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**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): **May 16, 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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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 May 16, 2017, CNO Financial Group, Inc. (“CNO” or the “Company”) announced that Edward J. Bonach will be retiring as Chief Executive Officer and as a member of the Board of Directors of CNO (the “Board”) effective December 31, 2017. In connection with his retirement, the Board extended the term of Mr. Bonach’s employment agreement with the Company through December 31, 2017.

On May 16, 2017, Gary C. Bhojwani, currently President of CNO, was appointed Chief Executive Officer of the Company, effective January 1, 2018. Mr. Bhojwani will remain President of CNO through December 31, 2017. The Board also elected him as a Director, effective immediately, increasing the size of the Board to 10 members.

A copy of the Company’s press release announcing these changes is attached hereto as Exhibit 99.1.

**Item 9.01(d). Financial Statements and Exhibits.**

99.1 Press release of CNO Financial Group, Inc. dated May 16, 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: May 17, 2017

By: /s/ John R. Kline  
John R. Kline  
Senior Vice President and  
Chief Accounting Officer



## News

For Immediate Release

### ***Ed Bonach to Retire as CEO of CNO Financial Group; Gary Bhojwani Named CEO Successor and to CNO Board of Directors***

**Carmel, Ind., May 16, 2017** - CNO Financial Group, Inc. (NYSE: CNO) today announced its Chief Executive Officer Edward J. Bonach, 63, will retire from that position and from the Board of Directors effective December 31, 2017. CNO's Board of Directors has unanimously elected current President Gary Bhojwani, 49, to succeed Bonach as Chief Executive Officer on January 1, 2018. Bhojwani will join the Board effective immediately, and will continue as CNO's President throughout the transition.

"It's been an incredible privilege and honor to serve this great company for over 10 years-with almost six years as its CEO-and work with the many talented leaders, associates and agents who successfully serve the needs of our customers every day," said Bonach. "Together we've enhanced shareholder value, extended our customer reach, and delivered strong financial and operational performance. After much thought, with the company well-positioned for future success and with great confidence in Gary's proven leadership and experience, I've decided it's the right time for me to announce my retirement."

Bonach joined CNO Financial Group as Chief Financial Officer in 2007 from National Life Group, where he served as executive vice president and chief financial officer. Before joining National Life in 2002, he was with Allianz Life Insurance Company of North America for 23 years, where his positions included President - Reinsurance Division and Chief Financial Officer.

"Ed's accomplishments over the past 10 years at CNO are immeasurable," said Neal Schneider, Chairman of the Board. "He has successfully increased shareholder value, delivered strong profitability, and has been unwavering in his commitment for CNO to be the leader in meeting the needs of middle-income Americans for financial security and readiness for the life of their retirement. He's leaving CNO a strong, thriving, focused and profitable insurance enterprise. We're also pleased that Gary is well-positioned to seamlessly fill the CEO role, as CNO continues to expand and fulfill its vision."

"I'm tremendously excited for this opportunity," Bhojwani added. "I strongly believe that CNO is uniquely qualified to meet the needs of the middle-income market, our people are extremely talented, and our future is bright. I look forward to working closely with our leaders, associates, agents and our Board to successfully deliver on our strategy to meet the needs and expectations of our customers, our shareholders, and our communities."

Bhojwani joined CNO Financial Group in 2016. He served as a member of the Board of Management at Allianz SE, Chairman of Allianz of America, Allianz Life Insurance Company, and Fireman's Fund Insurance Company from 2012 to 2015. From 2007 to 2012, he served as President and CEO of Allianz Life Insurance Company of North America.

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**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](http://www.CNOinc.com).

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