



CODE OF BUSINESS PRACTICES AND ETHICS

FOR

DIRECTORS, OFFICERS, AND EMPLOYEES

OF

UNUM

Introduction

This Code applies to all officers, employees, and members of the Board of Directors (“directors”) of Unum Group and its United States subsidiaries (“Unum” or the “Company”). For purposes of brevity the term “employees” is generally used, but it includes officers and directors unless the context clearly indicates otherwise. In addition, the Chief Executive Officer, and the Chief Financial Officer, and certain of their direct reports, are subject to the attached “Code of Ethics for CEO and Financial Executives of Unum.”

This Code applies throughout the Unum organizational structure as a general statement of policy. It is important to note that there may be additional policy statements on specific issues that provide more information on a subject and more detailed guidance as to what is expected or required. You should check Unum Central for copies of all policy statements on specific issues, including but not limited to the following policy statements:

- Anti-Money Laundering
- Appropriate Use and Privacy of Company Assets
- Broker Compensation Disclosure Policy
- Confidentiality/Non-Disclosure
- Employee Expense Reimbursement
- Equal Employment Opportunity
- Fraud, Embezzlement and Theft
- Harassment Prohibition
- Insider Trading
- Internet and E-Mail Security and Usage
- Market Conduct Compliance Manual
- Media
- Privacy
- Related Party Transactions
- Other specific issues

In addition to the Code and Company policy statements on specific issues, there are also function-specific policies that have been prepared on several topics in order to provide further guidance on issues that relate to the activities of a specific function of the Company. You may check with your manager to determine whether there are function-specific policies that apply to you.

If you are unsure after checking Unum Central and with your manager as to whether there are policy statements on specific issues or function-specific policies that apply to you, you should contact the Office of Business Practices and Ethics for assistance.

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OFFICE OF BUSINESS PRACTICES AND ETHICS

Responsibility for implementing and administering this Code of Business Practices and Ethics (“Code”) rests with the General Counsel, who reports to the Chief Executive Officer. The Company has created an Office of Business Practices and Ethics, which has day-to-day responsibility for administering this Code. This Office is the responsibility of the Vice President - Business Practices and Ethics, who reports to the General Counsel.

The Office of Business Practices and Ethics has the following responsibilities:

- Accountability for developing and directing the Company’s ethics and business practices functions, including ethical relationships with employees, distributors, customers, regulators, and shareholders.
- Leadership, oversight, and advice to ensure appropriate development, interpretation, and implementation of this Code.
- Maintaining the toll-free Business Practices & Ethics Hotline for employees and other stakeholders to report violations of this Code without fear of retaliation.
- Developing and administering ethical leadership training.
- Communications regarding ethics and business practice issues with and to employees, distributors, customers, regulators, shareholders, and the public.
- Conducting investigations into alleged violations of this Code and making recommendations for resolution of misconduct, including disciplinary action.
- Measuring and assessing company performance with respect to this Code, including the use of surveys of employees and distributors, in order to adjust the provisions of this Code as necessary.
- Participation in industry associations and other organizations committed to ethical business practices.

The General Counsel, in conjunction with the Office of Business Practices and Ethics, will convene a Business Practices and Ethics Committee comprised of representatives of various functions within the Company that are impacted by this Code. The Business Practices and Ethics Committee will assist the Office of Business Practices and Ethics by providing advice, guidance and feedback and will meet on a regular basis.

Periodically, the General Counsel shall report to the Board of Directors on the activities of the Office of Business Practices and Ethics.

OUR SHARED RESPONSIBILITIES

You have a responsibility to **Yourself**

Integrity is at the core of who you are as a representative of Unum and it cannot be compromised.

We have a responsibility to **Each Other**

We owe each other honesty, fair treatment and the dignity we expect for ourselves. We will strengthen and maintain a culture imbued with high ethical standards that will guide each of us in time of question.

We have a responsibility to **Our Customers**

Customers rely on the value of our income protection products and services and depend upon our delivering what we promise.

