

UNITED FIRE GROUP INC
 Form 4
 February 24, 2014

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

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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 *
 Sheeley Michael J.

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)
 118 SECOND AVENUE SE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/21/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP/COO - United Life Ins. Co.

CEDAR RAPIDS, IA 52407-3909
 (City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| | | | | | | | \$ |
| Common Stock | 02/21/2014 | | A ⁽¹⁾ | | 1,710 | A | 29.61 ⁽²⁾ |
| Common Stock | | | | | 1,419 | I | |
| | | | | | | | By Issuer's Employee Stock Ownership Plan for self |

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

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SEC 1474 (9-02)

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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. Filing Date (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------------|
| Stock Option (right to buy) | \$ 29.61 (4) | 02/21/2013 | | A | 5,537 | (5) 02/21/2024 | Common 5,537 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sheeley Michael J. 118 SECOND AVENUE SE CEDAR RAPIDS, IA 52407-3909 | | | VP/COO - United Life Ins. Co. | |

Signatures

/s/ Michael J. Sheeley by Dianne M. Lyons,
Attorney-in-Fact 02/24/2014

__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) This transaction represents a grant of restricted stock to the Reporting Person under the Issuer's 2008 Stock Plan.
- (2) The price per share is the closing price of the Issuer's common stock on the date of the reported transaction.
The total number of securities beneficially held directly by the Reporting Person following the reported transaction includes: 1,246 shares held directly by Mr. Sheeley; 1,033 shares of restricted stock issued under the Issuer's 2008 Stock Plan which vest, subject to certain conditions, on 02/15/2018; and 1,710 shares of restricted stock issued under the Issuer's 2008 Stock Plan which vest, subject to certain conditions, on 02/21/2019.
- (3)
- (4) The exercise price of these stock options represents the closing price of issuer's common stock on the grant date.

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- (5) 5,537 options that become exercisable in three (3) equal installments of 1,107 options each on 02/21/2015, 02/21/2016 and 02/21/2017; and 1,108 options each on 2/21/2018 and 02/21/2019.

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.