

# CNO FINANCIAL GROUP, INC.

## FORM 8-K (Current report filing)

Filed 05/21/09 for the Period Ending 05/21/09

Address	11825 N PENNSYLVANIA ST CARMEL, IN 46032
Telephone	3178176100
CIK	0001224608
Symbol	CNO
SIC Code	6321 - Accident and Health Insurance
Industry	Insurance (Life)
Sector	Financial
Fiscal Year	12/31

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

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**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15 (d) of  
the Securities Exchange Act of 1934

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Date of Report (Date of earliest event reported): May 21, 2009

**CONSECO, INC.**

(Exact name of registrant as specified in its charter)

Delaware ----- (State or other jurisdiction of organization)	001-31792 ----- (Commission File Number)	75-3108137 ----- (I.R.S. Employer Identification No.)
11825 North Pennsylvania Street Carmel, Indiana ----- (Address of principal executive offices)		46032 ----- (Zip Code)

(317) 817-6100

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address,  
if changed since last report)

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))

**Item 8.01. Other Events.**

On May 21, 2009, Conseco, Inc. (the "Company") issued a press release to announce the final results from its annual shareholders meeting held on May 12, 2009. All preliminary results that were previously announced on May 12, 2009, were confirmed:

- o Nine directors (R. Glenn Hilliard, Donna A. James, R. Keith Long, Debra J. Perry, C. James Prieur, Neal C. Schneider, Michael T. Tokarz, John G. Turner and Doreen A. Wright) were elected to serve terms expiring at next year's annual meeting;
- o Adoption of a Section 382 Stockholders Rights Plan was approved;
- o The Company's Amended and Restated Long-Term Incentive Plan was approved; and
- o The appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for 2009 was ratified.

A copy of the Company's press release is filed as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

99.1 Press release of Conseco, Inc.

**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.

**CONSECO, INC.**

May 21, 2009

By: */s/ Edward J. Bonach*

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*Edward J. Bonach*  
*Executive Vice President and*  
*Chief Financial Officer*

news

**For Release Immediate**

Contacts (News Media) Tony Zehnder, Corporate Communications 312.396.7086 (Investors) Scott Galovic, Investor Relations 317.817.2893

Conseco announces final results of voting from May 12 shareholder meeting; all preliminary results confirmed

Carmel, Ind., May 21, 2009 - Conseco, Inc. (NYSE: CNO) today announced final results of the voting from the company's May 12 annual meeting of shareholders. All preliminary results announced that day were confirmed:

- o Nine directors (R. Glenn Hilliard, Donna A. James, R. Keith Long, Debra J. Perry, C. James Prieur, Neal C. Schneider, Michael T. Tokarz, John G. Turner and Doreen A. Wright) were elected to serve terms expiring at next year's annual meeting;

- o Adoption of a Section 382 Stockholders Rights Plan was approved;

- o The company's Amended and Restated Long-Term Incentive Plan was approved; and

- o The appointment of PricewaterhouseCoopers LLP as the company's independent registered public accounting firm for 2009 was ratified.

Because of the proxy contest at this year's meeting, results of the vote could not be finalized and officially reported until certification by the election inspector, Corporate Election Services. That certification occurred yesterday.

Conseco, Inc.'s insurance companies help protect working American families and seniors from financial adversity: Medicare supplement, long-term care, cancer, heart/stroke and accident policies protect people against major unplanned expenses; annuities and life insurance products help people plan for their financial futures. For more information, visit Conseco's web site at [www.conseco.com](http://www.conseco.com).

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