

Unum Group
Form 4
November 01, 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 *
WATJEN THOMAS R

(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)
10/28/2016

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)

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 Indirect Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------------------------------------|---|
| | | | Code | V | Amount or Price | | | | |
| Common Stock | 10/28/2016 | | S ⁽¹⁾ | | 24,900 | D | \$ 35.5581 ⁽²⁾ | 123,323 ⁽³⁾ ₍₄₎ | D |
| Common Stock | 10/28/2016 | | S ⁽¹⁾ | | 100 | D | \$ 36.12 | 123,223 ⁽⁵⁾ | D |
| Common Stock | 10/28/2016 | | M ⁽¹⁾ | | 153,927 | A | \$ 20.78 | 277,150 ⁽⁶⁾ | D |
| Common Stock | 10/28/2016 | | S ⁽¹⁾ | | 153,827 | D | \$ 35.5569 ⁽⁷⁾ | 123,323 ⁽⁸⁾ | D |
| Common | 10/28/2016 | | S ⁽¹⁾ | | 100 | D | \$ 36.096 | 123,223 ⁽⁵⁾ | D |

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Stock

Common
Stock

14,142.3617 I

By
401(k)
Plan

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

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. 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 Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number Shares |
| Employee Stock Option (right to buy) | \$ 20.78 | 10/28/2016 | | M ⁽¹⁾ | 153,927 | ⁽⁹⁾ 02/25/2018 | Common Stock 153,927 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WATJEN THOMAS R 1 FOUNTAIN SQUARE CHATTANOOGA, TN 37402 | | X | | |

Signatures

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

11/01/2016

**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) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 31, 2016.

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- Reflects the weighted average price for multiple sale transactions ranging in price from \$35.100 per share to \$36.045 per share, inclusive.
- (2) The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
 - (3) Includes 4,149 restricted stock units, which may be settled, on a 1-for-1 basis, only in shares of common stock ("stock-settled RSUs"), and 119,174 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
 - (4) Beneficial ownership amount accounts for the exempt acquisition of an aggregate of 23.920 stock-settled RSUs pursuant to the reinvestment of dividends since the date of the reporting person's prior Form 4.
 - (5) Includes 4,149 stock-settled RSUs and 119,074 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
 - (6) Includes 4,149 stock-settled RSUs and 273,001 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- Reflects the weighted average price for multiple sale transactions ranging in price from \$35.060 per share to \$36.050 per share, inclusive.
- (7) The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
 - (8) Includes 4,149 stock-settled RSUs and 119,174 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
 - (9) The options vest in three equal annual installments beginning on February 25, 2011.

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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