |
| Loss on Foreign Exchange Contracts                        | (0.4 )                   | (0.5 )   | (0.5 )        | (1.0 )   |
| Net Realized Investment Gain (Loss)                       |                          |          |               |          |
| Gain on Interest Rate Swaps                               | —                        | 0.3      | 3.2           | 0.3      |
| Loss on Foreign Exchange Contracts                        | (0.5 )                   | 1.4      | (0.5 )        | 0.2      |
| Interest and Debt Expense                                 |                          |          |               |          |
| Loss on Interest Rate Swaps                               | (0.4 )                   | (0.4 )   | (0.9 )        | (0.9 )   |
|   | 12.3                     | 13.8     | 28.1          | 24.1     |
| Income Tax Expense  | 4.3                      | 4.6      | 9.8           | 8.2      |
| Total   | \$8.0                    | \$9.2    | \$18.3        | \$15.9   |
| Unrecognized Pension and Postretirement Benefit Costs     |                          |          |               |          |
| Other Expenses  |                          |          |               |          |
| Amortization of Net Actuarial Loss                        | \$(4.0 )                 | \$(2.9 ) | \$(8.1 )      | \$(5.9 ) |

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|                                      |          |          |          |          |
|--------------------------------------|----------|----------|----------|----------|
| Amortization of Prior Service Credit | 0.1      | 0.1      | 0.2      | 0.1      |
|                                      | (3.9 )   | (2.8 )   | (7.9 )   | (5.8 )   |
| Income Tax Benefit                   | (1.4 )   | (1.0 )   | (2.8 )   | (2.0 )   |
| Total                                | \$(2.5 ) | \$(1.8 ) | \$(5.1 ) | \$(3.8 ) |

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## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 7 - Segment Information

We have three principal operating business segments: Unum US, Unum UK, and Colonial Life. Our other segments are Closed Block and Corporate.

Segment information is as follows:

|   | Three Months             |           | Six Months Ended |           |
|---|--------------------------|-----------|------------------|-----------|
|   | Ended June 30            |           | June 30          |           |
|   | 2016                     | 2015      | 2016             | 2015      |
|   | (in millions of dollars) |           |                  |           |
| Premium Income                                  |                          |           |                  |           |
| Unum US   |                          |           |                  |           |
| Group Disability                                |                          |           |                  |           |
| Group Long-term Disability                      | \$432.9                  | \$409.4   | \$863.5          | \$814.7   |
| Group Short-term Disability                     | 156.2                    | 151.6     | 313.7            | 299.3     |
| Group Life and Accidental Death & Dismemberment |                          |           |                  |           |
| Group Life                                      | 348.7                    | 336.0     | 700.2            | 671.0     |
| Accidental Death & Dismemberment                | 34.9                     | 33.3      | 69.5             | 65.9      |
| Supplemental and Voluntary                      |                          |           |                  |           |
| Individual Disability                           | 124.9                    | 118.4     | 248.8            | 236.3     |
| Voluntary Benefits                              | 201.8                    | 187.7     | 405.0            | 379.4     |
|   | 1,299.4                  | 1,236.4   | 2,600.7          | 2,466.6   |
| Unum UK   |                          |           |                  |           |
| Group Long-term Disability                      | 95.5                     | 99.4      | 188.6            | 195.9     |
| Group Life                                      | 27.3                     | 30.4      | 56.0             | 60.9      |
| Supplemental                                    | 18.0                     | 12.4      | 35.5             | 24.4      |
|   | 140.8                    | 142.2     | 280.1            | 281.2     |
| Colonial Life                                   |                          |           |                  |           |
| Accident, Sickness, and Disability              | 205.9                    | 198.1     | 411.5            | 394.6     |
| Life  | 67.7                     | 63.3      | 135.4            | 125.6     |
| Cancer and Critical Illness                     | 77.8                     | 74.5      | 155.7            | 147.9     |
|   | 351.4                    | 335.9     | 702.6            | 668.1     |
| Closed Block                                    |                          |           |                  |           |
| Individual Disability                           | 130.5                    | 144.3     | 264.1            | 290.8     |
| Long-term Care                                  | 158.9                    | 158.2     | 320.6            | 316.4     |
| All Other                                       | 0.6                      | 0.5       | 1.0              | 0.7       |
|   | 290.0                    | 303.0     | 585.7            | 607.9     |
| Total Premium Income                            | \$2,081.6                | \$2,017.5 | \$4,169.1        | \$4,023.8 |

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 7 - Segment Information - Continued

|                                  | Unum<br>US | Unum<br>UK | Colonial<br>Life | Closed<br>Block | Corporate | Total     |
|----------------------------------|------------|------------|------------------|-----------------|-----------|-----------|
| (in millions of dollars)         |            |            |                  |                 |           |           |
| Three Months Ended June 30, 2016 |            |            |                  |                 |           |           |
| Premium Income                   | \$1,299.4  | \$140.8    | \$351.4          | \$290.0         | \$—       | \$2,081.6 |
| Net Investment Income            | 207.7      | 34.0       | 35.6             | 341.1           | 4.9       | 623.3     |
| Other Income                     | 27.9       | 0.2        | 0.3              | 21.4            | 1.3       | 51.1      |
| Operating Revenue                | \$1,535.0  | \$175.0    | \$387.3          | \$652.5         | \$6.2     | \$2,756.0 |
| Operating Income (Loss)          | \$227.2    | \$36.9     | \$77.9           | \$32.6          | \$(35.7)  | \$338.9   |

Three Months Ended June 30, 2015

|                       |           |         |         |         |       |           |
|-----------------------|-----------|---------|---------|---------|-------|-----------|
| Premium Income        | \$1,236.4 | \$142.2 | \$335.9 | \$303.0 | \$—   | \$2,017.5 |
| Net Investment Income | 215.7     | 38.6    | 36.9    | 331.7   | 7.8   | 630.7     |
| Other Income          | 31.4      | —       | —       | 22.8    | 0.5   | 54.7      |
| Operating Revenue     | \$1,483.5 | \$180.8 | \$372.8 | \$657.5 | \$8.3 | \$2,702.9 |

Operating Income (Loss) \$202.8 \$38.3 \$77.6 \$36.6 \$(33.4) \$321.9

|                          | Unum<br>US | Unum<br>UK | Colonial<br>Life | Closed<br>Block | Corporate | Total |
|--------------------------|------------|------------|------------------|-----------------|-----------|-------|
| (in millions of dollars) |            |            |                  |                 |           |       |

Six Months Ended June 30, 2016

|                       |           |         |         |           |        |           |
|-----------------------|-----------|---------|---------|-----------|--------|-----------|
| Premium Income        | \$2,600.7 | \$280.1 | \$702.6 | \$585.7   | \$—    | \$4,169.1 |
| Net Investment Income | 415.1     | 60.8    | 69.6    | 674.5     | 9.7    | 1,229.7   |
| Other Income          | 56.9      | 0.2     | 0.6     | 43.8      | 1.6    | 103.1     |
| Operating Revenue     | \$3,072.7 | \$341.1 | \$772.8 | \$1,304.0 | \$11.3 | \$5,501.9 |

Operating Income (Loss) \$443.1 \$70.5 \$155.3 \$66.3 \$(67.5) \$667.7

Six Months Ended June 30, 2015

|                       |           |         |         |           |        |           |
|-----------------------|-----------|---------|---------|-----------|--------|-----------|
| Premium Income        | \$2,466.6 | \$281.2 | \$668.1 | \$607.9   | \$—    | \$4,023.8 |
| Net Investment Income | 430.7     | 62.1    | 73.9    | 652.1     | 13.9   | 1,232.7   |
| Other Income          | 62.3      | —       | —       | 46.0      | 0.8    | 109.1     |
| Operating Revenue     | \$2,959.6 | \$343.3 | \$742.0 | \$1,306.0 | \$14.7 | \$5,365.6 |

Operating Income (Loss) \$417.1 \$70.9 \$155.2 \$63.3 \$(63.3) \$643.2

June 30      December  
2016      31  
2015  
(in millions of  
dollars)

Assets

Unum US      \$18,310.8      \$18,242.4

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|               |            |            |
|---------------|------------|------------|
| Unum UK       | 3,325.2    | 3,432.4    |
| Colonial Life | 3,874.2    | 3,776.8    |
| Closed Block  | 34,559.8   | 33,000.9   |
| Corporate     | 3,783.1    | 2,111.1    |
| Total Assets  | \$63,853.1 | \$60,563.6 |



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 7 - Segment Information - Continued

We measure and analyze our segment performance on the basis of "operating revenue" and "operating income" or "operating loss", which differ from total revenue and income before income tax as presented in our consolidated statements of income due to the exclusion of net realized investment gains and losses and non-operating retirement-related gains or losses as specified in the reconciliations below. We believe operating revenue and operating income or loss are better performance measures and better indicators of the revenue and profitability and underlying trends in our business. These performance measures are in accordance with GAAP guidance for segment reporting, but they should not be viewed as a substitute for total revenue, income before income tax, or net income.

