

CONSECO INC Reported by KILIAN THOMAS J

FORM 3

(Initial Statement of Beneficial Ownership)

Filed 04/09/98 for the Period Ending 03/31/98

Address 11825 N PENNSYLVANIA ST

CARMEL, IN 46032

Telephone 3178176100

CIK 0000719241

SIC Code 6321 - Accident and Health Insurance

Industry Insurance (Life)

Sector Financial

Fiscal Year 12/31



CONSECO INC

FORM 3

(Initial Statement of Beneficial Ownership)

Filed 4/9/1998 For Period Ending 3/31/1998

Address 11825 N PENNSYLVANIA ST

CARMEL, Indiana 46032

Telephone 317-817-6100 CIK 0000719241

Industry Insurance (Life)

Sector Financial Fiscal Year 12/31



UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

1. Name and Address of Reporting Person Kilian, Thomas J.

11825 N. Pennsylvania Street Carmel, IN 46032

- 2. Date of Event Requiring Statement (Month/Day/Year) March 31, 1998
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Issuer Name and Ticker or Trading Symbol Conseco CNC
- 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) () Director () 10% Owner (X) Officer (give title below) () Other (specify below) Executive Vice President and Chief Operations Officer
- 6. If Amendment, Date of Original (Month/Day/Year)
- 7. Individual or Joint/Group Filing (Check Applicable Line) (X) Form filed by One Reporting Person () Form filed by More than One Reporting Person

| 1. Title of Security | 2. Amount of Securities Beneficially Owned | 3. Ownership Form: Direct(D) or Indirect(I) | 4. Nature of Indirect Beneficial Ownership r |
|----------------------|--|--|--|
| Common Stock | 149,128 | D | |
| Common Stock | 3,202 | I | By 401(k) Plan |

| Table II Derivative Securitites Beneficially Owned | | | | | | | | |
|--|---|--|---|---|--|--|---|--|
| .Title of Derivative Security | 2.Date Excisable cisable Expirat Date(Mo Day/Yea Date Exer- cisable | e and cion onth/ ar) Expira- tion | 3.Title and Amount of Underlying Securities | Amount or Number of Shares | 4. Conver- sion or exercise price of deri- vative Security | 5. Owner- ship Form of Deriv- ative Security: Direct(D) or Indirect(I) | 6. Nature of Indirect Beneficial Ownership | |
| Options to Purchase | (1) | 8/1/98 | Common Stock | 968 | \$1.56 | D | Ī | |
| Options to Purchase | (1) | 8/14/98 | Common Stock | 2,176 | \$5.34 | D | | |
| Options to Purchase | (1) | 8/14/99 | Common Stock | 2,176 | \$5.34 | D | | |
| Options to Purchase | (1) | 8/5/98 | Common Stock | 2,232 | \$6.72 | D | | |
| Options to Purchase | (1) | 8/5/99 | Common Stock | 2,232 | \$6.72 | D | | |
| Options to Purchase | (1) | 8/5/00 | Common Stock | 2,232 | \$6.72 | D | | |
| Options to Purchase | (1) | 11/3/03 | Common Stock | 60,000 | \$14.09 | D | | |
| Options to Purchase | 11/4/98 | 11/3/03 | Common Stock | 60,000 | \$14.09 | D | | |
| Options to Purchase | 11/4/99 | 11/3/03 | Common Stock | 60,000 | \$14.09 | D | | |
| Options to Purchase | 11/4/00 | 11/3/03 | Common Stock | 60,000 | \$14.09 | D | | |
| Options to Purchase | 11/4/01 | 11/3/03 | Common Stock | 60,000 | \$14.09 | D | | |
| Options to Purchase | (1) | 6/7/98 | Common Stock | 4,800 | \$13.31 | D | | |
| Options to Purchase | (1) | 6/7/99 | Common Stock | 4,800 | \$13.31 | D | | |
| Options to Purchase | (1) | 6/7/00 | Common Stock | 4,800 | \$13.31 | D | | |

