#### WATJEN THOMAS R

Form 4

February 26, 2013

## FORM 4

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

OMB Number: 3235-0287

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** WATJEN THOMAS R			2. Issuer Name and Ticker or Trading Symbol Unum Group [UNM]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(====== an applicable)			
1 FOUNTAIN SQUARE			(Month/Day/Year) 02/22/2013	_X_ Director 10% Owner _X_ Officer (give title Other (specify below)  President and CEO			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Chec			
CHATTANO	OGA, TN 3°	7402	Filed(Month/Day/Year)	Applicable Line) _X_Form filed by One Reporting PersonForm filed by More than One Reportin 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 iorDisposed of (D) (Instr. 3, 4 and 5)  (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	02/22/2013		Code V F	Amount 11,389 (1)	(D)	Price \$ 24.25	(Instr. 3 and 4) 970,466 (2)	D			
Common Stock	02/22/2013		M	28,759.184	A	\$ 0	999,225 (3)	D			
Common Stock	02/22/2013		D	28,759.184	D	\$ 24.25	970,466 (2)	D			
Common Stock	02/25/2013		F	14,042 (4)	D	\$ 23.71	956,424 (5)	D			
Common Stock	02/25/2013		M	35,458.194	A	\$ 0	991,882 (6)	D			

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Common Stock	02/25/2013	D	35,458.194	D	\$ 23.71	956,424 (5)	D	
Common Stock						13,224.082	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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SEC 1474

(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. Transactic Code (Instr. 8)	5. Number of orDerivative 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
Restricted Stock Units	<u>(7)</u>	02/22/2013		M	28,759.184 (8)	<u>(9)</u>	<u>(9)</u>	Common Stock	28,759 (8)
Restricted Stock Units	<u>(7)</u>	02/25/2013		M	35,458.194 (11)	(12)	(12)	Common Stock	35,458 (11)

# **Reporting Owners**

Reporting Owner Name / Address	Keiationships						
	Director	10% Owner	Officer	Other			
WATJEN THOMAS R							
1 FOUNTAIN SQUARE	X		President and CEO				
CHATTANOOGA, TN 37402							

### **Signatures**

/s/ Jullienne, J. Paul,

Attorney-in-Fact 02/26/2013

\*\*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).

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- (1) Shares withheld to satisfy tax withholding obligation applicable to the vesting of 28,759.184 stock-settled RSUs (as defined in footnote (2) below).
- (2) Includes 197,962 restricted stock units, which may be settled, on a 1-for-1 basis, only in shares of common stock ("stock-settled RSUs"), and 772,504 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (3) Includes 197,962 stock-settled RSUs and 801,263 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (4) Shares withheld to satisfy tax withholding obligation applicable to the vesting of 35,458,194 stock-settled RSUs.
- (5) Includes 162,504 stock-settled RSUs and 793,920 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (6) Includes 162,504 stock-settled RSUs and 829,379 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (7) The restricted stock units may be settled solely in cash ("cash-settled RSUs"). Each cash-settled RSU is the economic equivalent of one share of common stock of the issuer.
- (8) Represents the portion of the cash-settled RSUs granted on February 22, 2011 (the "2011 cash-settled RSUs") that vested on February 22, 2013, including a total of 1,167.184 dividend equivalent rights accrued thereon.
- (9) The 2011 cash-settled RSUs vest in three equal annual installments beginning on February 22, 2012. Vested units are to be settled within 30 days after the vesting date.
  - Beneficial ownership amount accounts for the exempt acquisitions of a total of 1,358.235 dividend equivalent rights on the 2011 cash-settled RSUs pursuant to the reinvestment of dividends after February 22, 2012. The rights accrued when and as dividends were
- (10) paid on shares underlying the 2011 cash-settled RSUs and became vested proportionately with and subject to settlement upon the same terms as the 2011 cash-settled RSUs to which they related. Each dividend equivalent right is the economic equivalent of one share of common stock of the issuer.
- (11) Represents the portion of the cash-settled RSUs granted on February 25, 2010 (the "2010 cash-settled RSUs") that vested on February 25, 2013, including a total of 1,976.194 dividend equivalent rights accrued thereon.
- (12) The 2010 cash-settled RSUs vest in three equal annual installments beginning on February 25, 2011. Vested units are to be settled within 30 days after the vesting date.
  - Beneficial ownership amount accounts for the exempt acquisitions of a total of 837.171 dividend equivalent rights on the 2010 cash-settled RSUs pursuant to the reinvestment of dividends after February 25, 2012. The rights accrued when and as dividends were
- (13) paid on shares underlying the 2010 cash-settled RSUs and became vested proportionately with and subject to settlement upon the same terms as the 2010 cash-settled RSUs to which they related. Each dividend equivalent right is the economic equivalent of one share of common stock of the issuer.

Note: File three copies of this Form, one of which must be manually signed. If space 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.