

ROESKE RICHARD  
Form 4  
August 29, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
**ROESKE RICHARD**

(Last) (First) (Middle)

**ONE EAST WACKER DRIVE**

(Street)

**CHICAGO, IL 60601**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**KEMPER Corp [KMPR]**

3. Date of Earliest Transaction (Month/Day/Year)  
**08/25/2017**

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)  
**VP & Chief Accounting Officer**

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	08/25/2017		M	7,500 A \$ 23.65	55,672.155	D	
Common Stock	08/25/2017		F	4,853 (1) D \$ 49.4	50,819.155	D	
Common Stock	08/25/2017		M	8,000 A \$ 27.89	58,819.155	D	
Common Stock	08/25/2017		F	5,642 (1) D \$ 49.4	53,177.155	D	
Common Stock	08/25/2017		M	8,000 A \$ 29.77	61,177.155	D	

Edgar Filing: ROESKE RICHARD - Form 4

Common Stock	08/25/2017	F	<u>5,848</u> (1)	D	\$ 49.4	55,329.155	D
Common Stock	08/25/2017	M	13,501	A	\$ 43.45	68,830.155	D
Common Stock	08/25/2017	F	<u>12,400</u> (1)	D	\$ 49.4	56,430.155	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)

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
Employee Stock Option <sup>(2)</sup>	\$ 23.65	08/25/2017		M	7,500	<sup>(3)</sup>	02/02/2020	Common Stock	7,500
Employee Stock Option <sup>(2)</sup>	\$ 27.89	08/25/2017		M	8,000	<sup>(4)</sup>	02/01/2021	Common Stock	8,000
Employee Stock Option <sup>(2)</sup>	\$ 29.77	08/25/2017		M	8,000	<sup>(5)</sup>	01/31/2022	Common Stock	8,000
Employee Stock Option <sup>(2)</sup>	\$ 43.45	08/25/2017		M	13,501	<sup>(6)</sup>	02/05/2018	Common Stock	13,501

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROESKE RICHARD ONE EAST WACKER DRIVE			VP & Chief Accounting Officer	

CHICAGO, IL 60601

## Signatures

Richard Roeske

08/29/2017

\_\_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) Shares withheld by or surrendered, either actually or constructively, to the Issuer in payment of the exercise price and/or taxes due in connection with the exercise disclosed in Table II.
- (2) Option to buy stock with tandem stock appreciation right.
- (3) Option vested in four equal consecutive annual installments beginning on 08/02/2010.
- (4) Option vested in four equal consecutive annual installments beginning on 08/01/2011.
- (5) Option vested in four equal consecutive annual installments beginning on 07/31/2012.
- (6) Option vested on 06/07/2017.

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.