Realized investment gains or losses depend on market conditions and do not necessarily relate to decisions regarding the underlying business of our segments. Our investment focus is on investment income to support our insurance liabilities as opposed to the generation of realized investment gains or losses. Although we may experience realized investment gains or losses which will affect future earnings levels, a long-term focus is necessary to maintain profitability over the life of the business since our underlying business is long-term in nature, and we need to earn the interest rates assumed in calculating our liabilities.

The amortization of prior period actuarial gains or losses, a component of the net periodic benefit cost for our pensions and other postretirement benefit plans, is driven by market performance as well as plan amendments and is not indicative of the operational results of our businesses. We believe that excluding the amortization of prior period gains or losses from operating income or loss provides investors with additional information for comparison and analysis of our operating results. Although we manage our non-operating retirement-related gains or losses separately from the operational performance of our business, these gains or losses impact the overall profitability of our company and have historically increased or decreased over time, depending on plan amendments and market conditions and the resulting impact on the actuarial gains or losses in our pensions and other postretirement benefit plans.

A reconciliation of total revenue to "operating revenue" and income before income tax to "operating income" is as follows:

|                                       | Three Months Ended       |           | Six Months Ended |           |
|---------------------------------------|--------------------------|-----------|------------------|-----------|
|                                       | June 30                  | June 30   | June 30          | June 30   |
|                                       | 2016                     | 2015      | 2016             | 2015      |
|                                       | (in millions of dollars) |           |                  |           |
| Total Revenue                         | \$2,761.3                | \$2,703.7 | \$5,486.7        | \$5,351.1 |
| Excluding:                            |                          |           |                  |           |
| Net Realized Investment Gain (Loss)   | 5.3                      | 0.8       | (15.2 )          | (14.5 )   |
| Operating Revenue                     | \$2,756.0                | \$2,702.9 | \$5,501.9        | \$5,365.6 |
| Income Before Income Tax              | \$340.2                  | \$319.8   | \$644.4          | \$622.8   |
| Excluding:                            |                          |           |                  |           |
| Net Realized Investment Gain (Loss)   | 5.3                      | 0.8       | (15.2 )          | (14.5 )   |
| Non-operating Retirement-related Loss | (4.0 )                   | (2.9 )    | (8.1 )           | (5.9 )    |
| Operating Income                      | \$338.9                  | \$321.9   | \$667.7          | \$643.2   |

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 8 - Employee Benefit Plans

## Defined Benefit Pension and Other Postretirement Benefit (OPEB) Plans

We sponsor several defined benefit pension and OPEB plans for our employees, including non-qualified pension plans. We maintain a separate defined benefit plan for eligible employees in our U.K. operation. The U.S. defined benefit pension plans were closed to new entrants and amended to freeze participation and benefit accruals for existing participants effective December 31, 2013. The U.K. defined benefit plan was closed to new entrants effective December 31, 2002 and was amended to freeze participation for existing participants effective June 30, 2014.

Effective August 1, 2016, we will amend the retiree medical benefits portion of our OPEB plan to transition a majority of participants to a private exchange for their health insurance coverage. Previously, participants paid a subsidized premium, but effective with this amendment, participants will purchase coverage on a private exchange and will be subsequently reimbursed through a Health Reimbursement Account (HRA) for an amount equivalent to the subsidy that was previously provided. To encourage participants to continue their participation in the plan and to ease the financial burden of the transition, participants will receive a one-time payment to pre-fund their HRA to minimize the initial out-of-pocket cost of purchasing health insurance. The amendment does not materially change the benefit obligation of the plan.

The following table provides the components of the net periodic benefit cost (credit) for the defined benefit pension and OPEB plans.

|                                | Three Months Ended June 30 |         |                |         |       |       |
|--------------------------------|----------------------------|---------|----------------|---------|-------|-------|
|                                | Pension Benefits           |         |                |         |       |       |
|                                | U.S. Plans                 |         | U.K. Plan      |         | OPEB  |       |
|                                | 2016                       | 2015    | 2016           | 2015    | 2016  | 2015  |
|                                | (in millions of dollars)   |         |                |         |       |       |
| Service Cost                   | \$1.8                      | \$0.9   | \$—            | \$—     | \$—   | \$—   |
| Interest Cost                  | 21.3                       | 20.6    | 1.8            | 1.9     | 1.8   | 1.8   |
| Expected Return on Plan Assets | (25.7)                     | (27.2)  | (2.7)          | (3.1)   | (0.1) | (0.1) |
| Amortization of:               |                            |         |                |         |       |       |
| Net Actuarial Loss             | 4.0                        | 2.8     | —              | 0.1     | —     | —     |
| Prior Service Credit           | —                          | —       | —              | —       | (0.1) | (0.1) |
| Plan Amendment                 | —                          | —       | —              | —       | 0.9   | —     |
| Total                          | \$1.4                      | \$(2.9) | \$(0.9)        | \$(1.1) | \$2.5 | \$1.6 |
|                                | Six Months Ended June 30   |         |                |         |       |       |
|                                | Pension Benefits           |         |                |         |       |       |
|                                | U.S. Plans                 |         | Non U.S. Plans |         | OPEB  |       |
|                                | 2016                       | 2015    | 2016           | 2015    | 2016  | 2015  |
|                                | (in millions of dollars)   |         |                |         |       |       |
| Service Cost                   | \$3.5                      | \$1.9   | \$—            | \$—     | \$—   | \$—   |
| Interest Cost                  | 42.6                       | 41.1    | 3.7            | 3.9     | 3.6   | 3.6   |
| Expected Return on Plan Assets | (51.4)                     | (54.4)  | (5.4)          | (6.2)   | (0.3) | (0.3) |
| Amortization of:               |                            |         |                |         |       |       |
| Net Actuarial Loss             | 8.1                        | 5.7     | —              | 0.2     | —     | —     |
| Prior Service Credit           | (0.1)                      | —       | —              | —       | (0.1) | (0.1) |
| Plan Amendment                 | —                          | —       | —              | —       | 0.9   | —     |

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Total \$2.7 \$(5.7) \$(1.7) \$(2.1) \$4.1 \$3.2

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## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 9 - Stockholders' Equity and Earnings Per Common Share

## Earnings Per Common Share

Net income per common share is determined as follows:

|  | Three Months                                |           | Six Months    |           |
|--|---|-----------|---------------|-----------|
|  | Ended June 30                               |           | Ended June 30 |           |
|  | 2016  | 2015      | 2016          | 2015      |
|  | (in millions of dollars, except share data) |           |               |           |
| Numerator  |   |           |               |           |
| Net Income   | \$236.8                                     | \$ 224.3  | \$447.4       | \$ 437.2  |
| Denominator (000s)   |   |           |               |           |
| Weighted Average Common Shares - Basic                                     | 236,892,248                                 | 248,318.6 | 238,254,249   | 249,885.0 |
| Dilution for Assumed Exercises of Stock Options and Nonvested Stock Awards | 426.0                                       | 873.6     | 368.5         | 820.5     |
| Weighted Average Common Shares - Assuming Dilution                         | 237,318,248                                 | 249,192.2 | 238,622,249   | 250,705.5 |
| Net Income Per Common Share  |   |           |               |           |
| Basic  | \$1.00                                      | \$ 0.90   | \$1.88        | \$ 1.75   |
| Assuming Dilution  | \$1.00                                      | \$ 0.90   | \$1.87        | \$ 1.74   |

We use the treasury stock method to account for the effect of outstanding stock options, nonvested restricted stock units, and nonvested performance share units on the computation of diluted earnings per share. Under this method, these potential common shares will each have a dilutive effect, as individually measured, when the average market price of Unum Group common stock during the period exceeds the exercise price of the stock options and the grant price of the nonvested restricted stock units and the nonvested performance share units. The outstanding stock options have exercise prices ranging from \$11.37 to \$26.29, the nonvested restricted stock units have grant prices ranging from \$27.85 to \$36.95, and the nonvested performance share units have grant prices ranging from \$27.85 to \$34.08.

