

Unum Group
Form 8-K
March 14, 2014

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

FORM 8-K

Current Report

Pursuant to Section 13 or 15(d) of The
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 14, 2014

UNUM GROUP

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

001-11294
(Commission

File Number)
1 Fountain Square

62-1598430
(IRS Employer

Identification No.)

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Chattanooga, Tennessee 37402

(Address of principal executive offices) (Zip Code)

(423) 294-1011

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

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 (see General Instruction A.2. below):

- .. 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 8.01 Other Events.

On March 14, 2014, Unum Group, a Delaware corporation (Unum Group or the Company), announced that it had completed an offering of \$350,000,000 aggregate principal amount of 4.000% Senior Notes due 2024 (the Notes). The Notes were offered and sold pursuant to an Underwriting Agreement, dated March 11, 2014 (the Underwriting Agreement), and issued by the Company under an Indenture dated as of August 23, 2012. Copies of the Underwriting Agreement, the form of the Notes, the opinion of Sullivan & Cromwell LLP, special counsel to the Company, relating to the validity of the Notes, and a news release concerning the offering of Notes are attached hereto as Exhibits 1.1, 4.1, 5.1 and 99.1, respectively.

The Notes were offered and sold under the Company s effective registration statement on Form S-3 (File No. 333-177892) filed with the U.S. Securities and Exchange Commission (the SEC) on November 10, 2011. The Company has filed with the SEC a prospectus supplement, dated March 11, 2014, together with the accompanying base prospectus, dated November 10, 2011, relating to the offer and sale of the Notes.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are filed with this report:

- 1.1 Underwriting Agreement, dated March 11, 2014, with respect to 4.000% Senior Notes due 2024, between Unum Group and the several underwriters named in Schedule II thereto.
- 4.1 Form of 4.000% Senior Note due 2024.
- 5.1 Opinion of Sullivan & Cromwell LLP, dated March 14, 2014, as to the validity of the Notes.
- 23.1 Consent of Sullivan & Cromwell LLP (included in Exhibit 5.1).
- 99.1 News release of Unum Group dated March 14, 2014, concerning the offering of the Notes.

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.

Unum Group
(Registrant)

Date: March 14, 2014

By: /s/ Susan N. Roth
Name: Susan N. Roth
Title: Vice President, Transactions, SEC and Corporate
Secretary

INDEX TO EXHIBITS

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