

Unum Group
Form 4
February 27, 2017

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
McKenney Richard P

(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)

02/23/2017

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) below)

President and CEO

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/23/2017		F	(A) or (D) Amount 13,056 (1) Price \$ 48.65	272,520 (2)	D	
Common Stock	02/24/2017		M	26,048 A 26.29	298,568 (3)	D	
Common Stock	02/24/2017		F	19,127 D (4) 48.48	279,441 (5)	D	
Common Stock	02/24/2017		M	34,270 A 23.35	313,711 (6)	D	
Common Stock	02/24/2017		F	23,958 D (4) 48.48	289,753 (7)	D	

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Common Stock	02/24/2017	F	6,417 (8)	D	\$ 48.48	283,336 (9)	D
Common Stock	02/25/2017	F	5,529 (10)	D	\$ 48.48	277,807 (11)	D

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 or Number of Shares
Employee Stock Option (right to buy)	\$ 26.29	02/24/2017		M		26,048		<u>(12)</u>	02/22/2019	Common Stock	26,048
Employee Stock Option (right to buy)	\$ 23.35	02/24/2017		M		34,270		<u>(13)</u>	02/21/2020	Common Stock	34,270

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
McKenney Richard P 1 FOUNTAIN SQUARE CHATTANOOGA, TN 37402	President and CEO

Signatures

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

02/27/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares withheld to satisfy tax withholding obligation applicable to the vesting of 31,120.806 stock-settled RSUs (as defined in footnote (2) below).
- (2) Includes 106,960 restricted stock units, which may be settled, on a 1-for-1 basis, only in shares of common stock ("stock-settled RSUs"), and 165,560 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (3) Includes 106,960 stock-settled RSUs and 191,608 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (4) Shares withheld for payment of exercise price and tax obligations incident to the exercise of stock options.
- (5) Includes 106,960 stock-settled RSUs and 172,481 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (6) Includes 106,960 stock-settled RSUs and 206,751 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (7) Includes 106,960 stock-settled RSUs and 182,793 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (8) Shares withheld to satisfy tax withholding obligation applicable to the vesting of 15,296.315 stock-settled RSUs.
- (9) Includes 91,664 stock-settled RSUs and 191,673 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (10) Shares withheld to satisfy tax withholding obligation applicable to the vesting of 13,179.175 stock-settled RSUs.
- (11) Includes 78,485 stock-settled RSUs and 199,323 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (12) The options vest in three equal annual installments beginning on February 22, 2012.
- (13) The options vest in three equal annual installments beginning on February 21, 2013.

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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