

Welzenbach Mark Joseph  
 Form 3  
 May 22, 2013

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

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

**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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Welzenbach Mark Joseph (Last) (First) (Middle)		(Month/Day/Year) 05/14/2013	HANOVER INSURANCE GROUP, INC. [THG]	
440 LINCOLN STREET, Â S-316		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)		(Check all applicable)		
WORCESTER, Â MA Â 01653		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below) Senior Vice President		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	25,736 <sup>(1)</sup>	D	Â

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)  Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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## Edgar Filing: Welzenbach Mark Joseph - Form 3

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Common Stock Option (right to buy)	Â (2)	02/23/2017	Common Stock	5,415	\$ 48.46	D	Â
Common Stock Option (right to buy)	Â (3)	02/26/2020	Common Stock	5,000	\$ 42.15	D	Â
Common Stock Option (right to buy)	Â (4)	02/28/2021	Common Stock	10,000	\$ 46.47	D	Â
Common Stock Option (right to buy)	Â (5)	01/20/2022	Common Stock	12,500	\$ 36.81	D	Â
Common Stock Option (right to buy)	Â (6)	02/26/2013	Common Stock	15,000	\$ 42.49	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Welzenbach Mark Joseph 440 LINCOLN STREET S-316 WORCESTER, MA 01653	Â	Â	Â Senior Vice President	Â

## Signatures

Mark  
Welzenbach

05/14/2013

\_\_Signature of  
Reporting Person

Date

## 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).

- Includes (i) 2,000 restricted stock units ("RSUs") that vest on 2/26/14; (ii) 1,250 RSUs that vest 50% on 2/28/14 and 50% on 2/28/15; (iii) 250 RSUs that vest 50% on 3/10/14 and 50% on 3/10/15; (iv) 2,500 restricted shares that vest on 1/20/14; (v) 2,250 RSUs that vest 50% on 1/20/15 and 50% on 1/20/16; and (vi) 2,150 RSUs that vest on 2/26/16. In each case the Reporting Person must be continuously employed by the Issuer through the applicable vesting date for the awards to vest. Upon vesting the RSUs convert into an equivalent number of shares of common stock.
- (1) 25% vested on 2/23/08, 25% vested on 2/23/09, and remaining 50% vested on 2/23/10.
  - (2) 50% vested on 2/26/13 and remaining 50% vest on 2/26/14.
  - (3) 50% vest on 2/28/14 and remaining 50% vest on 2/28/15.
  - (4) 50% vest on 1/20/15 and remaining 50% vest on 1/20/16.
  - (5) 33% vest on each of 2/26/14, 2/26/15 and 2/26/16.

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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