In computing earnings per share assuming dilution, only potential common shares that are dilutive (those that reduce earnings per share) are included. For the three months ended June 30, 2016 and the six months ended June 30, 2016 and 2015, there were approximately 0.5 million potential common shares that were excluded in the computation of diluted earnings per share because the impact would be antidilutive, based on then current market prices. A de minimus amount of potential common shares were antidilutive for the three months ended June 30, 2015.

## Common Stock

During the second quarter of 2016, our board of directors authorized the repurchase of up to \$750.0 million of Unum Group's outstanding common stock through November 26, 2017. This authorization replaced the previous authorization of \$750.0 million that was scheduled to expire on November 21, 2016. The remaining repurchase amount under the new program was \$698.7 million at June 30, 2016.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 9 - Stockholders' Equity and Earnings Per Common Share - Continued

Common stock repurchases, which are accounted for using the cost method and classified as treasury stock until otherwise retired, were as follows:

|                                | Three Months  |         | Six Months    |         |
|--------------------------------|---------------|---------|---------------|---------|
|                                | Ended June 30 |         | Ended June 30 |         |
|                                | 2016          | 2015    | 2016          | 2015    |
|                                | (in millions) |         |               |         |
| Shares Repurchased             | 2.8           | 3.0     | 6.5           | 6.2     |
| Cost of Shares Repurchased (1) | \$100.1       | \$103.1 | \$200.1       | \$211.2 |

(1) Includes commissions of \$0.1 million for the three month period ended June 30, 2016 and the six month periods ended June 30, 2016 and 2015. For the three month period ended June 30, 2015 there was a de minimus amount of commissions.

## Preferred Stock

Unum Group has 25.0 million shares of preferred stock authorized with a par value of \$0.10 per share. No preferred stock has been issued to date.

## Note 10 - Commitments and Contingent Liabilities

## Contingent Liabilities

We are a defendant in a number of litigation matters. In some of these matters, no specified amount is sought. In others, very large or indeterminate amounts, including punitive and treble damages, are asserted. There is a wide variation of pleading practice permitted in the United States courts with respect to requests for monetary damages, including some courts in which no specified amount is required and others which allow the plaintiff to state only that the amount sought is sufficient to invoke the jurisdiction of that court. Further, some jurisdictions permit plaintiffs to allege damages well in excess of reasonably possible verdicts. Based on our extensive experience and that of others in the industry with respect to litigating or resolving claims through settlement over an extended period of time, we believe that the monetary damages asserted in a lawsuit or claim bear little relation to the merits of the case, or the likely disposition value. Therefore, the specific monetary relief sought is not stated.

Unless indicated otherwise in the descriptions below, reserves have not been established for litigation and contingencies. An estimated loss is accrued when it is both probable that a liability has been incurred and the amount of the loss can be reasonably estimated.

## Claims Handling Matters

We and our insurance subsidiaries, in the ordinary course of our business, are engaged in claim litigation where disputes arise as a result of a denial or termination of benefits. Most typically these lawsuits are filed on behalf of a single claimant or policyholder, and in some of these individual actions punitive damages are sought, such as claims alleging bad faith in the handling of insurance claims. For our general claim litigation, we maintain reserves based on experience to satisfy judgments and settlements in the normal course. We expect that the ultimate liability, if any, with respect to general claim litigation, after consideration of the reserves maintained, will not be material to our

consolidated financial condition. Nevertheless, given the inherent unpredictability of litigation, it is possible that an adverse outcome in certain claim litigation involving punitive damages could, from time to time, have a material adverse effect on our consolidated results of operations in a period, depending on the results of operations for the particular period.

From time to time class action allegations are pursued where the claimant or policyholder purports to represent a larger number of individuals who are similarly situated. Since each insurance claim is evaluated based on its own merits, there is rarely a single act or series of actions which can properly be addressed by a class action. Nevertheless, we monitor these cases closely and defend ourselves appropriately where these allegations are made.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 10 - Commitments and Contingent Liabilities - Continued

Miscellaneous Matters

Beginning in 2011, a number of state regulators began requiring insurers to cross-check specified insurance policies with the Social Security Administration's Death Master File to identify potential matches. If a potential match was identified, insurers were requested to determine if benefits were due, locate beneficiaries, and make payments where appropriate. We initiated this process where requested, and in 2012 we began implementing this process in all states on a forward-looking basis. In addition to implementing this on a forward-looking basis, in 2013 we began an initiative to search for potential claims from previous years. During 2013, we completed our assessment of benefits which we estimate will be paid under this initiative, and as such, established additional reserves for payment of these benefits. Similar to other insurers, we are undergoing an examination by a third party acting on behalf of a number of state treasurers concerning our compliance with the unclaimed property laws of the participating states. We are cooperating fully with this examination, as well as with a Delaware Market Conduct examination involving the same issue. The legal and regulatory environment around unclaimed death benefits continues to evolve. It is possible that the current examination and/or similar investigations by other state jurisdictions may result in additional payments to beneficiaries, the payment of abandoned funds under state law, and/or administrative penalties, the total of which may be in excess of the reserves established.

In December 2012, State of West Virginia ex rel. John D. Perdue v. Provident Life and Accident Insurance Company and State of West Virginia ex rel. John D. Perdue v. Colonial Life & Accident Insurance Company were filed in the Circuit Court of Putnam County, West Virginia. These two separate complaints alleged violations of the West Virginia Uniform Unclaimed Property Act by failing to identify and report all unclaimed insurance policy proceeds due to be escheated to West Virginia. The complaints sought to examine company records and assess penalties and costs in an undetermined amount. In December 2013, the court dismissed both complaints, holding that the West Virginia Uniform Unclaimed Property Act does not require insurance companies to periodically search the Social Security Administrations' Death Master File or escheat unclaimed life insurance benefits until a claim has been submitted. In January 2014, the plaintiff appealed the dismissal of both complaints. In June 2015, the appellate court reinstated the case, holding that the West Virginia Uniform Unclaimed Property Act requires insurers to make reasonable efforts to determine whether their insureds are still living. The case was remanded to the trial court where we answered the complaints.

In May 2013, a purported class action complaint was filed in the Superior Court of California, County of Los Angeles. The plaintiff sought to represent a class of California insureds who were issued long-term care policies containing an inflation protection feature. The plaintiff alleged we incorrectly administered the inflation protection feature, resulting in an underpayment of benefits. The complaint made allegations against us for breach of contract, bad faith, fraud, violation of Business and Professions Code 17200, and injunctive relief. We removed the case to the United States District Court for the Central District of California, and plaintiff filed an amended complaint on behalf of a nationwide class of insureds who were issued long-term care policies containing an inflation protection feature. After we answered the complaint, the court permitted the plaintiff to file another amended complaint entitled Michael Don, Executor of The Estate of Ruben Don, Leroy Little, by and through his Guardian ad Litem Tamara Pelham, and Carolyn Little v. Unum Group, and Unum Life Insurance Company of America containing similar allegations. In April 2015, we again answered the complaint. The plaintiffs filed a motion seeking certification of five subclasses, and we filed our opposition. In February 2016, the plaintiffs filed a motion for preliminary approval of settlement for a class of certain insureds issued long-term care policies containing an inflation protection feature as well as certain insureds who requested copies of their long-term care policies. In July 2016, the court issued a final order approving the settlement. We adjusted our previously accrued estimated loss contingency as a result of the final settlement, the amount of which was immaterial to our consolidated financial position and results of operations.

Summary

Various lawsuits against us, in addition to those discussed above, have arisen in the normal course of business. Further, state insurance regulatory authorities and other federal and state authorities regularly make inquiries and conduct investigations concerning our compliance with applicable insurance and other laws and regulations.



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - Continued

Unum Group and Subsidiaries

June 30, 2016

Note 10 - Commitments and Contingent Liabilities - Continued

Given the complexity and scope of our litigation and regulatory matters, it is not possible to predict the ultimate outcome of all pending investigations or legal proceedings or provide reasonable estimates of potential losses, except if noted in connection with specific matters. It is possible that our results of operations or cash flows in a particular period could be materially affected by an ultimate unfavorable outcome of pending litigation or regulatory matters depending, in part, on our results of operations or cash flows for the particular period. We believe, however, that the ultimate outcome of all pending litigation and regulatory matters, after consideration of applicable reserves and rights to indemnification, should not have a material adverse effect on our financial position.

Note 11 - Other

Definitive Purchase Agreement

We have entered into a definitive agreement to acquire H&J Capital, LLC, parent of Starmount Life Insurance Company and AlwaysCare Benefits (which collectively we refer to as Starmount), for a purchase price of \$127 million plus net assets received. The acquisition of Starmount, a leading independent provider of dental and vision insurance in the U.S. workplace, will broaden our employee benefit offerings in both Unum US and Colonial Life. The transaction is expected to close by the end of the third quarter of 2016, subject to customary approvals and closing conditions.

