

HORACE MANN EDUCATORS CORP /DE/
Form 4/A
April 09, 2008

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 *
Andrews Paul D

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)
03/08/2006

____ 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)
04/03/2007

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
Common Stock ⁽¹⁾	03/08/2006		A	V	\$ 0 ⁽²⁾ 6,606.089 ⁽³⁾ ₍₄₎	D	
Common Stock ⁽⁵⁾	03/06/2007		A		\$ 0 ⁽²⁾ 7,370.714 ⁽³⁾ ₍₆₎	D	

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

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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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (right to buy)	\$ 20.23	03/06/2007		A	9,056	08/08/1988 ⁽⁷⁾	03/06/2014	Common Stock
Phantom Stock Units	\$ 0 ⁽⁸⁾	03/15/2007		A	3,128.724	08/08/1988 ⁽⁹⁾	08/08/1988 ⁽⁹⁾	Common Stock
Phantom Stock Units	\$ 0 ⁽⁸⁾	03/30/2007 ⁽¹⁰⁾		A	50.16 ⁽¹⁰⁾	08/08/1988 ⁽⁹⁾	08/08/1988 ⁽⁹⁾	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Andrews Paul D 1 HORACE MANN PLAZA SPRINGFIELD, IL 62715			Senior Vice President	

Signatures

Rhonda R. Armstead, Attorney in Fact for Paul D. Andrews 04/09/2008

**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 acquisition of Common Stock reported hereby is in the form of restricted stock units which will vest in full on December 31, 2008.
- (2) Granted as compensation for services.
- (3) The number of securities reported represents the number of securities owned immediately following the reported transaction.
- (4) Represents 5,415.089 restricted stock units and 1,191 shares of Common Stock.
- (5) The acquisition of Common Stock reported hereby is in the form of restricted stock units which will vest in full on December 31, 2009.
- (6) Represents 6,179.714 restricted stock units and 1,191 shares of Common Stock.

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(7) The option began vesting in four equal annual installments on March 6, 2008.

(8) Each phantom stock unit is the economic equivalent of one share of Common Stock.

The phantom stock units are estimated based on the market price of Horace Mann Educators Corporation Common Stock and are
(9) acquired under the Horace Mann Educators Corporation Deferred Compensation Plan for employees which are to be settled 100% in cash on the earlier of the reporting person's retirement date, termination date or a date specified by the reporting person.

(10) The transaction previously reported on April 3, 2007 is being amended to correct the number of phantom stock units acquired.

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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