We have a responsibility to **Our Stockholders**

Stockholders trust that we will use our assets and resources to build our world leadership position as a profitable business that is appropriately valued by the market. That value will be enhanced by the ethical conduct and business practices contemplated by this Code.

We have a responsibility to **Our Business Partners**

We depend on strong relationships with our brokers and producers, as well as with our vendors, consultants and professional firms, in providing high quality products and services for our customers.

We have a responsibility to **Our Communities**

We depend on the quality of life in the communities in which we live and work, and we recognize the importance of the individual and corporate commitments made to those communities by Unum and its employees. Like most businesses in the United States, we work in a very competitive environment, but we must support the individual participation in civic, charitable and political activities that is essential to quality of life in our communities.

RESPONSIBILITY TO YOURSELF

- You have the responsibility to read and understand this Code of Conduct. You must comply with both the letter and spirit of the Code. Ignorance will not excuse you from its requirements.
- You must act in accordance with the law.
- You must not engage in behavior that harms the reputation of the Company. If you would not want to tell your parents or your children about your action – or would not want to read about it in a newspaper – don't do it.
- Some situations may seem ambiguous. Exercise caution when you hear yourself or someone else say, "Everybody does it," "No one will ever know," or "It won't matter in the end." These are signs that tell you to stop, think through the situation and seek guidance. Don't ignore your instincts; they are generally reliable. And remember, you are responsible for your actions however ambiguous they may seem.
- You have options for seeking guidance on proper business practices. Generally, the best starting point is your manager, but you may also speak with the Office of Business Practices and Ethics about any concerns.
- You are obligated to report violations, and suspected violations, of the Code. This includes where a manager or another colleague asks you to do something that would violate the Code. In all cases there will be no retaliation for making a good faith report about a Code violation, and every effort will be made to maintain confidentiality, where possible and legally permissible.
- You can report violations to your manager or to the Office of Business Practices and Ethics. You may call the toll-free Business Practices & Ethics Hotline at 1-800-454-9316 to report a violation, access the following link to file a report <https://www.compliance-helpline.com/Unum.jsp>, or write to the Office of Business Practices and Ethics, Unum, 2211 Congress Street, Portland, ME 04122
- You are obliged to cooperate with investigations into Code violations and must always be truthful and forthcoming in the course of those investigations.

ADDITIONAL RESPONSIBILITY OF MANAGERS

- Managers are expected to exemplify the highest standards of ethical business conduct.
- Managers have a responsibility to maintain a work environment in which employees know that ethical and legal behavior is expected of them.
- Managers are responsible for ensuring that the principles in the Code are communicated to those working for the manager. This may include being certain that employees receive appropriate training, as needed, about the Code and how to work in an environment that complies with the Code.
- Managers will include proper business practices and ethics as criteria in reviewing the performance of those who work for the manager.
- Managers must be diligent in looking for indications of unethical or illegal conduct and take appropriate action to address conduct that violates the Code. Managers should take care not to hire any person or delegate authority to any individual who they have reason to believe may engage in unlawful conduct or unethical activities.

