

Horn Randall C
 Form 4/A
 March 04, 2010

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 *
 Horn Randall C

(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)
 02/23/2010

4. If Amendment, Date Original Filed(Month/Day/Year)
 02/25/2010

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 EVP, President & CEO, Colonial

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 02/23/2010 | | F | | 2,871 <u>(1) (5)</u> | D | \$ 20.83 117,711 <u>(2) (5)</u> D |
| Common Stock | 02/24/2010 | | F | | 4,476 <u>(3) (5)</u> | D | \$ 20.93 113,235 <u>(4) (5)</u> 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)

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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. Price of Derivative Security (Instr. 5) | 9. Nu... |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Horn Randall C 1 FOUNTAIN SQUARE CHATTANOOGA, TN 37402 | | | EVP, President & CEO, Colonial | |

Signatures

/s/ Jullienne, J. Paul,
Attorney-in-Fact
Date: 03/04/2010

__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) Represents shares withheld to satisfy tax withholding obligation upon vesting of 8,275 shares of restricted stock.
- (2) Represents beneficial ownership as of March 4, 2010, giving effect to all transactions reported prior to the date hereof other than those amended herein, which includes 54,573 restricted stock units and 63,138 shares held outside any plan.
- (3) Represents shares withheld to satisfy tax withholding obligation upon vesting of 13,378.598 restricted stock units.
- (4) Represents beneficial ownership as of March 4, 2010, giving effect to transactions reported prior to the date herreof other than those amended herein, which includes 54,573 restricted stock units and 58,662 shares held outside any plan.
- (5) This filing amends lines 1 and 3 of the Form 4 filed on February 25, 2010 to correct an administrative error with respect to the number of shares reported as withheld to satisfy the tax withholding liability. This error also resulted in the over-reporting of the amount of securities beneficially owned by the reporting person as reported in Column 5 of Table I of the original 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.