

Godwin Pamela H  
 Form 4  
 May 27, 2011

**FORM 4**

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

OMB APPROVAL

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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 \*  
 Godwin Pamela H

(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)  
 05/25/2011

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)

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)
Common Stock	05/25/2011		A	(A) or (D) Price 4,633 (1) A \$ 0	42,196 (2) (3)	D	

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)**

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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. Nu
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Godwin Pamela H 1 FOUNTAIN SQUARE CHATTANOOGA, TN 37402	X			

## Signatures

/s/ Jullienne, J. Paul,  
Attorney-in-Fact 05/27/2011

\_\_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) All are restricted stock units ("RSUs") vesting on May 25, 2012.
- Includes 18,407 deferred share rights ("DSRs"), 12,267 RSUs, and 11,522 shares of common stock. The foregoing number of RSUs
- (2) includes 2,122 vested (but unsettled) RSUs that were previously included within the category of shares of common stock held outside any plan as reported in footnotes to prior Form 4s. All DSRs and RSUs may be settled, on a 1-for-1 basis, only in shares of common stock.
- Beneficial ownership amount accounts for the delivery of shares of common stock upon the settlement of 1,491.48 DSRs, and the exempt
- (3) acquisitions of an aggregate of 351.581 DSRs and 137.137 RSUs pursuant to the reinvestment of dividends, since the date of the reporting person's prior Form 4.

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.