

WATJEN THOMAS R  
Form 4  
February 22, 2013

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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

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 (Month/Day/Year)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

1 FOUNTAIN SQUARE

02/21/2013

President and CEO

(Street)

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

6. Individual or Joint/Group Filing (Check Applicable Line)

CHATTANOOGA, TN 37402

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)	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 (D) Price			
Common Stock	02/21/2013		A	56,972 <sup>(1)</sup> A \$ 0	996,564 <sup>(2)</sup> <sup>(3)</sup>	D	
Common Stock	02/21/2013		F	14,709 <sup>(4)</sup> D \$ 23.97	981,855 <sup>(5)</sup>	D	
Common Stock	02/21/2013		M	38,375.035 A \$ 0	1,020,230.035 <sup>(6)</sup>	D	
Common Stock	02/21/2013		D	38,375.035 D \$ 23.97	981,855 <sup>(5)</sup>	D	
Common Stock					13,219.9461	I	By 401(k) Plan

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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 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. 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 Security (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Restricted Stock Units	<u>(7)</u>	02/21/2013		A	56,972	<u>(8)</u>	<u>(8)</u>	Common Stock			
Restricted Stock Units	<u>(7)</u>	02/21/2013		M	38,375.035 <u>(9)</u>	<u>(10)</u>	<u>(10)</u>	Common Stock			38

## Reporting Owners

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

## Signatures

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

02/22/2013

\_\_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).
- (1) All are restricted stock units, which may be settled, on a 1-for-1 basis, only in shares of common stock ("stock-settled RSUs"), and which vest in three equal annual installments beginning on February 21, 2014.
- (2) Includes 265,096 stock-settled RSUs and 731,468 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (3) Beneficial ownership amount accounts for the exempt acquisition of an aggregate of 1,100.291 stock-settled RSUs pursuant to the reinvestment of dividends since the date of the reporting person's prior Form 4.
- (4) Shares withheld to satisfy tax withholding obligation applicable to the vesting of 38,375.035 stock-settled RSUs.

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- (5) Includes 226,721 stock-settled RSUs and 755,134 shares of common stock. Fractional amounts have been rounded to the nearest whole number.
- (6) Includes 226,721 stock-settled RSUs and 793,509 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) The cash-settled RSUs vest in three equal annual installments beginning on February 21, 2014. Vested units are to be settled within 30 days after the vesting date.
- (9) Represents the portion of the cash-settled RSUs granted on February 21, 2012 (the "2012 cash-settled RSUs") that vested on February 21, 2013, including a total of 902.035 dividend equivalent rights accrued thereon.
- (10) The 2012 cash-settled RSUs vest in three equal annual installments beginning on February 21, 2013. 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 2,718.426 dividend equivalent rights on the 2012 cash-settled RSUs pursuant to the reinvestment of dividends after the grant date. The rights accrued when and as dividends were paid on
- (11) shares underlying the 2012 cash-settled RSUs and became vested proportionately with and subject to settlement upon the same terms as the 2012 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.