RESPONSIBILITY TO EACH OTHER

- **Treating Each Other with Respect.** Unum is firmly committed to strengthening and maintaining a positive working environment for all of its employees. That begins with each individual having basic respect for other employees and treating each other fairly and as they would expect to be treated in return. Employees have the right to work in an environment that is free from intimidation, harassment and abuse. Verbal or physical conduct by an employee that harasses another or disrupts another's work performance or creates an intimidating, offensive, abusive or hostile work environment will not be tolerated. This prohibited conduct may include jokes, insults, threats or unwelcome actions concerning a person's race, color, gender, gender identity or expression, age, religion, national origin, ancestry, citizenship, disability, military status, sexual orientation, social or economic status or educational background. Unwelcome sexual advances or other unwelcome verbal or physical conduct of a sexual nature are specifically prohibited.
- **The Strength of Diversity.** There is value in the differences that each of us brings to the work place. Each employee deserves the opportunity to work and grow in an environment that is free of discrimination and harassment and that supports work/life flexibility. Diversity within our work force will be embraced, managed and supported throughout the Company. In exchange, we will benefit from the creativity, varied perspective, innovation and energy that results from a diverse workforce.
- **A Safe and Healthy Workplace.** Unum is also committed to providing a safe and healthy work environment. Each of us must participate in safety programs or training required at our facilities, and we must be familiar with the emergency fire and other evacuation procedures. Also, we must promptly report to our manager or to Facilities Management any hazardous situations that may affect another's safety or any accident affecting another person on our work site.
- **Substance Abuse.** Substance abuse, whether it involves alcohol or drugs, can impair our ability to think clearly and function effectively. More importantly, it can lead to situations that can endanger the individuals abusing these substances or those who work with them. The Company offers an Employee Assistance Program for those who want help in overcoming substance abuse problems. Observed instances of substance abuse should be reported to your manager or the Office of Business Practices and Ethics. Engaging in the illegal use, sale, or distribution of drugs violates Company policy and, when observed, should be reported promptly. It will be dealt with by disciplinary action, including termination, depending upon the circumstances. It may also violate federal and state laws and result in criminal prosecution.

RESPONSIBILITY TO OUR CUSTOMERS

- **Our Claims Philosophy.** With a commitment to integrity, quality and superior service, we will:
 - Make appropriate decisions by providing a thorough, fair and objective evaluation of all claims.
 - Pay all valid claims in a timely manner with a high level of service.
 - Partner with our customers in their efforts to return to work or to independent living.

The Company will continue to review the application of these principles in aligning the resources and implementing procedures that will reinforce the credibility of what we are committed to deliver to each claimant.

- **Quality of Products and Services.** Unum has a proud tradition through its various predecessor companies of providing quality products and services for the income protection of our customers. As our social and workplace circumstances continue to change, we must continue to refine the nature and terms of the products and services we provide as part of an integrated solution to income protection needs of our customers. The Company has invested significant resources in improving the services provided by the Client Service Center to make it easier for customers to deal with us on a day-to-day basis and by The Benefits Center, which includes the handling of claims made by our policyholders.
- **Marketing Practices.** Unum is committed to promoting its products and services in ways consistent with its excellent reputation. Marketing should be based on quality, differentiation, pricing, terms, and service. Delivery of what is marketed by the Company and paid for by the customer must be able to be relied upon by the customer.

RESPONSIBILITY TO OUR STOCKHOLDERS

- **Compliance with Laws, Rules and Regulations.** Obeying the law, both in letter and spirit, is a critical part of this Code. All employees must respect and obey the laws of the cities, states and countries in which we operate. Although all employees are not expected to know the details of these laws, it is important to know enough to determine when to seek advice from managers, the Law Department, or the Office of Business Practices and Ethics. Being subject to the insurance laws of fifty states each administered by its own insurance department, the Company faces issues of meaning, interpretation and administrative practice that can be difficult to obtain certainty or to reconcile. Employees should not attempt to resolve these issues on their own and should discuss them with their manager to see if there is a Company position or talk to a member of the Law Department before acting.

The Company holds information and training sessions on a number of legal issues to increase employee awareness of the laws that apply to the Company's operations and to promote compliance with applicable laws, rules and regulations. Information about training sessions that are generally available to employees is available from your manager.

- **Insider Trading.** Employees who have access to confidential information about the Company are not permitted to use or share that information for stock trading purposes or for any other purpose except the conduct of our business. All non-public information about the Company should be considered confidential information. To use non-public information for personal financial benefit or to "tip" others who might make an investment decision on the basis of this information is not only unethical but also illegal. If you have any questions, you should contact the Law Department before you either buy or sell Company stock.
- **Conflicts of Interest.** All employees of the Company should be scrupulous in avoiding a conflict of interest with regard to the Company's interest. A "conflict of interest" exists when a person's private interest interferes or conflicts in any way (or even appears to interfere) with the interests of the Company. A conflict situation can arise when an employee takes actions or has interests that may make it difficult to perform his or her Company work objectively or effectively. Conflicts of interest may also arise when an employee, or a member of his or her family, receives improper personal benefits as a result of his or her position in the Company. Loans to, or guarantees of obligations of, employees and their family members may create conflicts of interest. Federal law prohibits loans to directors and executive officers.

