

CONNER DAVID E
Form 4
April 24, 2019

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 *
CONNER DAVID E

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 2ND AVE SE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/22/2019

____ Director
____ Officer (give title below) 10% Owner
____ Other (specify below)
Former VP/Chief Claims Off.

CEDAR RAPIDS, IA 52401-1212

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 04/22/2019 | | M ⁽¹⁾ | | 1,309 | A | \$ 20.54 |
| Common Stock | 04/22/2019 | | M ⁽¹⁾ | | 4,681 | A | \$ 23.96 |
| Common Stock | 04/22/2019 | | M ⁽¹⁾ | | 1,310 | A | \$ 29.61 |
| Common Stock | 04/22/2019 | | M ⁽¹⁾ | | 8,397 | A | \$ 39.91 |
| Common Stock | 04/22/2019 | | M ⁽¹⁾ | | 3,077 | A | \$ 41.32 |

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| | | | | | | | | |
|--------------|------------|--|-------------------------|--------|---|---------------------------|-------------|---|
| Common Stock | 04/23/2019 | | <u>M</u> ⁽¹⁾ | 935 | A | \$ 41.32 | 27,849.7706 | D |
| Common Stock | 04/22/2019 | | <u>M</u> ⁽¹⁾ | 10,302 | A | \$ 29.12 | 38,151.7706 | D |
| Common Stock | 04/22/2019 | | <u>S</u> ⁽¹⁾ | 24,343 | D | \$ 41.14 <u>(2)</u> | 13,808.7706 | D |
| Common Stock | 04/22/2019 | | <u>S</u> ⁽¹⁾ | 4,733 | D | \$ 42.19 <u>(3)</u> | 9,075.7706 | D |
| Common Stock | 04/23/2019 | | <u>S</u> ⁽¹⁾ | 935 | D | \$ 42.32 | 8,140.7706 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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) | \$ 20.54 | 04/22/2019 | | <u>M</u> ⁽¹⁾ | 1,309 | <u>(4)</u> 02/18/2021 | Common Stock | 1,309 |
| Stock Option (right to buy) | \$ 23.96 | 04/22/2019 | | <u>M</u> ⁽¹⁾ | 4,681 | <u>(4)</u> 02/15/2023 | Common Stock | 4,681 |
| Stock Option (right to buy) | \$ 29.61 | 04/22/2019 | | <u>M</u> ⁽¹⁾ | 1,310 | <u>(4)</u> 02/21/2024 | Common Stock | 1,310 |
| Stock Option | \$ 39.91 | 04/22/2019 | | <u>M</u> ⁽¹⁾ | 8,397 | <u>(4)</u> 02/19/2026 | Common Stock | 8,397 |

| | | | | | | | | | |
|-----------------------------|----------|------------|------------------|--------|-----|------------|--------------|--------|--|
| (right to buy) | | | | | | | | | |
| Stock Option (right to buy) | \$ 29.12 | 04/22/2019 | M ⁽¹⁾ | 10,302 | (4) | 02/20/2025 | Common Stock | 10,302 | |
| Stock Option (right to buy) | \$ 41.32 | 04/22/2019 | M ⁽¹⁾ | 3,077 | (4) | 02/17/2027 | Common Stock | 3,077 | |
| Stock Option (right to buy) | \$ 41.32 | 04/23/2019 | M ⁽¹⁾ | 935 | (4) | 02/17/2027 | Common Stock | 935 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-----------------------------|
| | Director | 10% Owner | Officer | Other |
| CONNER DAVID E 118 2ND AVE SE CEDAR RAPIDS, IA 52401-1212 | | | | Former VP/Chief Claims Off. |

Signatures

/s/ David E. Conner by Michael T. Wilkins,
Attorney-in-Fact

04/24/2019

__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) Transaction pursuant to a 10b5-1 contract.

This transaction was executed in multiple trades at prices ranging from \$40.91 to \$41.70. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide full information regarding the number of shares and prices at which the transactions were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.

(2) This transaction was executed in multiple trades at prices ranging from \$41.90 to \$42.37. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide full information regarding the number of shares and prices at which the transactions were effected upon request to the SEC staff, the issuer, or a security holder of the issuer.

(4) All options currently exercisable.

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.