

Unum Group
Form 4
February 25, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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 *
MCCARTHY KEVIN 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)
02/23/2010

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)
EVP, President & CEO, Unum US

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 (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | Code | V Amount or Price (A) (D) | | | |
| Common Stock | 02/23/2010 | | F | 2,990 (1) D \$ 20.83 | 207,569 (2) | D | |
| Common Stock | 02/23/2010 | | F | 3,685 (3) D \$ 21.01 | 203,884 (4) | D | |
| Common Stock | 02/24/2010 | | F | 8,673 (5) D \$ 20.93 | 195,211 (6) | D | |
| Common Stock | | | | | 1,722 (7) | I | By N-Q 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. 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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|----------------------------------------------------------------|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MCCARTHY KEVIN P 1 FOUNTAIN SQUARE CHATTANOOGA, TN 37402 | | | EVP, President & CEO, Unum US | |

Signatures

/s/ Jullienne, J. Paul,
Attorney-in-Fact
Date: 02/25/2010

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) Represents shares withheld to satisfy tax withholding obligation upon vesting of 9,103 shares of restricted stock.
Includes 133,771 restricted stock units (which amount includes the exempt acquisition of an aggregate of approximately 1,485 RSUs resulting from the reinvestment of dividends after the date of the reporting person's prior Form 4), 3,554 shares in the company ESPP, and 70,244 shares held outside any plan (which amount includes the exempt acquisition of an aggregate of approximately 1,806 shares resulting from the reinvestment of dividends under a broker-sponsored DRIP).
- (2) Represents shares withheld to satisfy tax withholding obligation upon vesting of 11,714.779 restricted stock units.
- (4) Includes 122,056 restricted stock units, 3,554 shares in the company ESPP, and 78,274 shares held outside any plan.
- (5) Represents shares withheld to satisfy tax withholding obligation upon vesting of 27,280.792 restricted stock units.

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(6) Includes 94,775 restricted stock units, 3,554 shares in the company ESPP, and 96,882 shares held outside any plan.

Due to administrative error, these indirect holdings were inadvertently omitted from each of the prior Form 4s (including amendments (7) thereto, as applicable) filed on behalf of the reporting person from November 21, 2007. All such Form 4s are hereby amended to include such indirect holdings.

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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