

UNUMPROVIDENT CORP  
 Form 5  
 February 12, 2003  
 SEC Form 5

<p><b>FORM 5</b></p> <p>[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p> <p>[ ] Form 3 Holdings Reported                  [ ] Form 4 Transactions Reported</p>	<p><b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b>                  Washington, D.C. 20549</p> <p><b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b></p> <p>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(f) of the Investment Company Act of 1940</p>	<p>OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0362                  Expires: January 31, 2005                  Estimated average burden hours per response. . . . . 0.5</p>	
<p>1. Name and Address of Reporting Person*  <b>Copeland, F. Dean</b></p> <hr/> <p>(Last) (First) (Middle)  <b>1 Fountain Square</b></p> <hr/> <p>(Street)  <b>Chattanooga, TN 37402-1307</b></p> <hr/> <p>(City) (State) (Zip)  <b>USA</b></p>	<p>2. Issuer Name and Ticker or Trading Symbol  <b>UnumProvident Corporation                  UNM</b></p> <hr/> <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p>	<p>4. Statement for (Month/Year)  <b>December 2002</b></p> <hr/> <p>5. If Amendment, Date of Original (Month/Year)</p>	<p>6. Relationship of Reporting Person(s) to Issuer                  (Check all applicable)</p> <p>____ Director ____                  10% Owner  <input checked="" type="checkbox"/> Officer ____                  Other</p> <p>Officer/Other Description <b>Senior Executive Vice President, General Counsel</b></p> <hr/> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Individual Filing  <input type="checkbox"/> Joint/Group Filing</p>

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Amount   A/D   Price			
Common Stock				88,208.00 (1)	D	
Common Stock (401(k))				2,314.00	I	By 401(k)

If the form is filed by more than one reporting person, see instruction 4(b)(v).  
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**Form 5 (continued)**

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date	4. Transaction	5. Number of Derivative	6. Date Exercisable(DE) and Expiration	7. Title and Amount of Underlying	8. Price of Derivative	9. Number of Derivative Securities	10. Ownership	11. Nature of Indirect Beneficial

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	Code	Securities Acquired (A) or Disposed (D) Of  (Instr. 3,4 and 5)	Date(ED) (Month/Day/Year)  <hr/> (DE)   (ED)	Securities (Instr. 3 and 4)	Security (Instr.5)	Beneficially Owned at End of Year (Instr.4)	Form of Derivative Security: Direct (D) or Indirect (I)	Ownership (Instr.4)

Explanation of Responses :

**\*\* Intentional misstatements or omissions of facts /s/ F. Dean Copeland**

constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

\_\_\_\_\_  
\*\* Signature of Reporting Person

\_\_\_\_\_  
Date

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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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.

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**Form 5 (continued)**

<p><b>FOOTNOTE Descriptions for UnumProvident Corporation UNM</b></p> <p align="right">Form 5 - December 2002</p> <p><b>F. Dean Copeland 1 Fountain Square Chattanooga, TN 37402-1307</b></p> <hr/> <p><b>Explanation of responses:</b></p> <p><b>(1) Includes 30,000 shares of restricted stock, 2,189 shares in the Company's Employee Stock Purchase Plan and 18,482 shares in the Company's Dividend Reinvestment Program.</b></p>
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