

LAVEY RICHARD W  
Form 3  
May 22, 2013

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

OMB APPROVAL

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**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)

|   |   |   |   |   |   |
|---|---|---|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â LAVEY RICHARD W</p> <p>(Last) (First) (Middle)</p> <p>THE HANOVER INSURANCE GROUP, INC.,Â 440 LINCOLN STREET</p> <p>(Street)</p> <p>WORCESTER,Â MAÂ 01653</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/14/2013</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>HANOVER INSURANCE GROUP, INC. [THG]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br/><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br/>(give title below) (specify below)<br/>Senior Vice President</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person<br/><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|---|---|---|

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

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 16,192 <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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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|                                    | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |   |
|------------------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Common Stock Option (right to buy) | Â (2)            | 02/23/2017      | Common Stock | 16,250                     | \$ 48.46 | D                                     | Â |
| Common Stock Option (right to buy) | Â (3)            | 02/23/2019      | Common Stock | 7,500                      | \$ 34.19 | D                                     | Â |
| Common Stock Option (right to buy) | Â (4)            | 02/26/2020      | Common Stock | 3,750                      | \$ 42.15 | D                                     | Â |
| Common Stock Option(right to buy)  | Â (5)            | 02/28/2021      | Common Stock | 8,000                      | \$ 46.47 | D                                     | Â |
| Common Stock Option (right to buy) | Â (6)            | 01/20/2022      | Common Stock | 10,000                     | \$ 36.81 | D                                     | Â |
| Common Stock Option (right to buy) | Â (7)            | 02/26/2023      | Common Stock | 11,250                     | \$ 42.49 | D                                     | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| LAVEY RICHARD W<br>THE HANOVER INSURANCE GROUP, INC.<br>440 LINCOLN STREET<br>WORCESTER, MA 01653 | Â             | Â         | Â Senior Vice President | Â     |

## Signatures

Richard Lavey                      05/14/2013  
 \_\_Signature of                      Date  
 Reporting Person

## 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) 1,625 restricted stock units ("RSUs") that vest on 2/26/14; (ii) 1,000 RSUs that vest 50% on 2/28/14 and 50% on 2/28/15; (iii) 2,250 restricted shares that vest on 1/20/14; (iv) 1,500 RSUs that vest 50% on 1/20/15 and 50% on 1/20/16; (v) 1,625 RSUs that vest on (1) 2/26/16; and (vi) 1,000 RSUs that vest on 5/13/16. In each case Reporting Person must be continuously employed by the Issuer through the applicable vesting date for such awards to vest. Upon vesting, the RSUs convert into an equivalent number of shares of common stock.
- (2) 25% vested on 2/23/08, 25% vested on 2/23/09, and remaining 50% vested on 2/23/10.
- (3) 50% vested on 2/23/12 and remaining 50% vested on 2/23/13.
- (4) 50% vested on 2/26/13 and remaining 50% vest on 2/26/14.
- (5) 50% vest on 2/28/14 and remaining 50% vest on 2/28/15.
- (6) 50% vest on 1/20/15 and remaining 50% vest on 1/20/16.
- (7) 33% vest on each of 2/26/14, 2/26/15 and 2/26/16.

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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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