It is always a conflict of interest for an employee of the Company to work simultaneously for a competitor, and it is often a conflict of interest to work for a customer or supplier. You are not allowed to work for a competitor as a consultant or board member. The best policy is to avoid any direct or indirect business connection with our competitors, except on behalf of the Company, and to use good judgment in dealing with customers and suppliers.

Conflicts of interest are prohibited as a matter of Company policy, except in specific instances in which a conflict of interest is waived by the Board of Directors after full disclosure of the conflict. Any such waiver with respect to a director or executive officer must be promptly disclosed to shareholders. Conflicts of interest may not always appear to be clear-cut, so if you have a question, you should consult with your manager or the Office of Business Practices and Ethics. An employee who becomes aware of a conflict or potential conflict of interest should bring it to the attention of his or her manager or the Office of Business Practices and Ethics. Transactions that comply with the Company's Related Party Transaction Policy are not conflicts of interest.

- **Corporate Opportunities.** Employees are prohibited from taking for themselves personally opportunities that are discovered through the use of corporate property, information or position without the consent of the Board of Directors. No employee may use corporate property, information, or position for improper personal gain, and no employee may compete with the Company directly or indirectly. Employees owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises.

- **Confidentiality.** Employees must maintain the confidentiality of confidential information entrusted to them by the Company or its customer, except when disclosure is authorized by the Law Department or required by laws or regulations. Confidential information includes all non-public information that might be of use to competitors, or harmful to the Company or its customers, if disclosed. It also includes information that suppliers and customers have entrusted to us. The obligation to preserve confidential information continues even after employment ends.
- **Competition and Fair Dealing.** We seek to outperform our competition fairly and honestly. We seek competitive advantages through superior performance, never through unethical or illegal business practices. Stealing proprietary information, possessing trade secret information that was obtained without the owner's consent, or inducing such disclosures by past or present employees or other companies is prohibited. Each employee should endeavor to respect the rights of and deal fairly with the Company's customers, suppliers, competitors and employees. No employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other intentional unfair-dealing practice.
- **Protection and Proper Use of Company Assets.** All employees should endeavor to protect the Company's assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on the Company's profitability. Any suspected incident of fraud or theft should be immediately reported for investigation. Company equipment should not be used for non-Company business, though incidental personal use may be permitted.

The obligation of employees to protect the Company's assets includes its proprietary information. Proprietary information includes intellectual property such as trade secrets, patents, trademarks, and copyrights, as well as business, marketing and service plans, certain pricing information, databases, records, salary information and any unpublished financial data and reports. Unauthorized use or distribution of this information would violate Company policy. It could also be illegal and result in civil or criminal penalties. Some types of proprietary information lose that designation once it has become a matter of public record, so you should discuss this issue with your manager or the Law Department if you have a question about whether a matter continues to be proprietary to the Company.

- **Proper Record-Keeping.** The Company requires honest and accurate record and reporting of information to make responsible business decisions. For example, those employees who keep time records should report only true and actual number of hours worked. Paid Time Off should be accurately reported and corrected if in error.

Many employees regularly use business expense accounts, which must be documented and recorded accurately. If you are not sure whether a certain expense is legitimate, ask your manager or Financial Resources.

All of the Company's books, records and accounts and financial statements must be maintained in reasonable detail, must appropriately reflect the Company's transactions and must conform both to applicable legal requirements and to the Company's system of internal controls. Unrecorded or "off the books" funds or assets should not be maintained unless permitted by applicable law or regulation.

