

UNITED FIRE GROUP INC
 Form 5
 February 13, 2014

FORM 5

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

OMB APPROVAL
 OMB Number: 3235-0362
 Expires: January 31, 2005
 Estimated average burden hours per response... 1.0

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 Sheeley Michael J.

2. Issuer Name and Ticker or Trading Symbol
 UNITED FIRE GROUP INC
 [UFCS]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP/COO - United Life Ins. Co.

118 SECOND AVENUE SE
 (Street)

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

6. Individual or Joint/Group Reporting
 (check applicable line)

CEDAR
 RAPIDS, IA IA 52407-3909

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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) | (A) or (D) | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|---|
| Common Stock | Â | Â | Â | Â | Â | Â | 2,277 ⁽¹⁾ | D | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | 1,419 | I | By Issuer's Employee Stock Ownership Plan for self |

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

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SEC 2270
(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) | 8. F Der Sec (Ins |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 32.39 | Â | Â | Â | Â Â Â <u>(2)</u> | 02/18/2015 | Common Stock | 1,000 |
| Stock Option (Right to Buy) | \$ 39.13 | Â | Â | Â | Â Â Â <u>(2)</u> | 02/17/2016 | Common Stock | 1,000 |
| Stock Option (Right to Buy) | \$ 35.23 | Â | Â | Â | Â Â Â <u>(2)</u> | 02/16/2017 | Common Stock | 1,000 |
| Stock Option (Right to Buy) | \$ 34.39 | Â | Â | Â | Â Â Â <u>(2)</u> | 02/15/2018 | Common Stock | 1,000 |
| Stock Option (Right to Buy) | \$ 18.14 | Â | Â | Â | Â Â Â <u>(3)</u> | 05/20/2019 | Common Stock | 400 |
| Stock Option (Right to Buy) | \$ 16.89 | Â | Â | Â | Â Â Â <u>(4)</u> | 02/19/2020 | Common Stock | 750 |
| Stock Option (Right to Buy) | \$ 20.54 | Â | Â | Â | Â Â Â <u>(5)</u> | 02/18/2021 | Common Stock | 1,000 |

Buy)

| | | | | | | | | | | | | |
|--------------------------------------|----------|---|---|---|---|---|---|---|-----|------------|-----------------|-------|
| Stock Option (Right to Buy) | \$ 20.93 | ^ | ^ | ^ | ^ | ^ | ^ | ^ | (6) | 02/24/2022 | Common Stock | 2,500 |
|--------------------------------------|----------|---|---|---|---|---|---|---|-----|------------|-----------------|-------|

| | | | | | | | | | | | | |
|--------------------------------------|----------|---|---|---|---|---|---|---|-----|------------|-----------------|-------|
| Stock Option (Right to Buy) | \$ 23.96 | ^ | ^ | ^ | ^ | ^ | ^ | ^ | (6) | 02/15/2023 | Common Stock | 3,624 |
|--------------------------------------|----------|---|---|---|---|---|---|---|-----|------------|-----------------|-------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|---------------------------------|
| | Director | 10% Owner | Officer | Other |
| Sheeley Michael J. 118 SECOND AVENUE SE CEDAR RAPIDS, IA 52407-3909 | ^ | ^ | ^ | VP/COO - United Life Ins. Co. ^ |

Signatures

| | |
|--|------------|
| Michael J. Sheeley by Dianne M. Lyons, Attorney-in-Fact | 02/13/2014 |
|--|------------|

__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).

The total number of shares (excluding fractionals) beneficially held directly by the Reporting Person includes: 1,244 shares held directly

- (1) by Mr. Sheeley and 1,033 shares of restricted stock issued to Mr. Sheeley under the Issuer's 2008 Stock Plan which vest, subject to certain conditions, on 02/15/2018.
- (2) All options currently exercisable.
- (3) 200 options currently exercisable; 200 options become exercisable on 05/20/2014.
- (4) 450 options currently exercisable; 300 options become exercisable in two (2) equal installments of 150 options each on 02/19/2014 and 02/19/2015, respectively.
- (5) 400 options currently exercisable; 600 options become exercisable in three (3) equal installments of 200 options each on 02/18/2014, 02/18/2015 and 02/18/2016, respectively.
- (6) 500 options currently exercisable; 2,000 options become exercisable in four (4) equal installments of 500 options each on 02/24/2014, 02/24/2015, 02/24/2016 and 02/14/2017, respectively.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.