HANOVER INSURANCE GROUP, INC.

Form 4

November 24, 2015

FORM	FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION						OMB APPROVAL			
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287		
Check the if no lon subject to Section Form 4 con 5 obligation	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES  Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							Expires: Estimated a burden hour response		
may continue.  See Instruction 1(b).  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)										
Roche John C Symbo			ssuer Name <b>and</b> Ticker or Trading bol NOVER INSURANCE GROUP,				5. Relationship of Reporting Person(s) to Issuer			
		INC	INC. [THG]				(Check all applicable)			
C/O THE H GROUP, IN STREET	e of Earliest Transaction h/Day/Year) 5/2015				Director 10% OwnerX_ Officer (give title Other (specify below)  Executive Vice President					
(Street) 4. If Ame Filed(Mor				Oate Origin ar)	al		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
		(7:m)					Person			
(City)						_	iired, Disposed of			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date any (Month/Day/Ye	n Date, if Transaction(A) or Disposed of (D) Code (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)		
Common Stock	11/23/2015		M	4,513	A	\$ 48.46	25,853	D		
Common Stock	11/23/2015		S	4,513	D	\$ 84.704 (1)	21,340	D		

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

1

SEC 1474

(9-02)

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#### number.

# 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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
	Security				Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Option (right to buy)	\$ 48.46	11/23/2015		M	4,513	(2)	02/23/2017	Common Stock	4,513

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Roche John C C/O THE HANOVER INSURANCE GROUP, INC. 440 LINCOLN STREET WORCESTER, MA 01653			Executive Vice President			

# **Signatures**

Walter H. Stowell pursuant to Confirming
Statement

11/24/2015

\*\*Signature of Reporting Person

### **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).
- The price reported in column 4 is a weighted average price. These shares were sold at multiple prices ranging from \$84.57 to \$84.90. The (1) Reporting Person undertakes to provide The Hanover Insurance Group, Inc. (THG), any security holder of THG, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.

Date

(2) Option vested 25% on 2/23/08, 25% on 2/23/09 and 50% on 2/23/10.

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.

Reporting Owners 2