
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
WASHINGTON, D.C. 20549

FORM 8-K

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

Date of Report (Date of earliest event reported): **February 24, 2017**

CNO Financial Group, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other
Jurisdiction of Incorporation)

001-31792
(Commission File Number)
11825 North Pennsylvania Street
Carmel, Indiana 46032
(Address of Principal Executive Offices) (Zip Code)

75-3108137
(I.R.S. Employer
Identification No.)

(317) 817-6100
(Registrant's telephone number, including area code)

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-4(c))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On February 24, 2017, Director Michael Tokarz informed the Board of Directors (the "Board") of CNO Financial Group, Inc. (the "Company") that he will not be seeking re-election to the Board at the 2017 annual meeting of shareholders scheduled for May 10, 2017 (the "Annual Meeting"). Mr. Tokarz will remain on the Board until the Annual Meeting. His decision not to seek re-election was not based on any disagreement with the Company relating to its operations, policies or practices. A copy of the Company's press release is attached hereto as Exhibit 99.1.

Item 8.01. Other Events.

On February 27, 2017, the Company issued a press release announcing that Stephen David has been nominated for election to the Company's board of directors at the Annual Meeting, filling the vacancy resulting from the decision by Mr. Tokarz not to seek re-election. The press release also announced that the other eight current directors have been nominated for re-election at the Annual Meeting. A copy of the Company's press release is attached hereto as Exhibit 99.1.

Item 9.01(d). Financial Statements and Exhibits.

The following materials are furnished as exhibits to this Current Report on Form 8-K:

99.1 Press Release of CNO Financial Group, Inc. dated February 27, 2017.

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.

CNO Financial Group, Inc.

Date: February 27, 2017

By: /s/ John R. Kline

John R. Kline

Senior Vice President and
Chief Accounting Officer



News

For Immediate Release

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CNO Financial Group Nominates Stephen David to its Board of Directors

CARMEL, Ind. February 27, 2017 - CNO Financial Group, Inc. (NYSE: CNO) announced today that its board of directors has nominated Stephen N. David to stand for election to the board at the company's annual meeting of shareholders on May 10, 2017. He would fill the vacancy resulting from the retirement of director Michael Tokarz, effective at the annual meeting. The other eight current directors have been nominated for re-election at the meeting.

Mr. David, 68, has been a Senior Advisor with The Boston Consulting Group since 2005, providing strategic planning services in sales, marketing and technology to a variety of clients across multiple industries, including financial services. He retired in 2005 after 34 years with Procter & Gamble ("P&G"). During his P&G career Mr. David held multiple senior management positions including Chief Information Officer, Global Customer Development Officer, and Senior Vice President, Business Development. He previously served on the board of Iomega Corporation, a consumer technology company, from 2002 until its acquisition in 2008 and as a director of Checkpoint Systems, Inc., which provides merchandise availability solutions for the retail industry, from 2012 until its acquisition in 2016. Mr. David received a bachelor's degree in business administration from the University of Nebraska in 1970.

CNO Chairman Neal Schneider said, "We are very pleased and excited that Steve has agreed to join the CNO board. He brings a wealth of experience and skills which fit well with CNO's strategy and focus on serving the evolving needs of our middle-income market. He will be a valuable asset as we continue to grow our business and deliver value to shareholders. I would also like to personally thank Mike, with whom I have had the pleasure of working on the CNO board since 2003, for his many contributions to the board and to CNO. His presence will certainly be missed."

About CNO Financial Group

CNO Financial Group, Inc. (NYSE: CNO) is a holding company. Our insurance subsidiaries - principally Bankers Life and Casualty Company, Colonial Penn Life Insurance Company and Washington National Insurance Company - primarily serve middle-income pre-retiree and retired Americans by helping them protect against financial adversity and provide for a more secure retirement. For more information, visit CNO online at www.CNOinc.com.

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