

UNITED FIRE GROUP INC  
 Form 5  
 February 13, 2014

**FORM 5**

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

OMB APPROVAL  
 OMB Number: 3235-0362  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 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 \*  
 Lyons Dianne M  
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
 UNITED FIRE GROUP INC  
 [UFCS]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 VP/Chief Financial Officer

118 SECOND AVENUE SE, P.O. BOX 73909  
 (Street)

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

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

6. Individual or Joint/Group Reporting  
 (check applicable line)

CEDAR RAPIDS, IA 52407-3909  
 (City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|----|-----|--------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    |                                | (A)                                                               | or | (D) | Price                                                                                      |                                                          |                                                       |
| Common Stock                    | Â                                    | Â                                                  | Â                              | Â                                                                 | Â  | Â   | 8,658 <sup>(1)</sup>                                                                       | D                                                        | Â                                                     |
| Common Stock                    | Â                                    | Â                                                  | Â                              | Â                                                                 | Â  | Â   | 1,388                                                                                      | I                                                        | By Issuer's Employee Stock Ownership Plan for self    |
|                                 | Â                                    | Â                                                  | Â                              | Â                                                                 | Â  | Â   | 3,687 <sup>(2)</sup>                                                                       | I                                                        |                                                       |

Edgar Filing: UNITED FIRE GROUP INC - Form 5

Common  
Stock

By Issuer's  
401(k) Plan  
for self

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 2270  
(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)                | \$ 32.39                                               | Â                                    | Â                                                  | Â                              | Â Â Â (3)                                                                               | 02/18/2015                                               | Common Stock                                                  | 5,000                         |
| Stock Option (Right to Buy)                | \$ 39.13                                               | Â                                    | Â                                                  | Â                              | Â Â Â (3)                                                                               | 02/17/2016                                               | Common Stock                                                  | 5,000                         |
| Stock Option (Right to Buy)                | \$ 35.23                                               | Â                                    | Â                                                  | Â                              | Â Â Â (3)                                                                               | 02/16/2017                                               | Common Stock                                                  | 10,000                        |
| Stock Option (Right to Buy)                | \$ 33.43                                               | Â                                    | Â                                                  | Â                              | Â Â Â (3)                                                                               | 05/21/2018                                               | Common Stock                                                  | 7,872                         |
| Stock Option (Right to Buy)                | \$ 22.42                                               | Â                                    | Â                                                  | Â                              | Â Â Â (4)                                                                               | 05/19/2020                                               | Common Stock                                                  | 1,200                         |
| Stock Option (Right to Buy)                | \$ 20.54                                               | Â                                    | Â                                                  | Â                              | Â Â Â (5)                                                                               | 02/18/2021                                               | Common Stock                                                  | 5,222                         |

|                                      |          |   |   |   |   |   |   |   |       |            |                 |       |
|--------------------------------------|----------|---|---|---|---|---|---|---|-------|------------|-----------------|-------|
| Stock<br>Option<br>(Right to<br>Buy) | \$ 23.96 | ^ | ^ | ^ | ^ | ^ | ^ | ^ | ^ (6) | 02/15/2023 | Common<br>Stock | 9,165 |
|--------------------------------------|----------|---|---|---|---|---|---|---|-------|------------|-----------------|-------|

## Reporting Owners

| Reporting Owner Name / Address                                                          | Relationships |           |                              |       |
|-----------------------------------------------------------------------------------------|---------------|-----------|------------------------------|-------|
|                                                                                         | Director      | 10% Owner | Officer                      | Other |
| Lyons Dianne M<br>118 SECOND AVENUE SE<br>P.O. BOX 73909<br>CEDAR RAPIDS, IA 52407-3909 | ^             | ^         | ^ VP/Chief Financial Officer | ^     |

## Signatures

/s/ Dianne M.  
Lyons

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 total number of shares (excluding fractionals) beneficially held directly by the Reporting Person includes: 2,466 shares held individually by Ms. Lyons; 3,580 shares of restricted stock issued under the Issuer's 2008 Stock Plan which vest, subject to certain conditions, on 02/18/2016; 2,612 shares of restricted stock issued under the Issuer's 2008 Stock Plan which vest, subject to certain conditions, on 02/15/2018.

(2) The number of securities shown as being held in, acquired or disposed of by the Issuer's 401(k) Plan for the Reporting Person's benefit are the approximate number of shares of common stock (excluding fractionals) for which the Reporting Person has the right to direct the vote under the Issuer's 401(k) Plan. Such shares are not directly allocated to 401(k) Plan participants, but are instead held in a unitized fund consisting primarily of common stock, together with a small percentage of short-term investments. 401(k) Plan participants acquire units of this fund.

(3) All options currently exercisable.

(4) 1,200 options become exercisable in two (2) equal installments of 600 options each on 05/19/2014 and 05/19/2015, respectively.

(5) 1,740, options become exercisable on 2/18/2014; 3,482 options become exercisable in two (2) equal installments of 1,741 options each on 02/18/2015 and 02/18/2016, respectively.

(6) 9,165 options become exercisable in five (5) equal installments of 1,833 options each on 02/15/2014, 02/15/2015, 02/15/2016, 02/16/2017 and 02/16/2018, respectively.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.