Debt

In May 2016, we issued a total of \$600.0 million aggregate principal amount of senior notes in two tranches: (i) \$350.0 million aggregate principal amount of senior notes due in 2021 with an annual coupon rate of 3.00%, and (ii) \$250.0 million aggregate principal amount of senior notes due in 2042 with an annual coupon rate of 5.75%, pursuant to a reopening of the \$250.0 million aggregate principal amount outstanding of our 5.75% senior notes due 2042 issued in 2012. Both issuances are callable at or above par and rank equally in the right of payment with all of our other unsecured and unsubordinated debt.

At June 30, 2016, short-term debt consisted entirely of our senior unsecured notes due September 2016. Also included in the carrying amount of short-term debt are deferred debt costs of \$0.2 million and a \$0.9 million fair value hedge liability on the notes, with a corresponding fair value hedge asset included in other long-term investments.

In March 2016, we amended the terms of our five-year \$400.0 million credit facility, which was previously set to expire in 2018, to extend through March 2021. At June 30, 2016, letters of credit totaling \$2.1 million had been issued from the credit facility, but there were no borrowed amounts outstanding.

During the six months ended June 30, 2016, we made principal payments of \$24.0 million on our senior secured non-recourse notes issued by Northwind Holdings, LLC.

Income Tax

In the first quarter of 2015, we reached agreement with the Internal Revenue Service on all outstanding issues related to the examinations for 2009 and 2010 tax years and refund claims filed for tax credits related to tax years 2003 through 2012. As a result of this agreement, we reduced our reserve for uncertain tax positions in our consolidated

balance sheet by \$19.3 million. We also recognized in our consolidated statements of income a reduction in federal income taxes of \$5.8 million.

## ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

### Executive Summary

Unum Group, a Delaware general business corporation, and its insurance and non-insurance subsidiaries, which collectively with Unum Group we refer to as the Company, operate in the United States, the United Kingdom, and, to a limited extent, in certain other countries. The principal operating subsidiaries in the United States are Unum Life Insurance Company of America, Provident Life and Accident Insurance Company, The Paul Revere Life Insurance Company, and Colonial Life & Accident Insurance Company, and in the United Kingdom, Unum Limited. We are the largest provider of disability insurance products in the United States and the United Kingdom. We also provide a complementary portfolio of other insurance products, including employer- and employee-paid group benefits, life insurance, and other related services.

We have three principal operating business segments: Unum US, Unum UK, and Colonial Life. Our other segments are the Closed Block and Corporate segments. These segments are discussed more fully under "Segment Results" included herein in this Item 2.

The benefits we provide help protect people from the financial hardship of illness, injury, or loss of life by providing support when it is needed most. As one of the leading providers of employee benefits in the U.S. and the U.K., we offer a broad portfolio of products and services through the workplace.

Specifically, we offer group, individual, and voluntary benefits, either as stand-alone products or combined with other coverages, that help employers of all sizes attract and retain a stronger workforce while protecting the incomes and livelihood of their employees. We believe employer-sponsored benefits represent the single most effective way to provide workers with access to the information and options they need to protect their financial stability. Working people and their families, particularly those at lower and middle incomes, are perhaps the most vulnerable in today's economy yet are often overlooked by many providers of financial services and products. For many of these people, employer-sponsored benefits are the primary defense against the potentially catastrophic fallout of death, illness, or injury.

We have established a corporate culture consistent with the social values our products provide. We are committed not only to meeting the needs of our customers who depend on us, but also to operating with integrity and being accountable for our actions. Our sound and consistent business practices, strong internal compliance program, and comprehensive risk management strategy enable us to operate efficiently as well as to identify and address potential areas of risk in our business. We have also applied these same values to our social responsibility efforts. Because we see important links between the obligations we have to all of our stakeholders, we place a strong emphasis on contributing to positive change in our communities.

This discussion and analysis should be read in conjunction with the consolidated financial statements and notes thereto in Part I, Item 1 contained in this Form 10-Q and with the "Cautionary Statement Regarding Forward-Looking Statements" included below the Table of Contents, as well as the discussion, analysis, and consolidated financial statements and notes thereto in Part I, Items 1 and 1A, and Part II, Items 6, 7, 7A, and 8 of our annual report on Form 10-K for the year ended December 31, 2015.

### Operating Performance and Capital Management

For the second quarter of 2016, we reported net income of \$236.8 million, or \$1.00 per diluted common share, compared to net income of \$224.3 million, or \$0.90 per diluted common share, in the same period of 2015. For the

first six months of 2016, net income was \$447.4 million, or \$1.87 per diluted common share, compared to net income of \$437.2 million, or \$1.74 per diluted common share, in the same period of 2015. Included in these results are net realized investment gains and losses and non-operating retirement-related gains or losses. Adjusting for these items, after-tax operating income was \$235.7 million, or \$0.99 per diluted common share, in the second quarter of 2016, compared to \$222.6 million, or \$0.89 per diluted common share, in the same period of 2015. After-tax operating income was \$462.5 million, or \$1.94 per diluted common share, in the first six months of 2016, compared to \$447.4 million, or \$1.78 per diluted common share, in the same period of 2015.

Our weighted average common shares outstanding, assuming dilution, equaled 237.3 million and 249.2 million for the second quarters of 2016 and 2015, respectively, and 238.6 million and 250.7 million for the first six months of 2016 and 2015, respectively, reflecting our capital management strategy of returning capital to shareholders through repurchases of our common stock.

Our Unum US segment reported an increase in operating income of 12.0 percent and 6.2 percent in the second quarter and first six months of 2016, respectively, compared to the same periods of 2015, with growth in premium income and overall favorable benefits experience, partially offset by lower net investment income. The benefit ratios for our Unum US segment for the second quarter and first six months of 2016 were 69.1 percent and 69.2 percent, respectively, compared to 71.2 percent and 69.7 percent in the same periods of 2015. Unum US sales increased 1.4 percent but decreased 2.0 percent in the second quarter and first six months of 2016, respectively, compared to the same periods of 2015. Persistency was mostly favorable relative to the prior year and is consistent with our expectations.

Our Unum UK segment reported an increase in operating income, as measured in Unum UK's local currency, of 2.8 percent and 5.8 percent in the second quarter and first six months of 2016, respectively, compared to the same periods of 2015, with growth in premium income and generally stable benefits experience. The benefit ratios for Unum UK were 70.1 percent and 69.0 percent in the second quarter and first six months of 2016, respectively, compared to 70.7 percent and 68.0 percent in the same periods of 2015. Unum UK sales in local currency increased 19.4 percent and 18.0 percent in the second quarter and first six months of 2016, respectively, compared to the same periods of 2015. Persistency was generally stable relative to the prior year and is consistent with our expectations.

Our Colonial Life segment reported an increase in operating income of 0.4 percent and 0.1 percent in the second quarter and first six months of 2016, respectively, compared to the same periods of 2015, with growth in premium income, partially offset by a decline in net investment income and slightly less favorable overall benefits experience. The benefit ratios for Colonial Life were 51.1 percent and 51.0 percent in the second quarter and first six months of 2016, respectively, compared to 50.4 percent and 50.8 percent in the same periods of 2015. Colonial Life sales increased 13.3 percent and 14.5 percent in the second quarter and first six months of 2016, respectively, compared to the same periods of 2015. Persistency declined relative to the prior year but remains within our expectations.

Our Closed Block segment reported a decrease in operating income of 10.9 percent but an increase of 4.7 percent in the second quarter and first six months of 2016, respectively, compared to the same periods of 2015. Operating results for this segment were driven primarily by growth in net investment income and less favorable benefits experience for both periods in 2016 relative to 2015. Benefits experience year-to-date for both individual disability and long-term care generally remains within our range of expectations, although we may continue to experience quarterly volatility.

Although our profit margins continue to be pressured by the impact of the low interest rate environment on our net investment income yields, our invested asset quality remains strong. The net unrealized gain on our fixed maturity securities was \$6.3 billion at June 30, 2016 compared to \$3.7 billion at December 31, 2015, with the increase due primarily to a decrease in U.S. Treasury rates and credit spreads during the first six months of 2016. The earned book yield on our investment portfolio was 5.28 percent for the first six months of 2016 compared to a yield of 5.40 percent for full year 2015.

