

BOSCHELLI JOHN MICHAEL  
Form 4  
August 21, 2017

**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 \*  
BOSCHELLI JOHN MICHAEL

(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)  
08/17/2017

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)  
SVP & Chief Investment 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                    | 08/17/2017                           |  | M                              |   | 15,000  | A  | \$ 36.47  |
| Common Stock                    | 08/17/2017                           |  | F                              |   | 12,490<br>(1)   | D  | \$ 48.45  |
| Common Stock                    | 08/17/2017                           |  | M                              |   | 4,691   | A  | \$ 27.71  |
| Common Stock                    | 08/17/2017                           |  | F                              |   | 3,331<br>(1)  | D  | \$ 48.45  |
| Common Stock                    | 08/17/2017                           |  | M                              |   | 9,089   | A  | \$ 42.8   |

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|              |            |   |                     |   |          |        |   |                |
|--------------|------------|---|---------------------|---|----------|--------|---|----------------|
| Common Stock | 08/17/2017 | F | 8,372<br><u>(1)</u> | D | \$ 48.45 | 27,199 | D |                |
| Common Stock |            |   |                     |   |          | 700.91 | I | By 401(k) Plan |

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

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(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) | Amount or Number of Shares |        |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      |        |
| Employee Stock Option <sup>(2)</sup>       | \$ 36.47   | 08/17/2017                           |  | M                              | 15,000  | <sup>(3)</sup>   | 02/04/2024  | Common Stock               | 0      |
| Employee Stock Option <sup>(2)</sup>       | \$ 27.71   | 08/17/2017                           |  | M                              | 4,691   | <sup>(4)</sup>   | 03/01/2026  | Common Stock               | 14,075 |
| Employee Stock Option <sup>(2)</sup>       | \$ 42.8  | 08/17/2017                           |  | M                              | 9,089   | <sup>(5)</sup>   | 02/05/2018  | Common Stock               | 0      |

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

BOSCHELLI JOHN MICHAEL  
ONE EAST WACKER DRIVE  
CHICAGO, IL 60601

SVP & Chief Investment Officer

## Signatures

John. M. Boscheilli                      08/21/2017

\_\_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 shares vest in four equal consecutive annual installments beginning 08/04/2014.
- (4) Option shares vest in four equal consecutive annual installments beginning 09/01/2016.
- (5) Option shares vested on 06/06/2017.

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.