

LAVEY RICHARD W
Form 3
May 22, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

LAVEY RICHARD W
(Last) (First) (Middle)

THE HANOVER INSURANCE GROUP, INC., 440 LINCOLN STREET
(Street)

WORCESTER, MA 01653
(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
05/14/2013

3. Issuer Name and Ticker or Trading Symbol

HANOVER INSURANCE GROUP, INC. [THG]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Senior Vice President

5. 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 Beneficially Owned

1. Title of Security (Instr. 4)

Common Stock

2. Amount of Securities Beneficially Owned (Instr. 4)

16,192 ⁽¹⁾

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

D

4. Nature of Indirect Beneficial Ownership (Instr. 5)

A

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Common Stock Option (right to buy)	Â (2)	02/23/2017	Common Stock	16,250	\$ 48.46	D	Â
Common Stock Option (right to buy)	Â (3)	02/23/2019	Common Stock	7,500	\$ 34.19	D	Â
Common Stock Option (right to buy)	Â (4)	02/26/2020	Common Stock	3,750	\$ 42.15	D	Â
Common Stock Option(right to buy)	Â (5)	02/28/2021	Common Stock	8,000	\$ 46.47	D	Â
Common Stock Option (right to buy)	Â (6)	01/20/2022	Common Stock	10,000	\$ 36.81	D	Â
Common Stock Option (right to buy)	Â (7)	02/26/2023	Common Stock	11,250	\$ 42.49	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LAVEY RICHARD W THE HANOVER INSURANCE GROUP, INC. 440 LINCOLN STREET WORCESTER, MA 01653	Â	Â	Â Senior Vice President	Â

Signatures

Richard Lavey 05/14/2013

**Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Includes (i) 1,625 restricted stock units ("RSUs") that vest on 2/26/14; (ii) 1,000 RSUs that vest 50% on 2/28/14 and 50% on 2/28/15; (iii) 2,250 restricted shares that vest on 1/20/14; (iv) 1,500 RSUs that vest 50% on 1/20/15 and 50% on 1/20/16; (v) 1,625 RSUs that vest on 2/26/16; and (vi) 1,000 RSUs that vest on 5/13/16. In each case Reporting Person must be continuously employed by the Issuer through the applicable vesting date for such awards to vest. Upon vesting, the RSUs convert into an equivalent number of shares of common stock.
 - (2) 25% vested on 2/23/08, 25% vested on 2/23/09, and remaining 50% vested on 2/23/10.
 - (3) 50% vested on 2/23/12 and remaining 50% vested on 2/23/13.
 - (4) 50% vested on 2/26/13 and remaining 50% vest on 2/26/14.
 - (5) 50% vest on 2/28/14 and remaining 50% vest on 2/28/15.
 - (6) 50% vest on 1/20/15 and remaining 50% vest on 1/20/16.
 - (7) 33% vest on each of 2/26/14, 2/26/15 and 2/26/16.

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