We believe our capital and financial positions are strong. At June 30, 2016, the risk-based capital (RBC) ratio for our traditional U.S. insurance subsidiaries, calculated on a weighted average basis using the NAIC Company Action Level formula, was approximately 390 percent, in line with our expectations. During the first six months of 2016, we repurchased 6.5 million shares of Unum Group common stock under our share repurchase program, at a cost of approximately \$200 million. As of June 30, 2016, Unum Group and our intermediate holding companies held fixed maturity securities, short-term investments, and cash of approximately \$600 million, excluding amounts committed for the third quarter debt maturity, subsidiary contributions, and the anticipated Starmount acquisition.

## Brexit Referendum

In June 2016, the U.K. voted to leave the European Union under the referendum commonly referred to as "Brexit." The nature and extent of the effects on interest rates, economic performance, and financial markets is still uncertain, and the financial market uncertainty may adversely affect both our U.S. and U.K. operations. While we may experience volatility in the fair values of our investments in U.K. and European Union-based issuers in the short term, we do not expect a material increase in other-than-temporary impairments or defaults, nor do we believe this volatility will impact our ability to hold these investments.

We may see some near-term dampening of growth in the U.K. due to the current disruption and uncertainty in the U.K. economy. There are currently no indications that capital requirements for our U.K. operations will change, but economic conditions may in the near term cause volatility in our solvency ratios. Our reported consolidated operating results will be unfavorably impacted by the weakening of the British pound sterling relative to the preceding periods, but this is a reporting impact and not an indication of profitability in our U.K. operations. Further discussion is contained herein in this Item 2.

## Definitive Purchase Agreement

We have entered into a definitive agreement to acquire H&J Capital, LLC, parent of Starmount Life Insurance Company and AlwaysCare Benefits (which collectively we refer to as Starmount), for a purchase price of \$127 million plus net assets received. The acquisition of Starmount, a leading independent provider of dental and vision insurance in the U.S. workplace, will broaden our employee benefit offerings in both Unum US and Colonial Life. The transaction, which we anticipate will close by the end of the third quarter of 2016 subject to customary approvals and closing conditions, is not expected to materially impact our results of operations or financial position for 2016 or alter our share repurchase and common stock dividend strategy.

## Consolidated Company Outlook

We believe our disciplined approach to providing financial protection products at the workplace puts us in a position of strength as we seek to capitalize on the growing and largely unfilled need for our products and services. We believe the need for our products and services remains strong, and we intend to continue protecting our solid margins and returns through our pricing and risk actions. We continue to invest in our infrastructure and our employees, with a focus on quality and simplification of processes and offerings. Our strategy is centered on maintaining a strong customer focus while providing an innovative product portfolio of financial protection choices to deepen employee coverages, broaden employer relationships, and open new markets.

Our focus throughout 2016 will remain on profitably growing our business, maintaining solid margins through disciplined pricing, underwriting and expense management, and effectively managing our capital. Although the low interest rate environment continues to place pressure on our profit margins and could unfavorably impact the adequacy of our reserves for some products, we continue to analyze and employ strategies that we believe will help us navigate this environment and allow us to maintain solid operating margins and significant financial flexibility to support the needs of our businesses, while also continuing to return capital to our shareholders. We have substantial leverage to rising interest rates and an improving economy which generates payroll growth and wage inflation. We believe that consistent operating results, combined with the implementation of strategic initiatives and the effective deployment of capital, will allow us to meet our long-term financial objectives.

Further discussion is contained in this Item 2 and in the "Notes to Consolidated Financial Statements" contained herein in Item 1.

## Reconciliation of Non-GAAP and Other Financial Measures

We analyze our performance using non-GAAP financial measures. A non-GAAP financial measure is a numerical measure of a company's performance, financial position, or cash flows that excludes or includes amounts that are not normally excluded or included in the most directly comparable measure calculated and presented in accordance with GAAP. The non-GAAP financial measure of "after-tax operating income" differs from net income as presented in our consolidated operating results and income statements prepared in accordance with GAAP due to the exclusion of net realized investment gains and losses and non-operating retirement-related gains or losses as specified in the reconciliations below. We believe operating income is a better performance measure and better indicator of the profitability and underlying trends in our business.

Realized investment gains or losses depend on market conditions and do not necessarily relate to decisions regarding the underlying business of our segments. Our investment focus is on investment income to support our insurance liabilities as opposed to the generation of realized investment gains or losses. Although we may experience realized investment gains or losses which will affect future earnings levels, a long-term focus is necessary to maintain profitability over the life of the

business since our underlying business is long-term in nature, and we need to earn the interest rates assumed in calculating our liabilities.

The amortization of prior period actuarial gains or losses, a component of the net periodic benefit cost for our pensions and other postretirement benefit plans, is driven by market performance as well as plan amendments and is not indicative of the operational results of our businesses. We believe that excluding the amortization of prior period gains or losses from operating income or loss provides investors with additional information for comparison and analysis of our operating results. Although we manage our non-operating retirement-related gains or losses separately from the operational performance of our business, these gains or losses impact the overall profitability of our company and have historically increased or decreased over time, depending on plan amendments and market conditions and the resulting impact on the actuarial gains or losses in our pensions and other postretirement benefit plans.

We may at other times exclude certain other items from our discussion of financial ratios and metrics in order to enhance the understanding and comparability of our operational performance and the underlying fundamentals, but this exclusion is not an indication that similar items may not recur and does not replace net income or net loss as a measure of our overall profitability.

A reconciliation of GAAP financial measures to our non-GAAP financial measures is as follows:

|   | Three Months Ended June 30 |                        |               |                        |
|---|----------------------------|------------------------|---------------|------------------------|
|   | 2016                       |                        | 2015          |                        |
|   | (in millions)              | per share <sup>*</sup> | (in millions) | per share <sup>*</sup> |
| Net Income  | \$236.8                    | \$1.00                 | \$224.3       | \$0.90                 |
| Excluding:  |                            |                        |               |                        |
| Net Realized Investment Gain (net of tax expense (benefit) of \$1.5; \$(2.9)) | 3.8                        | 0.02                   | 3.7           | 0.02                   |
| Non-operating Retirement-related Loss (net of tax benefit of \$1.3; \$0.9)    | (2.7 )                     | (0.01 )                | (2.0 )        | (0.01 )                |
| After-tax Operating Income  | \$235.7                    | \$0.99                 | \$222.6       | \$0.89                 |
|   |                            |                        |               |                        |
|   | Six Months Ended June 30   |                        |               |                        |
|   | 2016                       |                        | 2015          |                        |
|   | (in millions)              | per share <sup>*</sup> | (in millions) | per share <sup>*</sup> |
| Net Income  | \$447.4                    | \$1.87                 | \$437.2       | \$1.74                 |
| Excluding:  |                            |                        |               |                        |
| Net Realized Investment Loss (net of tax benefit of \$5.4; \$8.2)             | (9.8 )                     | (0.05 )                | (6.3 )        | (0.02 )                |
| Non-operating Retirement-related Loss (net of tax benefit of \$2.8; \$2.0)    | (5.3 )                     | (0.02 )                | (3.9 )        | (0.02 )                |
| After-tax Operating Income  | \$462.5                    | \$1.94                 | \$447.4       | \$1.78                 |

\* Assuming Dilution



We measure and analyze our segment performance on the basis of "operating revenue" and "operating income" or "operating loss", which differ from total revenue and income before income tax as presented in our consolidated statements of income due to the exclusion of net realized investment gains and losses and non-operating retirement-related gains or losses as specified in the reconciliations below. These performance measures are in accordance with GAAP guidance for segment reporting, but they should not be viewed as a substitute for total revenue, income before income tax, or net income. A reconciliation of total revenue to "operating revenue" and income before income tax to "operating income" is as follows:

|                                       | Three Months Ended       |           | Six Months Ended |           |
|---------------------------------------|--------------------------|-----------|------------------|-----------|
|                                       | June 30                  |           | June 30          |           |
|                                       | 2016                     | 2015      | 2016             | 2015      |
|                                       | (in millions of dollars) |           |                  |           |
| Total Revenue                         | \$2,761.3                | \$2,703.7 | \$5,486.7        | \$5,351.1 |
| Excluding:                            |                          |           |                  |           |
| Net Realized Investment Gain (Loss)   | 5.3                      | 0.8       | (15.2 )          | (14.5 )   |
| Operating Revenue                     | \$2,756.0                | \$2,702.9 | \$5,501.9        | \$5,365.6 |
| Income Before Income Tax              | \$340.2                  | \$319.8   | \$644.4          | \$622.8   |
| Excluding:                            |                          |           |                  |           |
| Net Realized Investment Gain (Loss)   | 5.3                      | 0.8       | (15.2 )          | (14.5 )   |
| Non-operating Retirement-related Loss | (4.0 )                   | (2.9 )    | (8.1 )           | (5.9 )    |
| Operating Income                      | \$338.9                  | \$321.9   | \$667.7          | \$643.2   |

#### Critical Accounting Estimates

We prepare our financial statements in accordance with GAAP. The preparation of financial statements in conformity with GAAP requires us to make estimates and assumptions that affect amounts reported in our financial statements and accompanying notes. Estimates and assumptions could change in the future as more information becomes known, which could impact the amounts reported and disclosed in our financial statements.

