

UNITED FIRE GROUP INC
Form 5
February 13, 2015

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
Wilkins Michael T

2. Issuer Name and Ticker or Trading Symbol
UNITED FIRE GROUP INC
[UFCS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement of Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2014

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Vice President & COO

118 SECOND AVENUE SE, P.O. BOX 73909

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

CEDAR RAPIDS, IA 52407-3909

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|--|--|
| | | | | (A) or (D) Price | | | | |
| Common Stock | Â | Â | Â | Â | Â | 18,963 ⁽¹⁾ | D | Â |
| Common Stock | Â | Â | Â | Â | Â | 2,334 ⁽²⁾ | I | By 401(k) Plan for self |
| Common Stock | Â | Â | Â | Â | Â | 214,637 ⁽³⁾ | I | By self as co-trustee of Issuer's Employee |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270
(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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 32.39 | Â | Â | Â | Â Â Â (4) | 02/18/2015 | Common Stock | 5,000 |
| Stock Option (right to buy) | \$ 39.13 | Â | Â | Â | Â Â Â (4) | 02/17/2016 | Common Stock | 5,000 |
| Stock Option (right to buy) | \$ 35.23 | Â | Â | Â | Â Â Â (4) | 02/16/2017 | Common Stock | 10,000 |
| Stock Option (right to buy) | \$ 33.43 | Â | Â | Â | Â Â Â (4) | 05/21/2018 | Common Stock | 8,463 |
| Stock Option (right to buy) | \$ 22.42 | Â | Â | Â | Â Â Â (5) | 05/19/2020 | Common Stock | 3,000 |
| Stock Option (right to buy) | \$ 20.54 | Â | Â | Â | Â Â Â (6) | 02/18/2021 | Common Stock | 9,467 |

| | | | | | | | | | | | |
|-----------------------------|----------|---|---|---|---|---|---|---|------------|--------------|--------|
| Stock Option (right to buy) | \$ 23.96 | Â | Â | Â | Â | Â | Â | Â | 02/15/2023 | Common Stock | 9,998 |
| Stock Option (right to buy) | \$ 29.61 | Â | Â | Â | Â | Â | Â | Â | 02/21/2024 | Common Stock | 15,971 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Wilkins Michael T 118 SECOND AVENUE SE P.O. BOX 73909 CEDAR RAPIDS, IA 52407-3909 | Â | Â | Â Executive Vice President & COO | Â |

Signatures

/s/ Michael T. Wilkins 02/13/2015

__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) The total number of securities beneficially held directly by the Reporting Person includes: 3,894 shares of restricted stock issued under the Issuer's Stock Plan which vest, subject to certain conditions, on 02/18/2016; 2,850 shares of restricted stock issued under the Issuer's Stock Plan which vest, subject to certain conditions, on 02/15/2018; 4,934 shares of restricted stock issued under the Issuer's Stock Plan which vest, subject to certain conditions, on 02/21/2019; and 7,285 shares held by the Reporting Person individually.
- (2) The number of securities shown as being held in or acquired by the Issuer's 401(k) account for the Reporting Person's benefit are the approximate number of shares of Issuer common stock (excluding fractionals) for which the Reporting Person has the right to direct the vote under the Issuer's 401(k) Plan. Such shares are not directly allocated to 401(k) Plan participants, but are instead held in a unitized fund consisting primarily of Issuer common stock, together with a small percentage of short-term investments. 401(k) Plan participants acquire units of this fund.
- (3) The Reporting Person serves as Co-Trustee of this employee benefit plan and disclaims beneficial ownership of any Issuer securities held by this plan that are not allocated for his individual benefit. This report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for purposes under Section 16 of the Securities Exchange Act of 1934 or for any other purpose. Currently only 1,871 shares held in this plan are allocated specifically for the Reporting Person's individual benefit.
- (4) All options currently exercisable.
- (5) 2,400 options currently exercisable. Remaining options vest and become exercisable on 05/19/2015.
- (6) 5,681 options currently exercisable. Remaining options vest and become exercisable in equal installments on 02/18/2015 and 02/18/2016, respectively.
- (7) 2,000 options currently exercisable. Remaining options vest and become exercisable in equal installments on 02/15/2015, 02/15/2016, 02/15/2017 and 02/15/2018, respectively.
- (8) Options vest and become exercisable in equal installments on 02/21/2015, 02/21/2016, 02/21/2017, 02/21/2018 and 02/21/2019, respectively.

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