

UNITED FIRE GROUP INC
Form 4
March 28, 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 *
SCHARMER NEAL R

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)
03/24/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP/General Counsel/Corp Sec

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 (D) Price			
Common Stock	03/24/2017		A	887 A \$ 0	14,874.194	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)

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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. Title and Amount of Underlying Securities (Instr. 3 and 4)
Stock Option (right to buy)	\$ 42.27	03/24/2017		A	3,701	(1) 03/24/2027	Common Stock	3,701

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHARMER NEAL R 118 2ND AVE SE CEDAR RAPIDS, IA 52401-1212			VP/General Counsel/Corp Sec	

Signatures

/s/ Neal R. Scharmer by Michael T. Wilkins,
Attorney-in-Fact 03/28/2017

**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) This option grant vests one-third on each of the first three anniversaries of the 3/24/2017 grant date.
- 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.

4. Citizenship or Place of Organization
Delaware

Number of Shares Beneficially Owned by Each Reporting **5.** **Sole Voting Power**
-0-

Person With

6.	Shared Voting Power 20,621,400
7.	Sole Dispositive Power -0-
8.	Shared Dispositive Power 20,621,400

9. Aggregate Amount Beneficially Owned by Each Reporting Person
20,621,400

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o

11. Percent of Class Represented by Amount in Row (9)
9.3%

12. Type of Reporting Person (See Instructions)
OO

CUSIP No. 447011107

1. **Names of Reporting Persons**
I.R.S. Identification Nos. of above persons (entities only)
 D. E. Shaw & Co., L.P.
 13-3695715
2. **Check the Appropriate Box if a Member of a Group (See Instructions)**
 (a)
 (b)
3. **SEC Use Only**
4. **Citizenship or Place of Organization**
 Delaware

**Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With**

5. Sole Voting Power
-0-

6. Shared Voting Power
20,621,597

7. Sole Dispositive Power
-0-

8. Shared Dispositive Power
20,621,597

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**
20,621,597

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)**

11. **Percent of Class Represented by Amount in Row (9)**
9.3%

12. **Type of Reporting Person (See Instructions)**
IA, PN

CUSIP No. 447011107

1. **Names of Reporting Persons**
I.R.S. Identification Nos. of above persons (entities only)
David E. Shaw
2. **Check the Appropriate Box if a Member of a Group (See Instructions)**
(a)
(b)
3. **SEC Use Only**
4. **Citizenship or Place of Organization**
United States

**Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With**

5. **Sole Voting Power**
-0-
6. **Shared Voting Power**
20,621,597
7. **Sole Dispositive Power**
-0-
8. **Shared Dispositive Power**
20,621,597

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**
20,621,597

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)**

11. **Percent of Class Represented by Amount in Row (9)**
9.3%

12. **Type of Reporting Person (See Instructions)**
IN

Item 1.

- (a) **Name of Issuer:**
Huntsman Corporation
- (b) **Address of Issuer's Principal Executive Offices:**
500 Huntsman Way
Salt Lake City, Utah 84108

Item 2.

- (a) **Name of Person Filing:**
D. E. Shaw Valence Portfolios, L.L.C.
D. E. Shaw & Co., L.P.
David E. Shaw
- (b) **Address of Principal Business Office or, if none, Residence:**
The business address for each reporting person is:
120 W. 45th Street, Tower 45, 39th Floor
New York, NY 10036
- (c) **Citizenship:**
D. E. Shaw Valence Portfolios, L.L.C. is a limited liability company organized under the laws of the state of Delaware.
D. E. Shaw & Co., L.P. is a limited partnership organized under the laws of the state of Delaware.
David E. Shaw is a citizen of the United States of America.
- (d) **Title of Class of Securities:**
Common Stock, \$0.01 par value
- (e) **CUSIP Number:**
447011107

Item 3. **If this statement is filed pursuant to Rule 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:**

Not applicable

Item 4. Ownership

As of August 2, 2007:

(a) Amount beneficially owned:

D. E. Shaw Valence Portfolios, L.L.C.: 20,621,400 shares

D. E. Shaw & Co., L.P.: 20,621,597 shares

This is composed of (i) 197 shares in the name of D. E. Shaw Synoptic Portfolios 2, L.L.C. and (ii) 20,621,400 shares in the name of D. E. Shaw Valence Portfolios, L.L.C.