The accounting estimates deemed to be most critical to our financial position and results of operations are those related to reserves for policy and contract benefits, deferred acquisition costs, valuation of investments, pension and postretirement benefit plans, income taxes, and contingent liabilities. There have been no significant changes in our critical accounting estimates during the first six months of 2016.

For additional information, refer to our significant accounting policies in Note 1 of the "Notes to Consolidated Financial Statements" in Part II, Item 8 and "Critical Accounting Estimates" in Part II, Item 7 of our annual report on Form 10-K for the year ended December 31, 2015.

#### Accounting Developments

See Note 2 of the "Notes to Consolidated Financial Statements" contained herein in Item 1 for further information on accounting developments.

Consolidated Operating Results  
(in millions of dollars)

|   | Three Months Ended June 30 |            |                | Six Months Ended June 30 |            |                |
|---|----------------------------|------------|----------------|--------------------------|------------|----------------|
|   | 2016                       | % Change   | 2015           | 2016                     | % Change   | 2015           |
| <b>Revenue</b>                                      |                            |            |                |                          |            |                |
| Premium Income                                      | \$2,081.6                  | 3.2 %      | \$2,017.5      | \$4,169.1                | 3.6 %      | \$4,023.8      |
| Net Investment Income                               | 623.3                      | (1.2 )     | 630.7          | 1,229.7                  | (0.2 )     | 1,232.7        |
| Net Realized Investment Gain (Loss)                 | 5.3                        | N.M.       | 0.8            | (15.2 )                  | 4.8        | (14.5 )        |
| Other Income  | 51.1                       | (6.6 )     | 54.7           | 103.1                    | (5.5 )     | 109.1          |
| <b>Total Revenue</b>                                | <b>2,761.3</b>             | <b>2.1</b> | <b>2,703.7</b> | <b>5,486.7</b>           | <b>2.5</b> | <b>5,351.1</b> |
| <b>Benefits and Expenses</b>                        |                            |            |                |                          |            |                |
| Benefits and Change in Reserves for Future Benefits | 1,733.5                    | 1.8        | 1,702.8        | 3,463.3                  | 3.2        | 3,356.7        |
| Commissions   | 255.0                      | 4.3        | 244.6          | 514.9                    | 2.7        | 501.5          |
| Interest and Debt Expense                           | 42.4                       | 11.6       | 38.0           | 81.0                     | 6.9        | 75.8           |
| Deferral of Acquisition Costs                       | (146.7 )                   | 4.3        | (140.7 )       | (299.2 )                 | 4.7        | (285.7 )       |
| Amortization of Deferred Acquisition Costs          | 126.2                      | 1.7        | 124.1          | 258.4                    | —          | 258.4          |
| Compensation Expense                                | 202.9                      | (1.0 )     | 205.0          | 410.5                    | (1.8 )     | 418.1          |
| Other Expenses                                      | 207.8                      | (1.1 )     | 210.1          | 413.4                    | 2.5        | 403.5          |
| <b>Total Benefits and Expenses</b>                  | <b>2,421.1</b>             | <b>1.6</b> | <b>2,383.9</b> | <b>4,842.3</b>           | <b>2.4</b> | <b>4,728.3</b> |
| <b>Income Before Income Tax</b>                     | <b>340.2</b>               | <b>6.4</b> | <b>319.8</b>   | <b>644.4</b>             | <b>3.5</b> | <b>622.8</b>   |
| <b>Income Tax</b>                                   | <b>103.4</b>               | <b>8.3</b> | <b>95.5</b>    | <b>197.0</b>             | <b>6.1</b> | <b>185.6</b>   |
| <b>Net Income</b>                                   | <b>\$236.8</b>             | <b>5.6</b> | <b>\$224.3</b> | <b>\$447.4</b>           | <b>2.3</b> | <b>\$437.2</b> |

N.M. = not a meaningful percentage

The comparability of our financial results between years is affected by the fluctuation in the British pound sterling to dollar exchange rate. The functional currency of our U.K. operations is the British pound sterling. In periods when the pound weakens relative to the preceding period, translating pounds into dollars decreases current period results relative to the prior period. In periods when the pound strengthens, translating pounds into dollars increases current period results relative to the prior period. Our weighted average pound/dollar exchange rate was 1.436 and 1.532 for the three months ended June 30, 2016 and 2015, respectively, and 1.433 and 1.525 for the six months ended June 30, 2016 and 2015, respectively. If 2015 results for our U.K. operations had been translated at the lower exchange rates of 2016, our operating revenue and operating income by segment would have been lower by approximately \$11.3 million and \$2.4 million, respectively, in the second quarter of 2015, and approximately \$20.7 million and \$4.3 million, respectively, in the first six months of 2015. However, it is important to distinguish between translating and converting foreign currency. Except for a limited number of transactions, we do not actually convert pounds into dollars. As a result, we view foreign currency translation as a financial reporting item and not a reflection of operations or profitability in the U.K.

Premium income for the second quarter and first six months of 2016 increased relative to the same periods of 2015, with combined premium growth in our principal operating business segments of approximately 5 percent due to sales growth, premium rate increases, and stable to favorable persistency for most of our product lines. Premium income continues to decline, as expected, in our Closed Block segment.

Net investment income decreased in the second quarter relative to the same period of 2015 due primarily to a decrease in yield on invested assets and lower income from inflation index-linked bonds in our Unum UK segment, partially offset by higher levels of invested assets. Net investment income was generally consistent in the first six months of 2016 relative to the same period of 2015.

Included in net realized investment gains and losses were other-than-temporary impairment losses on fixed maturity securities of \$9.4 million and \$8.1 million for the second quarters of 2016 and 2015, respectively, and \$30.5 million and \$12.6 million for the first six months of 2016 and 2015, respectively. The year over year increase was driven by impairments recognized on fixed maturity securities in the energy sector. Also included in net realized investment losses were changes in the fair value of an embedded derivative in a modified coinsurance arrangement, which resulted in realized gains (losses) of \$10.2 million and

\$(2.0) million in the second quarters of 2016 and 2015, respectively, and \$4.6 million and \$(5.9) million in the first six months of 2016 and 2015, respectively. See Note 4 in the "Notes to Consolidated Financial Statements" contained herein in Item 1 for further information on realized investment gains and losses.

Overall benefits experience was favorable in the second quarter and first six months of 2016 relative to the prior year periods. See "Executive Summary" contained in this Item 2 and "Segment Operating Results" as follows for further discussion by segment and product line.

Commissions and the deferral of acquisition costs increased in the second quarter and first six months of 2016 relative to the same periods of 2015 due primarily to sales growth. Growth in the level of the deferred asset resulted in higher amortization in the second quarter and first six months of 2016 compared to the prior year, the impact of which was generally offset for the first six months of 2016 compared to the prior year due to increased amortization in the first quarter of 2015 resulting from a higher level of policy terminations relative to assumptions for certain issue years within some of our Unum US supplemental and voluntary product lines.

Interest and debt expense was higher in the second quarter and first six months of 2016 relative to the same periods of 2015 due to higher levels of outstanding debt.

Other expenses, including compensation expense, decreased in the second quarter of 2016 and was generally consistent in the first six months of 2016 relative to the comparable periods of 2015. The premium income growth rates in 2016 more than offset the growth rates in other expenses as we continue our focus on expense management, resulting in a decline in the other expense ratio compared to the same periods of 2015.

Our effective income tax rates for the second quarter and first six months of 2016 were 30.4 percent and 30.6 percent of income before income tax, respectively, compared to 29.9 percent and 29.8 percent for the prior year periods. Our effective tax rate differs from the U.S. statutory rate of 35 percent primarily due to the impact of tax credits as well as foreign earnings which are taxed at lower rates than the U.S. statutory rate. See Note 11 in the "Notes to Consolidated Financial Statements" contained herein in Item 1 for further discussion of our income tax.

