

UNITED FIRE GROUP INC
 Form 5
 February 13, 2014

FORM 5

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2013

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

118 SECOND AVENUE SE, P.O. BOX 73909

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

CEDAR RAPIDS, IA 52407-3909

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|-------|--|--|-----------------------------------|
| | | | | (A) Amount | or (D) | Price | | | |
| Common Stock | Â | Â | Â | Â | Â | Â | 26,663 (1) | D | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | 8,167 (2) | I | See footnote #2 |

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

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SEC 2270 (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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|-------------------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 32.39 | Â | Â | Â | Â | Â | Â <u>(3)</u> | 02/18/2015 | Common Stock | 20,000 |
| Stock Option (Right to Buy) | \$ 39.13 | Â | Â | Â | Â | Â | Â <u>(3)</u> | 02/17/2016 | Common Stock | 20,000 |
| Stock Option (Right to Buy) | \$ 35.23 | Â | Â | Â | Â | Â | Â <u>(3)</u> | 02/16/2017 | Common Stock | 20,000 |
| Stock Option (Right to Buy) | \$ 34.39 | Â | Â | Â | Â | Â | Â <u>(3)</u> | 02/15/2018 | Common Stock | 3,000 |
| Stock Option (Right to Buy) | \$ 22.46 | Â | Â | Â | Â | Â | Â <u>(4)</u> | 05/19/2020 | Common Stock | 2,727 |
| Stock Option (Right to Buy) | \$ 20.4 | Â | Â | Â | Â | Â | Â <u>(5)</u> | 02/18/2021 | Common Stock | 2,727 |
| Stock Option (Right to Buy) | \$ 21.095 | Â | Â | Â | Â | Â | Â <u>(6)</u> | 05/16/2022 | Common Stock | 2,145 |
| Stock Option (Right to Buy) | \$ 28.925 | Â | Â | Â | Â | Â | Â <u>(7)</u> | 05/15/2023 | Common Stock | 1,755 |

| | | | | | | | | | | | |
|------------------|---|---|---|---|---|---|---|-------|-------|-----------------|---------|
| Phantom Stock | Â | Â | Â | Â | Â | Â | Â | Â (8) | Â (8) | Common Stock | 785.539 |
|------------------|---|---|---|---|---|---|---|-------|-------|-----------------|---------|

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 | Â X | Â | Â | Â |

Signatures

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

02/13/2014

**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) The number of shares (excluding fractionals) beneficially held directly by the Reporting Person 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. 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.
 - (2) The number of shares (excluding fractionals) beneficially held indirectly by the Reporting Person includes: 6,415 shares held in an individual retirement account for Mr. Rife's benefit; 1,333 shares held individually by Mr. Rife's spouse; and 419 shares held in a SEP individual retirement account for Mr. Rife's benefit.
 - (3) All options currently exercisable.
 - (4) 1,635 options currently exercisable; 1,092 options become exercisable in two (2) equal installments of 546 options each on 05/19/2014 and 05/19/2015, respectively.
 - (5) 1,092 options currently exercisable; 1,635 options become exercisable in three (3) equal installments of 545 options each on 02/18/2014, 02/18/2015 and 02/18/2016, respectively.
 - (6) 429 options currently exercisable; 1,716 options become exercisable in four (4) equal installments of 429 options each on 05/16/2014, 05/16/2015, 05/16/2016 and 05/16/2017, respectively.
 - (7) 1,755 options become exercisable in five (5) equal installments of 351 options each on 05/15/2014, 05/15/2015, 05/15/2016, 05/15/2017 and 05/15/2018, respectively.
 - (8) 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 years, at the election of the Reporting Person, upon the Reporting Person's termination of service as a director.

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