Business records and communications often become public, and we should avoid exaggeration, derogatory remarks, guesswork, efforts at humor that can be misinterpreted or inappropriate characterizations of people and companies that can be misunderstood. This applies equally to e-mail, internal memos, and formal reports. Unfortunately, many people write e-mails with seemingly little or no thought about how the language used and how their message can be misused or misunderstood. E-mails should be written assuming they will appear out of context on the front page of the newspaper in an article trying to make another point that you will not have an opportunity to explain.

The Company has policies relating to the retention of records, regardless of whether they are paper, electronic or otherwise. All employees should become familiar with these policies which provide guidance as to what "records" are and when they should be retained or destroyed in accordance with the Company's policies. An important exception to the destruction rules applies in the event of

litigation or governmental investigations. All employees should be sensitive to receiving notice of any "hold order" on information and be certain the information covered by the hold order that is in their possession or control is not destroyed by them or by scheduled destruction procedures. If there is any question about compliance with policies relating to document retention or hold orders, an employee should contact Records Retention or the Law Department.

- **Payments to Government Personnel.** It is strictly prohibited to make illegal payments to government officials in any country, and the U.S. government has a number of laws and regulations regarding business gratuities that may be accepted by U.S. government personnel. The promise, offer or delivery to an official or employee of the U.S. government of a gift, favor or other gratuity in violation of the rules would not only violate Company policy but could also be a criminal offense. State governments, including insurance departments, have similar rules with varying degrees of restriction. Given the number of different state and federal agencies that regulate some aspect of the Company's business and the variance in their rules, employees should assume that no form of business gratuity is permissible for government personnel and should become certain before extending any form of business gratuity, even providing lunch for a visiting regulator. If you need to determine what may be permissible in a given situation, you should contact the Office of Business Practices and Ethics.
- **Responding to Inquiries from Stockholders, Analysts or the Media.** When the Company provides information to the public, it has an obligation to accurately and completely report all related material facts about the matter. In order to ensure that the Company is able to comply with its obligations, employees receiving inquiries regarding the Company's activities, results, business or any other matter should promptly refer the request to the Company's Investor Relations Department and also advise that office that the request was received by the employee.
- **Responding to Requests for Information from Regulatory Agencies or in Litigation.** Any employee who receives a request from a regulatory agency for information about the Company that is not part of an ongoing routine pattern should promptly notify the Law Department so that a coordinated, timely and legally appropriate response is made. This applies whether the information sought is to be provided orally, by electronic means or by paper. If there is any question as to whether the request is part of a routine pattern, the employee should seek guidance from the Law Department.

Unum, like all large businesses, becomes involved in disputes that may result in litigation, other than claim litigation brought by claimants relating to a benefit dispute. If an employee receives a legal document related to the Company, such as a summons, complaint, subpoena or discovery request, you must immediately contact the Law Department to ensure that there is an appropriate and timely response. You should not make any response until you have consulted with the Law Department. Legal documents relating to claim litigation are covered by routine procedures within The Benefits Center, but if you have a question or receive a document that is part of a claim dispute and do not normally receive such documents, you should promptly contact the Law Department.

Remember that many requests from regulatory agencies and documents relating to litigation have time deadlines for responses, so it is important that you advise the appropriate department in the Company immediately upon receiving a regulatory request or litigation related document.

RESPONSIBILITY TO OUR BUSINESS PARTNERS

- **Doing Business with Unum.** Unum believes in doing business with those suppliers, contractors, joint venture partners, distributors, brokers, producers and consultants who embrace and demonstrate high standards of ethical business conduct. Our business partners should expect the same from our Company.

Unum will not knowingly use suppliers who operate in violation of applicable laws and regulations and will favor competitive suppliers who provide equal opportunity to all.

- **Purchasing Practices.** Purchasing decisions must be made on the basis of the best value received by Unum. Employees should take care that personal or family relationships not influence or appear to influence objective business decisions and where that may be compromised should advise their manager so that other arrangements can be made, where necessary, that will not compromise, or appear to compromise, the objectivity of the process.

