
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): July 30, 2009

HARLEYSVILLE GROUP INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

0-14697
(Commission File Number)

51-0241172
(I.R.S. Employer
Identification No.)

355 Maple Avenue, Harleysville, PA 19438-2297
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(215) 256-5000**

Not Applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4c)
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ITEM 8.01. OTHER EVENTS.

On July 30, 2009, the Board of Directors of Harleysville Group Inc. (the "Company") declared a quarterly cash dividend of \$0.325 per share, payable on September 30, 2009 to stockholders of record on September 15, 2009. This represents an increase of eight percent over the dividend paid in the prior quarter.

On the same date the Board authorized a new share repurchase program pursuant to which the Company may repurchase up to an additional 800,000 shares (with an approximate value of \$25 million) or about three percent of the Company's outstanding shares. The Company currently intends to make such purchases from its public float and not to repurchase shares from Harleysville Mutual Insurance Company, which owns 53% of Harleysville Group's stock. The Board authorized the Company to make purchases under a Rule 10b5-1 trading plan, which permits the Company to repurchase its common stock during times when it would not otherwise be in the market due to self-imposed trading blackout periods or possible possession of nonpublic information. The share repurchase program will remain in place for a maximum term of two years.

A copy of the press release announcing the increase in quarterly dividend and the share repurchase program is provided as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits

<u>Number</u>	<u>Description</u>
99.1	Press Release of Harleysville Group Inc., issued July 30, 2009

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HARLEYSVILLE GROUP INC.
Registrant

Date: July 30, 2009

By: /s/Robert A. Kauffman
Robert A. Kauffman
Senior Vice President,
Secretary, General Counsel
and Chief Compliance Officer

For Release: Immediately

Contact: Randy Buckwalter rbuckwalter@harleysvillegroup.com

Phone: 215.256.5288 (office) 267.718.3766 (cell)

HARLEYSVILLE GROUP INC. AUTHORIZES \$25 MILLION SHARE REPURCHASE PROGRAM; INCREASES QUARTERLY DIVIDEND BY 8 PERCENT TO \$0.325 PER SHARE, OR \$1.30 PER SHARE ON AN ANNUALIZED BASIS

HARLEYSVILLE, PA—July 30, 2009—The Board of Directors of Harleysville Group Inc. (NASDAQ: HGIC) today authorized the company to repurchase up to an additional 800,000 shares, or approximately \$25 million or about 3 percent, of its outstanding common stock through an open market purchase program.

At the same time, the Board today increased the company's regular quarterly cash dividend by 8 percent to \$0.325 per share from \$0.30 per share, or to an annualized \$1.30 per share from \$1.20 per share. The dividend is payable September 30, 2009, to shareholders of record on September 15, 2009. This marks the 93rd consecutive quarter Harleysville Group has paid a dividend since the company went public in 1986.

“These actions reflect our strong balance sheet, the steps we're taking for future earnings growth and our ongoing commitment to managing our capital position effectively for the benefit of our stakeholders,” said Michael L. Browne, Harleysville Group's president and chief executive officer. “This new stock repurchase program is our fifth since June 2007. When it's completed, we will have repurchased approximately 20 percent of our outstanding shares since the middle of 2007. And, we're proud of the fact that in our 23 years as a public company we've paid our shareholders a dividend every quarter and our dividend has increased every year. In fact, our dividend is up more than 70 percent in the last three years alone.”

The board authorized Harleysville Group to make purchases for a two-year period in the open market or in privately negotiated transactions. Additionally, the board authorized Harleysville Group to make purchases under the terms of a Rule 10b5-1 trading plan, which allows the company to purchase its shares at times when it ordinarily would not be in the market because of self-imposed trading blackout periods, such as the time preceding its quarterly earnings releases. The company currently intends to repurchase shares in open market transactions from the public float, and not repurchase shares from Harleysville Mutual Insurance Company, which owns 53 percent of Harleysville Group's stock. The timing and terms will be based on market conditions, and will be conducted in accordance with the applicable rules of the Securities and Exchange Commission.

(more)

Harleysville Group authorizes share repurchase; increases quarterly dividend
Page two

Harleysville Insurance is a leading regional provider of insurance products and services for small and mid-sized businesses, as well as for individuals, and ranks among the top 60 U.S. property/casualty insurance groups based on net written premiums. As a Trusted Choice[®] company partner, Harleysville distributes its products exclusively through a network of independent agents primarily across 32 states. Harleysville was listed recently as #30 in the *InformationWeek 500*, the publication's annual listing of the most innovative information technology organizations in the U.S., and has been ranked on the list in each of the last three years. Harleysville Mutual Insurance Company owns 53 percent of Harleysville Group Inc. (NASDAQ: HGIC), a publicly traded holding company for eight regional property/casualty insurance companies collectively rated A- (Excellent) by A.M. Best Company. Harleysville Group is listed on the NASDAQ Global Select Market, which is comprised of the top third of all NASDAQ member companies and has the highest initial listing standards of any exchange in the world based on financial and liquidity requirements. Harleysville Group has paid a dividend every quarter since the company went public in 1986, and was recognized with a 2009 Mergent Dividend Achiever Award for its long-term history of dividend increases. Further information can be found on the company's Web site at www.harleysvillegroup.com.

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