

Unum Group
Form 4
February 09, 2016

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
O'Donnell Peter G

(Last) (First) (Middle)
1 FOUNTAIN SQUARE
(Street)
CHATTANOOGA, TN 37402

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Unum Group [UNM]

3. Date of Earliest Transaction (Month/Day/Year)
03/06/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President & CEO, Unum UK

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V | Amount (D) Price | | |
| Common Stock | 05/07/2015 | | M | 674 ⁽¹⁾ | A \$ 20.31 | 22,605 ⁽²⁾ | D |

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

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SEC 1474 (9-02)

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

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|

| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--------------------------------------|----------|------------|--|------|---|------------|-----|---------------------------|---------------------------|--------------|----------------------------|
| Employee Stock Option (right to buy) | \$ 30.09 | 03/06/2015 | | A | | 912 (3) | | 05/01/2018 ⁽⁴⁾ | 11/01/2018 ⁽⁴⁾ | Common Stock | 912 |
| Employee Stock Option (right to buy) | \$ 20.31 | 05/07/2015 | | M | | 674 (1) | | 05/01/2015 | 11/01/2015 | Common Stock | 674 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| O'Donnell Peter G 1 FOUNTAIN SQUARE CHATTANOOGA, TN 37402 | | | President & CEO, Unum UK | |

Signatures

/s/ Jullienne, J. Paul,
Attorney-in-Fact
Date: 02/09/2016

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares of common stock acquired upon the exercise of options granted under the Unum European Holding Company Limited Savings-Related Share Option Scheme 2011 (the "2011 UEHCL Plan"), a plan for UK employees similar to a US-based employee stock purchase plan, based on the reporting person's contributions to a savings account over a three-year period and a currency exchange rate of ?1 = \$1.52108 on the date of exercise.
- (2) Includes 12,270 restricted stock units, which may be settled, on a 1-for-1 basis, only in shares of common stock, and 10,335 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (3) Represents the maximum number of shares of common stock that may be purchased under the 2011 UEHCL Plan based on the reporting person's expected contributions to a savings account over a three-year period and a currency exchange rate of ?1 = \$1.52447 as of the date

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of grant. The actual number of shares that may be purchased upon exercise of the option may be higher or lower depending on the currency exchange rate in effect at the time of exercise.

(4) The date on which the option becomes exercisable or expires may be postponed if monthly contribution amounts are not paid when due.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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