Obtaining competitive bids, verifying quality and service claims on a regular basis, and confirming the financial and legal condition of the supplier are all important steps in a good purchasing decision. Agreements should be written, and clearly set forth the services or products to be provided, the basis of earning payment, and the applicable rate or fee. Unum will respect the confidential information of our suppliers.

- **Gifts, Favors and Entertainment.** It is an accepted practice in many business relationships that there may be gifts and entertainment both provided and received. It is also an accepted principle that no gift, favor or entertainment should be accepted or provided if it will obligate or appear to obligate the recipient to act in a manner different from that which would be the case were there no gift, favor or entertainment involved.
 - **Providing** - Gifts or entertainment may be provided as part of a business relationship if they are reasonable complements to the relationship, are of modest value, and do not violate the law or the policy of the recipient's company. Gifts or entertainment for regulators or government personnel are generally not permitted, but any question should be considered in advance with Government Relations.
 - **Accepting** - Accepting occasional gifts of being another's guest for customary business meals and entertainment may be appropriate as part of a developing or ongoing business relationship that is in the Company's interest. Gifts and entertainment should further the business interest of the Company, should not be lavish or in excess of generally accepted practice in the context in which it is given, and should not be accepted in contexts in which it could reasonably be perceived as influencing decision-making by an employee or is in violation of any law.
 - Gifts of cash or cash equivalents are always unacceptable and must be promptly returned.
 - Soliciting personal gifts, entertainment or services from business partners is not acceptable.
 - Employees may not use their position with the Company to solicit vendors, including financial institutions, to provide individual preferential treatment in personal business relationships with the business partner, such as preferred pricing, interest rates or other terms.
- **Reporting.** Entertainment that has the possible appearance of being lavish or excessive, or that involves air travel, requires prior written approval of the Office of Business Practices and Ethics. Gifts that appear to be lavish or excessive must be reported to the Office of Business Practices and Ethics and returned with a letter explaining the Company's policy. If it is impractical to return a gift because, for example, it is perishable, management should arrange to either share it with other employees or donate it to a charity and provide a letter of explanation to the donor. All gifts over \$100 in value must be reported to the Office of Business Practices and Ethics within 30 days of receipt.

RESPONSIBILITY TO OUR COMMUNITIES

- **Civic and Charitable Activities.** Unum and its predecessor companies have recognized the importance to its employees to live and work in communities that have an enriching quality of life. This can only occur if businesses are supportive of civic and charitable efforts and foster a culture that encourages participation by their employees in the myriad of civic and charitable activities that make communities attractive places to live, work and raise families. In the communities in which our major operations are located there are charitable budgets established annually by the Company that are administered locally and applied to causes and organizations that are important to the employees in each community. While the Company supports the strong voluntary participation by its employees that provides leadership to many of the civic and charitable activities, no manager or employee shall pressure another employee to contribute or to participate in a civic or charitable organization.
- **Individual Political Activities.** Unum also recognizes the importance to the democratically based representative nature of our political system of having broad participation in political activities by informed voters. The Company supports the right of each of our employees to participate in the political process and to engage in political activities of his or her choosing. This provides strength to our system and keeps its decisions on many critical matters closely reflective of what the people want. While involved in their personal civic and political affairs, however, employees must make clear that their views and actions are their own, and not those of Unum.
- **Corporate Political Activities.** U.S. law generally prohibits corporate contributions of any kind to a candidate, political party or political committee in connection with a U.S. federal election. It is also the policy of Unum not to make financial or in kind political contributions even where permitted by law. The Company has several Political Action Committees through which employees can make contributions and the PACs can provide relative nominal contributions to candidates in certain races. If you have a question about the activity of our PACs, ask Government Relations.

