

HORACE MANN EDUCATORS CORP /DE/
Form 4
April 21, 2017

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 *
Stacy Kelly

2. Issuer Name and Ticker or Trading Symbol
HORACE MANN EDUCATORS CORP /DE/ [HMN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/24/2016

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)
Senior Vice President

1 HORACE MANN PLAZA

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

SPRINGFIELD, IL 62715

(City) (State) (Zip)

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 | 02/24/2016 | | S | | 500 D \$ 30.2783 | 133 | D |
| Common Stock | 06/24/2016 | | S | | 130 D \$ 32.27 | 3 | D |
| Common Stock | 11/28/2016 | | S | | 400 D \$ 39.85 | 24 ⁽¹⁾ | D |
| Common Stock | 12/20/2016 | | M | | 1,700 A \$ 33.41 | 1,724 | D |
| Common Stock | 12/20/2016 | | S | | 1,700 D \$ 42.975 | 24 | D |

| | | | | | | | |
|--------------|------------|---|-----|---|----------|--------------------|---|
| Common Stock | 12/29/2016 | M | 254 | A | \$ 33.41 | 278 | D |
| Common Stock | 12/29/2016 | S | 254 | D | \$ 43 | 24 | D |
| Common Stock | 02/27/2017 | S | 500 | D | \$ 42.6 | 186 ⁽²⁾ | D |

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

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(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code V (A) (D) | | Date Exercisable Expiration Date | Title | |
| Employee Stock Option (right to buy) | \$ 33.41 | 12/20/2016 | | M | 1,700 | 09/29/2016 09/29/2025 | Common Stock | 1,700 |
| Employee Stock Option (right to buy) | \$ 33.41 | 12/29/2016 | | M | 254 | 09/29/2016 09/29/2025 | Common Stock | 254 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Stacy Kelly 1 HORACE MANN PLAZA SPRINGFIELD, IL 62715 | | | Senior Vice President | |

Signatures

Linea K. Michael, Attorney in Fact for Kelly
Stacy

04/21/2017

__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 the sale of 400 shares out of the 421 shares acquired on 10/07/16 due to restricted stock units vesting.

(2) Represents the sale of 500 shares out of the 662 shares acquired on 02/27/17 due to restricted stock units vesting.

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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