#### Consolidated Sales Results

Shown below are sales results for our three principal operating business segments.  
(in millions)

|               | Three Months Ended June 30 |          |         | Six Months Ended June 30 |          |         |
|---------------|----------------------------|----------|---------|--------------------------|----------|---------|
|               | 2016                       | % Change | 2015    | 2016                     | % Change | 2015    |
| Unum US       | \$187.9                    | 1.4 %    | \$185.3 | \$425.0                  | (2.0) %  | \$433.7 |
| Unum UK       | £16.0                      | 19.4 %   | £13.4   | £28.8                    | 18.0 %   | £24.4   |
| Colonial Life | \$108.5                    | 13.3 %   | \$95.8  | \$198.4                  | 14.5 %   | \$173.3 |

Sales shown in the preceding chart generally represent the annualized premium income on new sales which we expect to receive and report as premium income during the next 12 months following or beginning in the initial quarter in which the sale is reported, depending on the effective date of the new sale. Sales do not correspond to premium income reported as revenue in accordance with GAAP. This is because new annualized sales premiums reflect current sales performance and what we expect to recognize as premium income over a 12 month period, while premium income reported in our financial statements is reported on an "as earned" basis rather than an annualized basis and also includes renewals and persistency of in-force policies written in prior years as well as current new sales.

Sales, persistency of the existing block of business, employment and salary growth, and the effectiveness of a renewal program are indicators of growth in premium income. Trends in new sales, as well as existing market share, also indicate the potential for growth in our respective markets and the level of market acceptance of price changes and new product offerings. Sales results may fluctuate significantly due to case size and timing of sales submissions.

See "Segment Results" as follows for a discussion of sales by segment.

Segment Results

Our reporting segments are comprised of the following: Unum US, Unum UK, Colonial Life, Closed Block, and Corporate.

Unum US Segment

The Unum US segment includes group long-term and short-term disability insurance, group life and accidental death and dismemberment products, and supplemental and voluntary lines of business, which are comprised of individual disability and voluntary benefits products.

Unum US Operating Results

Shown below are financial results for the Unum US segment. In the sections following, financial results and key ratios are also presented for the major lines of business within the segment.

(in millions of dollars, except ratios)

|   | Three Months Ended June 30 |          |             | Six Months Ended June 30 |          |             |   |
|---|----------------------------|----------|-------------|--------------------------|----------|-------------|---|
|   | 2016                       | % Change | 2015        | 2016                     | % Change | 2015        |   |
| <b>Operating Revenue</b>                            |                            |          |             |                          |          |             |   |
| Premium Income                                      | \$1,299.4                  | 5.1      | % \$1,236.4 | \$2,600.7                | 5.4      | % \$2,466.6 |   |
| Net Investment Income                               | 207.7                      | (3.7     | ) 215.7     | 415.1                    | (3.6     | ) 430.7     |   |
| Other Income  | 27.9                       | (11.1    | ) 31.4      | 56.9                     | (8.7     | ) 62.3      |   |
| Total   | 1,535.0                    | 3.5      | 1,483.5     | 3,072.7                  | 3.8      | 2,959.6     |   |
| <b>Benefits and Expenses</b>                        |                            |          |             |                          |          |             |   |
| Benefits and Change in Reserves for Future Benefits | 898.4                      | 2.1      | 879.8       | 1,800.6                  | 4.7      | 1,719.7     |   |
| Commissions   | 145.4                      | 5.0      | 138.5       | 294.4                    | 3.5      | 284.4       |   |
| Deferral of Acquisition Costs                       | (78.7                      | ) 2.9    | (76.5       | ) (163.6                 | ) 4.5    | (156.6      | ) |
| Amortization of Deferred Acquisition Costs          | 71.2                       | 4.7      | 68.0        | 149.7                    | (1.1     | ) 151.4     |   |
| Other Expenses                                      | 271.5                      | 0.2      | 270.9       | 548.5                    | 0.9      | 543.6       |   |
| Total   | 1,307.8                    | 2.1      | 1,280.7     | 2,629.6                  | 3.4      | 2,542.5     |   |
| Operating Income                                    | \$227.2                    | 12.0     | \$202.8     | \$443.1                  | 6.2      | \$417.1     |   |
| <b>Operating Ratios (% of Premium Income):</b>      |                            |          |             |                          |          |             |   |
| Benefit Ratio                                       | 69.1                       | %        | 71.2        | % 69.2                   | %        | 69.7        | % |
| Other Expense Ratio                                 | 20.9                       | %        | 21.9        | % 21.1                   | %        | 22.0        | % |
| Operating Income Ratio                              | 17.5                       | %        | 16.4        | % 17.0                   | %        | 16.9        | % |

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Unum US Group Disability Operating Results

Shown below are financial results and key performance indicators for Unum US group disability.  
(in millions of dollars, except ratios)

|   | Three Months Ended June 30 |          |         | Six Months Ended June 30 |          |         |      |   |
|---|----------------------------|----------|---------|--------------------------|----------|---------|------|---|
|   | 2016                       | % Change | 2015    | 2016                     | % Change | 2015    |      |   |
| <b>Operating Revenue</b>                            |                            |          |         |                          |          |         |      |   |
| <b>Premium Income</b>                               |                            |          |         |                          |          |         |      |   |
| Group Long-term Disability                          | \$432.9                    | 5.7 %    | \$409.4 | \$863.5                  | 6.0 %    | \$814.7 |      |   |
| Group Short-term Disability                         | 156.2                      | 3.0      | 151.6   | 313.7                    | 4.8      | 299.3   |      |   |
| Total Premium Income                                | 589.1                      | 5.0      | 561.0   | 1,177.2                  | 5.7      | 1,114.0 |      |   |
| Net Investment Income                               | 119.8                      | (4.3 )   | 125.2   | 240.6                    | (3.8 )   | 250.2   |      |   |
| Other Income  | 22.5                       | (9.3 )   | 24.8    | 45.4                     | (6.2 )   | 48.4    |      |   |
| Total   | 731.4                      | 2.9      | 711.0   | 1,463.2                  | 3.6      | 1,412.6 |      |   |
| <b>Benefits and Expenses</b>                        |                            |          |         |                          |          |         |      |   |
| Benefits and Change in Reserves for Future Benefits | 471.2                      | 0.7      | 467.8   | 945.5                    | 3.8      | 910.8   |      |   |
| Commissions   | 44.9                       | 6.9      | 42.0    | 90.1                     | 4.2      | 86.5    |      |   |
| Deferral of Acquisition Costs                       | (11.3 )                    | 0.9      | (11.2 ) | (23.7 )                  | 10.2     | (21.5 ) |      |   |
| Amortization of Deferred Acquisition Costs          | 8.9                        | 4.7      | 8.5     | 18.0                     | 7.1      | 16.8    |      |   |
| Other Expenses                                      | 143.3                      | 0.4      | 142.7   | 288.5                    | 1.4      | 284.5   |      |   |
| Total   | 657.0                      | 1.1      | 649.8   | 1,318.4                  | 3.2      | 1,277.1 |      |   |
| Operating Income                                    | \$74.4                     | 21.6     | \$61.2  | \$144.8                  | 6.9      | \$135.5 |      |   |
| <b>Operating Ratios (% of Premium Income):</b>      |                            |          |         |                          |          |         |      |   |
| Benefit Ratio                                       | 80.0                       | %        | 83.4    | %                        | 80.3     | %       | 81.8 | % |
| Other Expense Ratio                                 | 24.3                       | %        | 25.4    | %                        | 24.5     | %       | 25.5 | % |
| Operating Income Ratio                              | 12.6                       | %        | 10.9    | %                        | 12.3     | %       | 12.2 | % |
| <b>Persistency:</b>                                 |                            |          |         |                          |          |         |      |   |
| Group Long-term Disability                          |                            |          |         | 90.3                     | %        |         | 91.4 | % |
| Group Short-term Disability                         |                            |          |         | 87.0                     | %        |         | 86.4 | % |

Premium income increased in the second quarter and first six months of 2016 compared to the same periods of 2015, driven primarily by an increase in the in-force block due to prior year sales growth, partially offset by lower persistency in our group long-term disability product line resulting from our pricing actions. Net investment income was lower in the second quarter and first six months of 2016 relative to the same periods of 2015 due primarily to a decline in yield on invested assets and lower miscellaneous investment income. Other income is comprised primarily of fees from administrative services products.

Benefits experience was favorable in the second quarter and first six months of 2016 compared to the same periods of 2015 due primarily to lower claim incidence rates and favorable claim recovery experience in our group long-term disability product line and shorter claim duration periods in our group short-term disability product line.