Lobbying activity on behalf of the interests of Unum is permissible, although highly regulated, and is generally directed by our Governmental Relations Department. Employees who communicate with government employees and officials on issues that affect Unum should contact Government Relations to ensure that such activities fully comply with the law and are coordinated with the Company's lobbying efforts.

ADMINISTRATION OF THIS CODE: REPORTING AND DEALING WITH VIOLATIONS

- **Distribution.** All Company directors, officers and employees will receive a copy of this Code, and new personnel will receive a copy of the then-current version when they join the Company. Notices of changes will be posted, and the current version of the Code will be maintained on Unum Central.
- **Training.** Employees will receive training from time to time and needed as appropriate to their jobs to ensure proper implementation of this Code.
- **Waivers.** Any waiver of a provision of this Code for executive officers or directors may be made only by the Board of Directors or a Board committee and will be promptly disclosed as required by law or stock exchange rules.
- **Accounting Complaints.** The Company's policy is to comply with all applicable financial reporting and accounting regulations applicable to the Company. If any employee, officer or director has concerns or complaints regarding questionable accounting or auditing matters of the Company, then he or she is encouraged to submit those concerns or complaints (anonymously, confidentially or otherwise) to the Audit Committee of the Board of Directors (or any director who is member of the Audit Committee) which will, subject to its duties arising under applicable law, regulation and legal proceedings, treat such submissions confidentially to the extent possible.
- **Public Company Reports to the SEC.** As a public company, it is of critical importance that the Company's filings with the Securities and Exchange Commission be full, fair, accurate, timely, and understandable. Depending on their position with the Company, an employee, officer or director may be called upon to provide necessary information to assure that the Company's public reports are complete, accurate and understandable. The Company expects employees, officers and directors to take this responsibility seriously and to provide full, prompt, and accurate answers to inquiries related to the Company's public disclosure requirements.
- **Reporting any Illegal or Unethical Behavior.** As part of promoting a culture of ethical behavior, all employees are encouraged to talk to managers or the Office of Business Practices and Ethics about observed illegal or unethical behavior and, when in doubt, about the best course of action in a particular situation. Employees, officers and directors who are concerned that violations of this Code or that other illegal or unethical conduct by employees, officers or directors of the Company have occurred or may occur should either contact their manager or superiors. If they do not believe it appropriate or are not comfortable approaching their managers or superiors about their concerns or complaints, then they should contact the Office of Business Practices and Ethics. If their concerns or complaints require confidentiality, including keeping their identity anonymous, then this confidentiality will be protected to the extent possible, subject to applicable law, regulation or legal proceedings.
- **No Retaliation.** The Company will not permit retaliation of any kind by or on behalf of the Company and its employees, officers and directors against any person who reports or complains of violations of this Code, or other illegal or unethical conduct, in good faith or for the purpose of complying with this Code.
- **Compliance Procedures.** It is important for all of us to work together to create an environment of ethical business conduct that has a substantial effect on preventing Code violations from ever occurring. Then compliance becomes a matter of the way in which we conduct ourselves rather than a pursuit of violations. However, in some situations it is difficult to know right from wrong. Since we cannot anticipate every situation that will arise, it is important that we have a way to approach a bothersome issue. These are some steps to keep in mind when you confront that situation:

