

Lynch Denise Idell  
 Form 4  
 March 25, 2013

**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 \*  
 Lynch Denise Idell

(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)  
 03/21/2013

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)

Vice President

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 03/21/2013                           |  | M                              | V   | 11,250  | A  | \$ 23.65 35,572 D                 |
| Common Stock                    | 03/21/2013                           |  | F                              |   | 9,198   | D  | \$ 31.58 26,374 D                 |
| Common Stock                    | 03/21/2013                           |  | M                              |   | 7,500   | A  | \$ 27.89 33,874 D                 |
| Common Stock                    | 03/21/2013                           |  | F                              |   | 6,863   | D  | \$ 31.58 27,011 D                 |

## Edgar Filing: Lynch Denise Idell - Form 4

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) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
|  |  |                                      |  |                                |   | Code   | V   | (A)          | (D)                        |
| Employee Stock Option <sup>(2)</sup>       | \$ 23.65   | 03/21/2013                           |  | M                              | 11,250  | <sup>(3)</sup>   | 02/02/2020  | Common Stock | 11,250                     |
| Employee Stock Option <sup>(2)</sup>       | \$ 27.89   | 03/21/2013                           |  | M                              | 7,500   | <sup>(4)</sup>   | 02/01/2021  | Common Stock | 7,500                      |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |                |       |
|--|---------------|-----------|----------------|-------|
|  | Director      | 10% Owner | Officer        | Other |
| Lynch Denise Idell<br>ONE EAST WACKER DRIVE<br>CHICAGO, IL 60601 |               |           | Vice President |       |

## Signatures

Christopher L. Moses,  
attorney-in-fact

03/25/2013

\_\_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) This reflects shares withheld by the Issuer for payment of the exercise price and taxes due in connection with the option/stock appreciation right exercise disclosed in Table II.
- (2) Option to buy stock with tandem stock appreciation right.
- (3) Option vests in four equal, consecutive annual installments beginning 8/2/2010.

## Edgar Filing: Lynch Denise Idell - Form 4

- (4) Option vests in four equal, consecutive annual installments beginning 8/1/2011.
- (5) Following the last transaction reported in this table, the reporting person holds a total of 46,250 outstanding option shares under the Kemper Corporation equity compensation plans.

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.