

TILLMAN AUDREY B
Form 4
December 06, 2012

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 *
TILLMAN AUDREY B

2. Issuer Name and Ticker or Trading Symbol
AFLAC INC [AFL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1932 WYNNNTON RD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/04/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

COLUMBUS, GA 31999

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

(City) (State) (Zip)

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)
				(A) or (D)	Price		
Common Stock	12/04/2012		M/K	13,482	A \$ 22.13	33,272	D
Common Stock	12/04/2012		M/K	2,884	A \$ 47.25	36,156	D
Common Stock	12/04/2012		M/K	3,333	A \$ 38.32	39,489	D
Common Stock	12/04/2012		M/K	2,420	A \$ 38.75	41,909	D
Common Stock	12/04/2012		M/K	1,846	A \$ 31.705	43,755	D

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Common Stock	12/04/2012	M/K	2,910	A	\$ 47.84	46,665	D	
Common Stock	12/04/2012	F/K	20,757	D	\$ 52.57	25,908	D	
Common Stock						4,491	I	401(K) Plan

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

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(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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 22.13	12/04/2012		M	13,482	02/10/2012 02/10/2019	Common Stock	13,482	
Employee Stock Option (right to buy)	\$ 31.705	12/04/2012		M	1,846	08/12/2006 08/12/2013	Common Stock	1,846	
Employee Stock Option (right to buy)	\$ 38.32	12/04/2012		M	3,333	08/10/2007 08/10/2014	Common Stock	3,333	
Employee Stock Option (right to buy)	\$ 38.75	12/04/2012		M	2,420	02/08/2008 02/08/2015	Common Stock	2,420	

Employee Stock Option (right to buy)	\$ 47.25	12/04/2012	M	2,884	02/14/2009	02/14/2016	Common Stock	2,884
Employee Stock Option (right to buy)	\$ 47.84	12/04/2012	M	2,910	02/13/2010	02/13/2017	Common Stock	2,910

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TILLMAN AUDREY B 1932 WYNNTON RD COLUMBUS, GA 31999			Executive Vice President	

Signatures

Patricia A. Bell as Power of Attorney	12/06/2012
<u> </u> **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).

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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