CNO Financial Group, Inc.

Form 4

August 13, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

2. Issuer Name and Ticker or Trading

CNO Financial Group, Inc. [CNO]

Symbol

1(b).

(Print or Type Responses)

Long Roger Keith

1. Name and Address of Reporting Person *

may continue.

See Instruction

								(Chec	ж ан аррисас	110)
(Last)	(First)	(Middle)	3. Date	of Earliest	Transactio	n				
			(Month	/Day/Year)			_X_ Director		0% Owner
222 LAKE	EVIEW AVENUE	E, SUITE	08/11/	2014			3	Officer (give		ther (specify
1100							l	pelow)	below)	
1100										
	(Street)		4. If An	nendment,	Date Origin	nal	(5. Individual or Jo	oint/Group Fil	ling(Check
			Filed(M	onth/Day/Y	ear)			Applicable Line)		
								X_ Form filed by 0	One Reporting	Person
WEST PA	LM BEACH, FL	33401						Form filed by N	More than One I	Reporting
WEST 171	EN BENCH, I E	33 101					1	Person		
(City)	(State)	(Zip)	То	bla I Mar	Donivativ	o Soot	mitios A con	ired, Disposed of	f on Donofici	ally Owned
			1 a	DIE I - MOI	I-Derivauv	e seci	iriues Acqu	ireu, Disposeu o	i, of Bellefici	any Owneu
1.Title of	2. Transaction Date	2A. Deeme	ed	3.	4. Securit	ies Ac	equired (A)	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution 1	Date, if	Transacti	oror Dispos	ed of	(D)	Securities	Ownership	Indirect
(Instr. 3)		any		Code	(Instr. 3,	4 and	5)	Beneficially	Form:	Beneficial
		(Month/Da	y/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
								Following	or Indirect	(Instr. 4)
						(A)		Reported	(I)	
						or		Transaction(s)	(Instr. 4)	
				Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common				Couc v	Milouit	(D)	Trice			
								95,694	D	
Stock								,		
										Otter Creek
Common								244 245		
Stock								341,945	I	Partners I,
Stock										LP (2)
										0 01
Common							\$			Otter Creek
Stock	08/11/2014			S(1)	40,000	D	16.7042	225,823	I	International
Stock							10.7042			Ltd. (3)
										_
Common							\$			Otter Creek
	08/12/2014			S(1)	35,000	D		190,823	I	International
Stock					,		16.6412	,		I td. (3)

Ltd. (3)

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

Persons who respond to the collection of information contained in this form are not 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)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration Da	ate	Amou	int of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Title	Number		
						Exercisable	Date	Titic	of		
				Code V	(A) (D)				Shares		
				Code V	(II)				Dilaics		

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owner Name / Address	

Director 10% Owner Officer Other

Long Roger Keith
222 LAKEVIEW AVENUE, SUITE 1100 X
WEST PALM BEACH, FL 33401

Signatures

Karl W. Kindig, Attorney-in-Fact

08/13/2014

**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) Sales made pursuant to ongoing portfolio rebalancing plan.
- By virtue of his majority ownership of Otter Creek Management, Inc., the general partner of Otter Creek Partners I, LP, the Reporting Person has the power to vote and dispose of these shares and, therefore, may be deemed to be the beneficial owner of such shares. The Reporting Person disclaims beneficial ownership of the securities reported herein except to the extent of his pecuniary interest in such securities.
- (3) Otter Creek Management, Inc., as an investment advisor of Otter Creek International Ltd., may be deemed to be the beneficial owner of these shares. Mr. Long expressly disclaims ownership of the shares owned by Otter Creek International Ltd.

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

Reporting Owners 2

9. Nu Deriv Secur Bene Own Follo Repo Trans

SEC 1474

(9-02)

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