Edgar Filing: CNO Financial Group, Inc. - Form 4

CNO Financ Form 4 February 25,	ial Group, Inc.									
FORM 4 OMB APPROVA UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB Number: Check this box Salar						3235-0287 January 31, 2005 average irs per				
Nickele Christopher J Syn			2. Issuer Name and Ticker or Trading Symbol CNO Financial Group, Inc. [CNO]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Mc			3. Date of Earliest Transaction (Month/Day/Year) 02/23/2016				Director 10% Owner X Officer (give title Other (specify below) below) EVP and Chief Actuary			
CARMEL, I	(Street)		Amendment, Da Month/Day/Year	-			6. Individual or Jo Applicable Line) _X_ Form filed by 0 Form filed by N		erson	
(City)		Zip) T					Person			
(City) 1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. , if Transactio Code	4. Securit on(A) or Dis (D) (Instr. 3, 4	ies Ac sposec	equired l of	Juired, Disposed of 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	f, or Beneficial 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of	
Common Stock	02/23/2016		А	19,833	А	<u>(1)</u>	83,451	D		
Common Stock	02/23/2016		А	16,520	А	<u>(2)</u>	99,971	D		

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

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 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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		50		8 C S (]
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	\$ 17.38	02/23/2016		А	71,400	(3)	02/23/2026	Common Stock	71,400	

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
Nickele Christopher J 11825 N. PENNSYLVANIA STREET CARMEL, IN 46032	,		EVP and Chief Actuary					
Signatures								
Karl W. Kindig, Attorney-in-Fact	02/25/201	6						

**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) These shares were acquired upon vesting of performance share units for the 2013-2015 performance period, based on the Issuer's average operating return on equity and relative total shareholder return over that period.
- (2) Restricted stock with shares vesting in three equal annual installments commencing March 25, 2017.
- (3) One-half of these options vests on February 23, 2018 and the other one-half vests on February 23, 2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. 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.