Explanation of Responses:

David E. Shaw: 20,621,597 shares
 This is composed of (i) 197 shares in the name of D. E. Shaw Synoptic Portfolios 2, L.L.C. and (ii) 20,621,400 shares in the name of D. E. Shaw Valence Portfolios, L.L.C.

(b) Percent of class:

D. E. Shaw Valence Portfolios, L.L.C.: 9.3%
 D. E. Shaw & Co., L.P.: 9.3%
 David E. Shaw: 9.3%

(c) Number of shares to which the person has:

- (i) Sole power to vote or to direct the vote:
 - D. E. Shaw Valence Portfolios, L.L.C.: -0- shares
 - D. E. Shaw & Co., L.P.: -0- shares
 - David E. Shaw: -0- shares
- (ii) Shared power to vote or to direct the vote:
 - D. E. Shaw Valence Portfolios, L.L.C.: 20,621,400 shares
 - D. E. Shaw & Co., L.P.: 20,621,597 shares
 - David E. Shaw: 20,621,597 shares
- (iii) Sole power to dispose or to direct the disposition of:
 - D. E. Shaw Valence Portfolios, L.L.C.: -0- shares
 - D. E. Shaw & Co., L.P.: -0- shares
 - David E. Shaw: -0- shares
- (iv) Shared power to dispose or to direct the disposition of:
 - D. E. Shaw Valence Portfolios, L.L.C.: 20,621,400 shares
 - D. E. Shaw & Co., L.P.: 20,621,597 shares
 - David E. Shaw: 20,621,597 shares

David E. Shaw does not own any shares directly. By virtue of David. E. Shaw's position as President and sole shareholder of D. E. Shaw & Co., Inc., which is the general partner of D. E. Shaw & Co., L.P., which in turn is the investment adviser of D. E. Shaw Synoptic Portfolios 2, L.L.C., and the managing member and investment adviser of D. E. Shaw Valence Portfolios, L.L.C., and by virtue of David. E. Shaw's position as President and sole shareholder of D. E. Shaw & Co. II, Inc., which is the managing member of D. E. Shaw & Co., L.L.C., which in turn is the managing member of D. E. Shaw Synoptic Portfolios 2, L.L.C., David E. Shaw may be deemed to have the shared power to vote or direct the vote of, and the shared power to dispose or direct the disposition of, the 20,621,597 shares as described above constituting 9.3% of the outstanding shares and, therefore, David. E. Shaw may be deemed to be the beneficial owner of such shares. David. E. Shaw disclaims beneficial ownership of such 20,621,597 shares.

Item 5. Ownership of Five Percent or Less of a Class
 Not Applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person
 Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

Explanation of Responses:

Not Applicable

Item 8. Identification and Classification of Members of the Group

Not Applicable

Item 9. Notice of Dissolution of Group

Not Applicable

Item 10. Certification

By signing below, each of D. E. Shaw Valence Portfolios, L.L.C., D. E. Shaw & Co., L.P., and David E. Shaw certify that, to the best of such reporting person's knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purposes or effect.

SIGNATURE

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct. A Power of Attorney, dated February 24, 2004, granted by David E. Shaw in favor of Julius Gaudio, is attached hereto.

Dated: August 3, 2007

D. E. Shaw Valence Portfolios, L.L.C.

By: D. E. Shaw & Co., L.P., as managing member

By: /s/ Julius Gaudio

Julius Gaudio
Managing Director

D. E. Shaw & Co., L.P.

By: /s/ Julius Gaudio

Julius Gaudio
Managing Director

David E. Shaw

By: /s/ Julius Gaudio

Julius Gaudio
Attorney-in-Fact for David E. Shaw