Commissions were higher in the second quarter and first six months relative to the same periods of 2015 due to prior year sales growth. The deferral of acquisition costs in the second quarter of 2016 was generally consistent with the comparable period of 2015 and higher during the first six months of 2016 relative to the same period of 2015 due to the timing of certain sales-related expenses which occurred in the first quarter of 2016. The amortization of deferred acquisition costs increased in the second quarter and first six months of 2016 relative to the same periods of 2015 due

to growth in the level of the deferred asset. The premium income growth rate in the second quarter and first six months of 2016 more than offset the growth rate in other expenses as we continue our focus on expense management, resulting in a decline in the other expense ratio compared to the same periods of 2015.



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Unum US Group Life and Accidental Death and Dismemberment Operating Results

Shown below are financial results and key performance indicators for Unum US group life and accidental death and dismemberment.

(in millions of dollars, except ratios)

|   | Three Months Ended June 30 |          |         | Six Months Ended June 30 |          |         |
|---|----------------------------|----------|---------|--------------------------|----------|---------|
|   | 2016                       | % Change | 2015    | 2016                     | % Change | 2015    |
| <b>Operating Revenue</b>                            |                            |          |         |                          |          |         |
| <b>Premium Income</b>                               |                            |          |         |                          |          |         |
| Group Life  | \$348.7                    | 3.8 %    | \$336.0 | \$700.2                  | 4.4 %    | \$671.0 |
| Accidental Death & Dismemberment                    | 34.9                       | 4.8      | 33.3    | 69.5                     | 5.5      | 65.9    |
| Total Premium Income                                | 383.6                      | 3.9      | 369.3   | 769.7                    | 4.5      | 736.9   |
| Net Investment Income                               | 28.9                       | (14.5 )  | 33.8    | 57.4                     | (14.7 )  | 67.3    |
| Other Income  | 1.2                        | 71.4     | 0.7     | 2.2                      | 120.0    | 1.0     |
| Total   | 413.7                      | 2.5      | 403.8   | 829.3                    | 3.0      | 805.2   |
| <b>Benefits and Expenses</b>                        |                            |          |         |                          |          |         |
| Benefits and Change in Reserves for Future Benefits | 274.4                      | 1.7      | 269.9   | 550.3                    | 3.7      | 530.7   |
| Commissions   | 31.0                       | 2.6      | 30.2    | 63.3                     | 4.6      | 60.5    |
| Deferral of Acquisition Costs                       | (8.7 )                     | (1.1 )   | (8.8 )  | (18.5 )                  | 10.1     | (16.8 ) |
| Amortization of Deferred Acquisition Costs          | 7.2                        | 9.1      | 6.6     | 14.7                     | 12.2     | 13.1    |
| Other Expenses                                      | 52.9                       | (0.9 )   | 53.4    | 107.2                    | (0.1 )   | 107.3   |
| Total   | 356.8                      | 1.6      | 351.3   | 717.0                    | 3.2      | 694.8   |
| Operating Income                                    | \$56.9                     | 8.4      | \$52.5  | \$112.3                  | 1.7      | \$110.4 |
| <b>Operating Ratios (% of Premium Income):</b>      |                            |          |         |                          |          |         |
| Benefit Ratio                                       | 71.5 %                     |          | 73.1 %  | 71.5 %                   |          | 72.0 %  |
| Other Expense Ratio                                 | 13.8 %                     |          | 14.5 %  | 13.9 %                   |          | 14.6 %  |
| Operating Income Ratio                              | 14.8 %                     |          | 14.2 %  | 14.6 %                   |          | 15.0 %  |
| <b>Persistency:</b>                                 |                            |          |         |                          |          |         |
| Group Life  |                            |          |         | 90.0 %                   |          | 88.0 %  |
| Accidental Death & Dismemberment                    |                            |          |         | 89.4 %                   |          | 88.7 %  |

Premium income increased in the second quarter and first six months of 2016 compared to the same periods of 2015 due to favorable persistency and sales growth. Net investment income was lower in the second quarter and first six months of 2016 compared to the same periods of 2015 due primarily to a decrease in the level of invested assets.

Benefits experience was favorable in the second quarter and first six months of 2016 compared to the same periods of 2015 due primarily to favorable experience under group life waiver of premium benefits.

Commissions were higher in the second quarter and first six months of 2016 compared to the same periods of 2015 due to sales growth. The deferral of acquisition costs in the second quarter of 2016 was generally consistent with the comparable period of 2015, with increases driven by sales growth offset by the timing of certain sales-related expenses. The deferral of acquisition costs was higher during the first six months of 2016 due to sales growth. The amortization of deferred acquisition costs increased in the second quarter and first six months of 2016 compared to the same periods of 2015 due to growth in the level of the deferred asset. The other expense ratio declined in the second quarter and first six months of 2016 compared to the same periods of 2015 due to growth in premium income and a continued focus on expense management.



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Unum US Supplemental and Voluntary Operating Results

Shown below are financial results and key performance indicators for Unum US supplemental and voluntary product lines.

(in millions of dollars, except ratios)

|   | Three Months Ended June 30 |          |         | Six Months Ended June 30 |          |          |
|---|----------------------------|----------|---------|--------------------------|----------|----------|
|   | 2016                       | % Change | 2015    | 2016                     | % Change | 2015     |
| <b>Operating Revenue</b>                            |                            |          |         |                          |          |          |
| <b>Premium Income</b>                               |                            |          |         |                          |          |          |
| Individual Disability                               | \$124.9                    | 5.5 %    | \$118.4 | \$248.8                  | 5.3 %    | \$236.3  |
| Voluntary Benefits                                  | 201.8                      | 7.5      | 187.7   | 405.0                    | 6.7      | 379.4    |
| Total Premium Income                                | 326.7                      | 6.7      | 306.1   | 653.8                    | 6.2      | 615.7    |
| Net Investment Income                               | 59.0                       | 4.1      | 56.7    | 117.1                    | 3.4      | 113.2    |
| Other Income  | 4.2                        | (28.8 )  | 5.9     | 9.3                      | (27.9 )  | 12.9     |
| Total   | 389.9                      | 5.7      | 368.7   | 780.2                    | 5.2      | 741.8    |
| <b>Benefits and Expenses</b>                        |                            |          |         |                          |          |          |
| Benefits and Change in Reserves for Future Benefits | 152.8                      | 7.5      | 142.1   | 304.8                    | 9.6      | 278.2    |
| Commissions   | 69.5                       | 4.8      | 66.3    | 141.0                    | 2.6      | 137.4    |
| Deferral of Acquisition Costs                       | (58.7 )                    | 3.9      | (56.5 ) | (121.4 )                 | 2.6      | (118.3 ) |
| Amortization of Deferred Acquisition Costs          | 55.1                       | 4.2      | 52.9    | 117.0                    | (3.7 )   | 121.5    |
| Other Expenses                                      | 75.3                       | 0.7      | 74.8    | 152.8                    | 0.7      | 151.8    |
| Total   | 294.0                      | 5.2      | 279.6   | 594.2                    | 4.1      | 570.6    |
|   |                            |          |         |                          | 1.0      |          |
| Operating Income                                    | \$95.9                     | 7.6      | \$89.1  | \$186.0                  | 8.6      | \$171.2  |
| <b>Operating Ratios (% of Premium Income):</b>      |                            |          |         |                          |          |          |
| <b>Benefit Ratios:</b>                              |                            |          |         |                          |          |          |
| Individual Disability                               | 53.8 %                     |          | 51.7 %  | 52.4 %                   |          | 50.3 %   |
| Voluntary Benefits                                  | 42.4 %                     |          | 43.1 %  | 43.1 %                   |          | 42.0 %   |
| Other Expense Ratio                                 | 23.0 %                     |          | 24.4 %  | 23.4 %                   |          | 24.7 %   |
| Operating Income Ratio                              | 29.4 %                     |          | 29.1 %  | 28.4 %                   |          | 27.8 %   |
| <b>Persistency:</b>                                 |                            |          |         |                          |          |          |
| Individual Disability                               |                            |          |         | 91.3 %                   |          | 90.4 %   |
| Voluntary Benefits                                  |                            |          |         | 76.7 %                   |          | 75.2 %   |

Premium income was higher in the second quarter and first six months of 2016 compared to the same periods of 2015, driven by favorable persistency and sales growth. Net investment income was higher in the second quarter and first six months of 2016 relative to the comparable periods of 2015 due to growth in the level of invested assets, partially offset by a decline in yield on invested assets. Other income decreased in the second quarter and first six months of 2016 relative to the same periods of 2015 due primarily to the expected decline in surrender fees as our interest sensitive life products mature.

Benefits experience for the individual disability product line in the second quarter and first