- Make sure you have all the facts. In order to reach the right solution, we must be as fully informed as possible.
- Ask yourself: What specifically am I being asked to do? Does it seem unethical or improper? This will enable you to focus on the specific issue you are faced with, and the alternatives you have. Use your judgment and common sense. If something seems unethical or improper, it very well may be.
- Clarify your responsibility and role. In most situations, there is shared responsibility. Are your colleagues informed? It may help to get others involved and discuss the problem.
- Discuss the problem with your manager. This is the basic guidance for all situations. In many cases, your manager will be more knowledgeable about the question and will appreciate being brought into the decision-making process. Remember that it is your manager's responsibility to solve problems.
- Seek help from Company resources. In the rare case where it may not be appropriate to discuss an issue with your manager, or where you do not feel comfortable approaching your manager with your question, discuss it with another member of management who is likely to have an appreciation of the issue. If that does not provide a person that is an appropriate person to discuss the issue, call 1-800-454-9316, the Company's toll-free Business Practices & Ethics Hotline, which will put you in direct contact with the Office of Business Practices and Ethics, which will be certain that you are put in contact with the appropriate person to discuss the problem that is concerning you. You may also access our website to report a violation, file an electronic report by accessing the following link <https://www.compliance-helpline.com/Unum.jsp>, or you may write to the Office at 2211 Congress Street, Portland, Maine, 04122.
- Remember. When you are uncertain, it is better to seek guidance before you act. If you are concerned about confidentiality, the Company will keep secret your identity wherever that is legal and possible to do so. The Company does not permit retaliation of any kind when you act in good faith in reporting an ethical issue or potential Code violation.
- **Investigations.** Upon determining that an investigation is appropriate in connection with a possible Code violation, the General Counsel will select an appropriate team drawn from various departments depending upon the nature of the potential violation who will then act under the direction of the Office of Business Practices and Ethics to conduct the investigation and provide a report of investigation to the General Counsel. If the potential violation involves criminal conduct or probable civil liability, the investigation will be directed by a member of the Law Department.
- **Disciplinary Actions.** The Company strives to impose discipline for each Code violation that fits the nature and particular facts of the violation. The Company uses a system of progressive discipline. The Company generally will issue warnings or letters of reprimand for less significant, first-time offenses. Violations of a more serious nature may result in suspension without pay, demotion, loss or reduction of bonus or option awards, or any combination. Termination of employment generally is reserved for conduct amounting to a breach of trust or illegal conduct or for cases where a person has engaged in multiple violations. Serious breaches of Code provisions may also be a basis for civil action by the Company or criminal prosecution by appropriate authorities.
- **Signature and Acknowledgement.** In order to continue their employment relationship with the Company, all employees must sign an acknowledgement form if requested, confirming that they have read the Code and understand its provisions. Failure to read the Code or to sign an acknowledgement form, however, does not excuse an employee from the responsibility for compliance with this Code.
- **Annual Affirmation.** Annually all officers of the Company will be required to sign (electronically, where possible) an affirmation form certifying that they have read this Code, they understand its provisions and they are not in violation of any of its provisions.

- **This Code and its Status.** This Code is not an express or implied contract of employment and does not create any contractual rights of any kind between Unum and its employees. In addition, all employees should understand that this Code does not modify their employment relationship, whether at will or governed by contract. This Code is a policy statement of the Company and has been approved by the Board of Directors of the Company. The Company reserves the right to amend, alter or terminate this Code at any time and for any reason. Amendments to this Code are not amendments to the “Code of Ethics for CEO and Financial Executives of Unum” unless specifically so designated.

KEY CONTACTS

Business Practices & Ethics Hotline: 1-800-454-9316 or <https://www.compliance-helpline.com/Unum.jsp>

Office of Business Practices and Ethics

Joe Hochadel
Vice President - Chief Ethics Officer
2211 Congress Street
Portland, ME 04122
OBPE@unum.com
207-575-3227

Audit Committee

Unum
Board of Directors
1 Fountain Square
Chattanooga, TN 37402

Law Department

Barbara Furey
Senior Vice President, Deputy General Counsel
2211 Congress Street
Portland, ME 04122
207-575-3240

Note: If you have questions about any HR policies or procedures, please contact the HR Response Team at (207) 575-0500.

ACKNOWLEDGEMENT

I acknowledge that I have received and read the Code of Business Practices and Ethics for Directors, Officers, and Employees of Unum, viewed the introduction to the Code of Business Practices and Ethics on Unum Central, and understand my obligations therein.

By: _____
(Signature)

Name: _____
(Print name)

Date: _____

This signed form must be returned to your manager within 30 days of receiving the Code of Business Practices and Ethics. Any questions should be directed to the Office of Business Practices and Ethics.