

KELLEY BRUCE G

Form 4

March 04, 2019

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
KELLEY BRUCE G

(Last) (First) (Middle)

EMPLOYERS MUTUAL  
CASUALTY COMPANY, 717  
MULBERRY STREET

(Street)

DES MOINES, IA 50309

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
EMC INSURANCE GROUP INC  
[EMCI]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2019

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President & CEO

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<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------|---|---|--------------------------------------|---|--|---|---|
| EMCI-Common<br>Stock               | 03/01/2019                              |   | C                                    | V Amount (A) or (D) Price<br>3,000 A \$<br>31.825                       | 273,551  | D   |   |
| EMCI-Common<br>Stock               |   |   |                                      |   | 2,250  | I   | Spouse  |

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  
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SEC 1474  
(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Restricted Stock Units                     | <u>(1)</u>   | 03/01/2019                           |  | C                              | 1,500   | 03/01/2018 <sup>(2)</sup> <sup>(2)</sup>                 | Common Stock 1,500  |
| Restricted Stock Units                     | \$ 0 <sup>(1)</sup>                                    | 03/01/2019                           |  | C                              | 1,500   | 03/01/2019 <sup>(4)</sup> <sup>(4)</sup>                 | Common Stock 1,500  |
| Restricted Stock Units                     | \$ 0 <sup>(1)</sup>                                    | 03/01/2019                           |  | A                              | 6,000   | 03/01/2020 <sup>(5)</sup> <sup>(5)</sup>                 | Common Stock 6,000  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                 |       |
|--|---------------|-----------|-----------------|-------|
|  | Director      | 10% Owner | Officer         | Other |
| KELLEY BRUCE G<br>EMPLOYERS MUTUAL CASUALTY COMPANY<br>717 MULBERRY STREET<br>DES MOINES, IA 50309 | X             |           | President & CEO |       |

## Signatures

Bruce G. Kelley 03/04/2019

    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) Restricted stock units convert into common stock on a one-for-one basis.

(2) On March 1, 2017, the reporting person was granted 6,000 restricted stock units, vesting at 25% per year beginning on the first anniversary of the grant date.

(3) FMV on conversion date was \$31.8250

(4) On March 1, 2018, the reporting person was granted 6,000 restricted stock units, vesting at 25% per year beginning on the first anniversary of the grant date.

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- (5) On March 1, 2019, the reporting person was granted 6,000 restricted stock units, vesting at 25% per year beginning on the first anniversary of the 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.

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