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KEMPER Corp
Form 13F-HR
February 11, 2013

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2012

Check here if Amendment [] ; Amendment Number:
This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: KEMPER CORPORATION
Address: One East Wacker Drive, 9th Floor
Chicago, IL 60601

13F File Number: 028-02715

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Richard Roeske
Title: Vice President
Phone: 312-661-4600

Signature, Place, and Date of Signing:

/s/ Richard Roeske Chicago, IL February 11, 2013

KEMPER CORPORATION FORMERLY REPORTED UNDER THE NAME UNITRIN INC.

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[] 13F COMBINATION REPORT.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1
Form 13F Information Table Entry Total: 50
Form 13F Information Table Value Total: \$278,965 (thousands)

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List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional managers with respect to which this report is filed, other than the manager filing this report.

No.	13F File Number	Name
01	028-00121	TRINITY UNIVERSAL INSURANCE COMPANY

FORM 13F INFORMATION TABLE								
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
ABBOTT LABS	COM	002824100	3930	60000	SH		OTHER	01
AIR PRODS & CHEMS INC	COM	009158106	1008	12000	SH		OTHER	01
ALTRIA GROUP INC	COM	02209S103	3773	120000	SH		OTHER	01
APPLE INC	COM	037833100	1277	2400	SH		OTHER	01
AUTOMATIC DATA PROCESSING IN	COM	053015103	1993	35000	SH		OTHER	01
BANK OF AMERICA CORPORATION	7.25%CNV PFD L	060505682	284	250	SH		DEFINED	01
BARCLAYS BANK PLC	ADS7.75%PFD S4	06739H511	13094	520000	SH		DEFINED	
BLACKROCK INC	COM	09247X101	1344	6500	SH		OTHER	01
CATERPILLAR INC DEL	COM	149123101	3226	36000	SH		OTHER	01
CHEVRON CORP NEW	COM	166764100	7029	65000	SH		OTHER	01
CIT GROUP INC	COM NEW	125581801	236	6099	SH		DEFINED	
CIT GROUP INC	COM NEW	125581801	36	927	SH		DEFINED	
COCA COLA CO	COM	191216100	7250	200000	SH		OTHER	01
CONOCOPHILLIPS	COM	20825C104	3189	55000	SH		OTHER	01
DIAGEO P L C	SPON ADR NEW	25243Q205	338	2900	SH		OTHER	01
DISNEY WALT CO	COM DISNEY	254687106	573	11500	SH		OTHER	01
ENTERPRISE PRODS PARTNERS L	COM	293792107	3756	75000	SH		OTHER	01
EXXON MOBIL CORP	COM	30231G102	9521	110000	SH		OTHER	01
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	2052	60000	SH		OTHER	01
INTEL CORP	COM	458140100	1650	80000	SH		OTHER	01
INTERNATIONAL BUSINESS MACHS	COM	459200101	4406	23000	SH		OTHER	01
ISHARES TR	BARCLYS INTER CR	464288638	24870	223467	SH		DEFINED	01
ISHARES TR	IBOXX INV CPBD	464287242	65335	540000	SH		DEFINED	
ISHARES TR	IBOXX INV CPBD	464287242	5445	45000	SH		DEFINED	
ISHARES TR	IBOXX INV CPBD	464287242	30248	250000	SH		DEFINED	01
JOHNSON & JOHNSON	COM	478160104	4557	65000	SH		OTHER	01
JPMORGAN CHASE & CO	COM	46625H100	2814	64000	SH		OTHER	01
KRAFT FOODS GROUP INC	COM	50076Q106	1288	28333	SH		OTHER	01
LAUDER ESTEE COS INC	CL A	518439104	1281	21400	SH		OTHER	01
MCDONALDS CORP	COM	580135101	4675	53000	SH		OTHER	01
MERCK & CO INC NEW	COM	58933Y105	1433	35000	SH		OTHER	01
MONDELEZ INTL INC	CL A	609207105	2164	85000	SH		OTHER	01
NRG ENERGY INC	COM NEW	629377508	3	118	SH		DEFINED	
OCCIDENTAL PETE CORP DEL	COM	674599105	2490	32500	SH		OTHER	01
PEPSICO INC	COM	713448108	3079	45000	SH		OTHER	01
PHILIP MORRIS INTL INC	COM	718172109	10037	120000	SH		OTHER	01
PHILLIPS 66	COM	718546104	1460	27500	SH		OTHER	01
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	5881	130000	SH		OTHER	01
PRAXAIR INC	COM	74005P104	1970	18000	SH		OTHER	01
PROCTER & GAMBLE CO	COM	742718109	4101	60400	SH		OTHER	01
RESOLUTE FST PRODS INC	COM	76117W109	53	3993	SH		DEFINED	
TARGET CORP	COM	87612E106	2485	42000	SH		OTHER	01
TCP CAP CORP	COM	87238Q103	10926	741225	SH		DEFINED	01
TCP CAP CORP	COM	87238Q103	10926	741225	SH		DEFINED	

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TEXAS INSTRS INC	COM	882508104	1545	50000 SH	OTHER	01
TIME WARNER CABLE INC	COM	88732J207	1361	14000 SH	OTHER	01
UNITED TECHNOLOGIES CORP	COM	913017109	640	7800 SH	OTHER	01
WALGREEN CO	COM	931422109	1836	49600 SH	OTHER	01
WAL-MART STORES INC	COM	931142103	2934	43000 SH	OTHER	01
WILLIAMS PARTNERS L P	COM UNIT L P	96950F104	3163	65000 SH	OTHER	01