KLINE JOHN R Form 4 March 27, 2018

## FORM 4

#### **OMB APPROVAL**

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

**OMB** 3235-0287 Number:

if no longer subject to Section 16. Form 4 or

Check this box

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person 2 KLINE JOHN R			nbol		Ticker or			5. Relationship of Reporting Person(s) to Issuer				
			CNO Financial Group, Inc. [CNO]					(Check all applicable)				
(Last)	(First) (M	Middle) 3. Date of Earliest Transaction					•					
	(Mo	(Month/Day/Year)					Director		Owner			
11825 N. PENNSYLVANIA C STREET			03/25/2018					_X_ Officer (give below)	below)	er (specify		
STRLLT								SVP & C	Chief Acctg Off	ïcer		
	4. I	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
	File	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person					
CARMEL, I	IN 46032							Form filed by N Person	More than One Re	porting		
(City)	(State)	(Zip)	Table I	- Non-D	erivative	Secur	rities Acq	uired, Disposed of	f, or Beneficial	ly Owned		
1.Title of	2. Transaction Date	Γransaction Date 2A. Deemed			ed 3. 4. Securities Acquired				6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Da			n(A) or Di	_		Securities	Form: Direct	Indirect		
(Instr. 3)		any (Manth/Day/)	(Zaar) (I	(Instr. 3, 4 and 5)			Beneficially Owned	(D) or Indirect (I)	Beneficial			
		(Month/Day/	rear) (1	(nstr. 8)				Following	(Instr. 4)	Ownership (Instr. 4)		
						(A)		Reported Transaction(s)	(======================================	()		
			C	ode V	Amount	or (D)	Price	(Instr. 3 and 4)				
						` ′	\$					
Common Stock	03/25/2018			F	243	D	21.24	58,746 (2)	D			

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5.  onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5)  (A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KLINE JOHN R 11825 N. PENNSYLVANIA STREET CARMEL, IN 46032

**SVP & Chief Acctg Officer** 

## **Signatures**

Karl W. Kindig, Attorney-in-Fact

\*\*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) Shares were surrendered to CNO Financial Group, Inc. to cover required tax withholding on vesting of restricted stock units.
- (2) Includes 3,908 shares underlying restricted stock units that were previously reported in Table II.

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.

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