

BOSCHELLI JOHN MICHAEL  
 Form 4  
 February 20, 2019

**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)  
 200 EAST RANDOLPH STREET, SUITE 3300  
 (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)  
 02/15/2019

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 or Price (A) or (D)		
Common Stock	02/15/2019		M		3,750 A \$ 36.17	18,186	D
Common Stock	02/15/2019		F		2,326 (1) D \$ 80.96	15,860	D
Common Stock	02/15/2019		M		4,691 A \$ 27.71	20,551	D
Common Stock	02/15/2019		F		2,509 (1) D \$ 80.96	18,042	D
Common Stock	02/15/2019		M		11,085 A \$ 43.3	29,127	D

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Common Stock	02/15/2019	F	7,439 <u>(1)</u>	D	\$ 80.96	21,688	D	
Common Stock						702.45	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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**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>	\$ 36.17	02/15/2019		M	3,750	<sup>(3)</sup> 02/04/2025	Common Stock	3,750
Employee Stock Option <sup>(2)</sup>	\$ 27.71	02/15/2019		M	4,691	<sup>(4)</sup> 03/01/2026	Common Stock	4,691
Employee Stock Option <sup>(2)</sup>	\$ 43.3	02/15/2019		M	11,085	<sup>(5)</sup> 02/07/2027	Common Stock	11,085

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOSCHELLI JOHN MICHAEL 200 EAST RANDOLPH STREET SUITE 3300 CHICAGO, IL 60601			SVP & Chief Investment Officer	

## Signatures

/s/Nanette H. Hoff,  
Attorney-in-Fact

02/20/2019

\_\_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 to pay the exercise price and/or taxes due in connection with the transaction.
  - (2) Option to buy stock with tandem stock appreciation right.
  - (3) Shares vested in four equal consecutive annual installments beginning 8/4/2015.
  - (4) Shares vest in four equal consecutive annual installments beginning 9/1/2016.
  - (5) Shares vest in four equal consecutive annual installments beginning 8/7/2017.

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.