

FBL FINANCIAL GROUP INC
 Form 4
 February 08, 2017

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 *
BRANNEN JAMES

2. Issuer Name and Ticker or Trading Symbol
FBL FINANCIAL GROUP INC [FFG]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
5400 UNIVERSITY AVENUE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/06/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

WEST DES MOINES, IA 50266
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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) | | |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|---|---------------------|
| | | | Code | V | Amount (A) or (D) Price | | | | |
| Class A Common Stock | 02/06/2017 | | M | | 974 | A | 974 | D | |
| Class A Common Stock | 02/06/2017 | | D | | 974 | D | \$ 69.1 | 0 | D |
| Class A Common Stock | | | | | | | 12,107.271 | I | by Trust <u>(2)</u> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Security (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|
| Restricted Stock Units (Cash Settled) | (1) | 02/06/2017 | | A | 4,872 | 02/06/2017(1) 02/01/2021(1) | Class A Common Stock |
| Restricted Stock Units (Cash Settled) | (1) | 02/06/2017 | | M | 974 | 02/06/2017 02/01/2021 | Class A Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|----------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BRANNEN JAMES 5400 UNIVERSITY AVENUE WEST DES MOINES, IA 50266 | X | | Chief Executive Officer | |

Signatures

By: Mark Wickham per filed confirming stmt For: James Patrick Brannen
Date: 02/07/2017

**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)

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On February 1, 2016 the reporting person was granted performance based cash settled RSU's with a performance goal related to earnings per share to be achieved by the Company in 2016. The Stock Subcommittee of the Management Development and Compensation Committee on February 6, 2017 confirmed the performance goal was met. Each unit of cash settled RSU is the economic equivalent of one share of FBL Financial Group, Inc. Class A Common Stock. The units of cash settled RSU's will be settled in cash on each vesting date. The units vest 20% per year over 5 years. 20% of the units will be exercisable and expire on each vest date.

- (2) Reporting person holds 12,107.271 shares in a company sponsored 401(k) plan. Ownership form is indirect and the nature of the indirect beneficial ownership is by Trust.

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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