

HANOVER INSURANCE GROUP, INC.

Form 8-K

December 22, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 or 15(d) of

The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 18, 2016

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THE HANOVER INSURANCE GROUP, INC.

(Exact name of registrant as specified in its charter)

|   |                          |                                      |
|---|--------------------------|--------------------------------------|
| Delaware  | 1-13754                  | 04-3263626                           |
| (State or other jurisdiction<br>of incorporation)   | (Commission File Number) | (IRS Employer<br>Identification No.) |
| 440 Lincoln Street, Worcester, Massachusetts 01653  |                          |                                      |
| (Address of principal executive offices) (Zip Code) |                          |                                      |

Registrant's telephone number, including area code: (508) 855-1000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Item 5.02(b) – Decision not to stand for re-election, Karen C. Francis

Because of increasing commitments to business activities in the automotive industry, including engagement on three boards of directors in the industry, Karen C. Francis informed the Company on December 18, 2016, that she would not be seeking re-election to the Company's Board of Directors at the May 2017 Annual Meeting of Shareholders, when her current term as a director is scheduled to expire.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

The Hanover Insurance Group, Inc.

(Registrant)

Date: December 22, 2016 By: /s/ J. Kendall Huber

Name: J. Kendall Huber

Title: Executive Vice President, General Counsel and Asst. Secretary

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