

UNITED FIRE GROUP INC
Form 4
December 02, 2013

FORM 4

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

OMB APPROVAL

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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 *
RIFE JOHN A

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, P.O. BOX 73909

(Street)

CEDAR RAPIDS, IA 52407-3909

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
11/29/2013

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 11/29/2013 | | M ⁽¹⁾ | 4,705 A | \$ 21.66 | 31,368 ⁽²⁾ | D |
| Common Stock | 11/29/2013 | | S ⁽¹⁾ | 4,705 D | \$ 30 | 26,663 ⁽³⁾ | D |
| Common Stock | | | | | | 8,114 ⁽⁴⁾ | I |

See footnote #4

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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number Shares |
| Stock Option (right to buy) | \$ 21.66 | 11/29/2013 | | M ⁽¹⁾ | 4,705 | ⁽⁵⁾ 02/20/2014 | Common Stock 4,705 |
| Phantom Stock | ⁽⁶⁾ | 11/29/2013 | | A ⁽⁷⁾ | 255,733 | ⁽⁶⁾ ⁽⁶⁾ | Common Stock 255,733 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| RIFE JOHN A 118 SECOND AVENUE SE P.O. BOX 73909 CEDAR RAPIDS, IA 52407-3909 | | | X | |

Signatures

/s/ John A. Rife by Dianne M. Lyons,
Attorney-in-Fact

12/02/2013

 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) This transaction represents the exercise and simultaneous sale of vested, non-qualified stock options by the Reporting Person under a preapproved 10b5-1 trading plan. The shares received by the Reporting Person upon exercise of these options were issued from the reserve account established with the Issuer's transfer agent for such purpose and were previously registered with the SEC.

(2) The number of shares (excluding fractionals) beneficially held directly by the Reporting Person after the reported transaction includes: 25,661 shares held jointly by Mr. Rife and his wife, 5,287 shares held directly by Mr. Rife; and 420 shares of restricted stock issued to Mr. Rife under the Issuer's 2005 Non-Qualified Non-Employee Stock Option and Restricted Stock Plan which vest, subject to certain conditions, on May 15, 2014.

(3) The number of shares (excluding fractionals) beneficially held directly by the Reporting Person after the reported transaction includes: 25,661 shares held jointly by Mr. Rife and his wife, 582 shares held directly by Mr. Rife; and 420 shares of restricted stock issued to Mr.

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Rife under the Issuer's 2005 Non-Qualified Non-Employee Stock Option and Restricted Stock Plan which vest, subject to certain conditions, on May 15, 2014.

The number of shares (excluding fractionals) beneficially held indirectly by the Reporting Person after the reported transaction includes:

- (4) 6,373 shares held in an individual retirement account for Mr. Rife's benefit; 1,325 shares held individually by Mr. Rife's spouse; and 416 shares held in a SEP individual retirement account for Mr. Rife's benefit.
- (5) All options currently exercisable.
- (6) Each share of phantom stock is the economic equivalent of one share of common stock. The shares of phantom stock become payable, in cash, in one lump sum or prorated over five year, at the election of the Reporting Person, upon the Reporting Person's termination of service as a director.
- (7) Phantom stock shares acquired through participation in the Issuer's 2012 Deferred Compensation Plan for United Fire Group, Inc. Non-Employee Directors.
- (8) The price per share is the average closing price of the Issuer's common stock during the month of the reported transaction.

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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