| Options to Purchase | 6/8/98 | 6/7/01 | Common | Stock | 4,800 | \$13.31 | D | |
|---------------------|----------|----------|--------|-------|---------|---------|---|------|
| Options to Purchase | (1) | 12/13/04 | Common | Stock | 3,896 | \$10.47 | D | |
| Options to Purchase | (1) | 12/13/04 | Common | Stock | 2,788 | \$10.47 | D | |
| Options to Purchase | 12/14/98 | 12/13/04 | Common | Stock | 1,352 | \$10.47 | D | |
| Options to Purchase | (1) | 12/13/98 | Common | Stock | 4,800 | \$10.47 | D | |
| Options to Purchase | (1) | 12/13/99 | Common | Stock | 904 | \$10.47 | D | |
| Options to Purchase | (1) | 12/13/00 | Common | Stock | 2,012 | \$10.47 | D | |
| Options to Purchase | 12/14/98 | 12/13/01 | Common | Stock | 3,448 | \$10.47 | D | |
| Options to Purchase | 12/14/99 | 12/13/02 | Common | Stock | 4,800 | \$10.47 | D | |
| Options to Purchase | 8/25/98 | 8/25/05 | Common | Stock | 4,000 | \$12.06 | D | |
| Options to Purchase | 8/25/99 | 8/25/05 | Common | Stock | 2,000 | \$12.06 | D | |
| Options to Purchase | 8/25/00 | 8/25/05 | Common | Stock | 2,000 | \$12.06 | D | |
| Options to Purchase | 12/13/99 | 12/12/02 | Common | Stock | 1,792 | \$14.30 | D | |
| Options to Purchase | 12/13/00 | 12/12/03 | Common | Stock | 4,800 | \$14.30 | D | |
| Options to Purchase | (1) | 12/12/05 | Common | Stock | 4,800 | \$14.30 | D | |
| Options to Purchase | (1) | 12/12/05 | Common | Stock | 4,800 | \$14.30 | D | |
| Options to Purchase | 12/13/98 | 12/12/05 | Common | Stock | 4,800 | \$14.30 | D | |
| Options to Purchase | 12/13/99 | 12/12/05 | Common | Stock | 3,008 | \$14.30 | D | |
| Options to Purchase | (1) | 12/15/06 | Common | Stock | 2,400 | \$30.41 | D | |
| Options to Purchase | 12/16/98 | 12/15/06 | Common | Stock | 2,400 | \$30.41 | D | |
| Options to Purchase | 12/16/99 | 12/15/06 | Common | Stock | 2,400 | \$30.41 | D | |
| Options to Purchase | 12/16/00 | 12/15/06 | Common | Stock | 2,162 | \$30.41 | D | |
| Options to Purchase | 12/16/00 | 12/15/03 | Common | Stock | 238 | \$30.41 | D | |
| Options to Purchase | 12/16/01 | 12/15/04 | Common | Stock | 2,400 | \$30.41 | D | |
| Options to Purchase | 12/19/01 | 12/18/04 | Common | Stock | 628 | \$43.00 | D | |
| Options to Purchase | 12/19/02 | 12/18/05 | Common | Stock | 1,500 | \$43.00 | D | |
| Options to Purchase | 12/19/00 | 12/18/07 | Common | Stock | 3,000 | \$43.00 | D | |
| Options to Purchase | 12/19/01 | 12/18/07 | Common | Stock | 872 | \$43.00 | D | |
| Options to Purchase | (2) | (3) | Common | Stock | 200,000 | \$30.41 | D | |
| Stock Units | (4) | (4) | Common | Stock | 632 | | D | |
| | | | | | | | | |

Explanation of Responses:

- (1) These options are currently exercisable.
- (2) The options will become exercisable in 2011 or 2016, but in the event of death or disability, 40% of the options will be exercisable if the Reporting Person remains employed until 1/1/02 and 100% will be exercisable if the Reporting Person remains employed until 1/1/08.
- (3) The options expire six months after they first become exercisable if the Reporting Person does not remain employed by the Issuer until age 60 and otherwise until one year after death.
- (4) Granted under the Conseco, Inc. Deferred Compensation Plan.

SIGNATURE OF REPORTING PERSON

/s/Thomas J. Kilian by Karl W. Kindig, Attorney-in-Fact DATE April 9, 1998



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