

**CONSECO INC**  
Filed by  
**HIGHBRIDGE CAPITAL CORP**

**FORM SC 13G**  
(Statement of Ownership)

Filed 02/06/98

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 SC 13G (Statement of Ownership)

Filed 2/6/1998

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

**OMB APPROVAL**  
OMB Number: 3235-0145  
Expires: October 31, 1994  
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**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

(Amendment No. 2)\*

**Conseco Inc.**

(Name of Issuer)

**Convertible Preferred at 7%, Series E, Expires in 2000**  
(Title of Class of Securities)

208464404  
(CUSIP Number)

Check the following box if a fee is being paid with this statement [ ] . (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

## 1. NAME OF REPORTING PERSON

S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

- (1) Highbridge Capital Corporation - not applicable
- (2) Highbridge Capital Management, LLC. - 13-3530960.

## 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

## 3. SEC USE ONLY

## 4. CITIZENSHIP OR PLACE OF ORGANIZATION

- (1) Highbridge Capital Corporation - Cayman Islands, British West Indies
- (2) Highbridge Capital Management, LLC. - State of Delaware

NUMBER

OF SHARES

5. SOLE VOTING POWER 0

BENEFICIALLY

OWNED BY

6. SHARED VOTING POWER 0

EACH

REPORTING

7. SOLE DISPOSITIVE POWER 0

PERSON

WITH

8. SHARED DISPOSITIVE POWER 0

## 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

## 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

## 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0%

## 12. TYPE OF REPORTING PERSON\*

- (1) Highbridge Capital Corporation - BD
- (2) Highbridge Capital Management, LLC. - exempt from registration as an IA

**Item 1.**

(a) Name of Issuer Conseco Inc. (b) Address of Issuer's Principal Executive Offices: 11825 North Pennsylvania Street, Carmel, IN 46032

**Item 2.**

(a) Name of Person Filing

(1) Highbridge Capital Corporation

(2) Highbridge Capital Management, LLC.

(b) Address of Principal Business Office or, if none, Residence

(1) Highbridge Capital Corporation The Residence, Unit #2, South Church Street, Grand Cayman, Cayman Islands, British West Indies

(2) Highbridge Capital Management, LLC.

767 Fifth Avenue

New York, New York 10153

(c) Citizenship

(1) Highbridge Capital Corporation - Cayman Islands, British West Indies

(2) Highbridge Capital Management, LLC. - State of Delaware

(d) Title of Class of Securities: Convertible Preferred 7%, Series E, Expires in 2000

(e) CUSIP Number 208464404

**Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:**

(a)  Broker or Dealer registered under Section 15 of the Act (Highbridge Capital Corporation)

(b)  Bank as defined in section 3(a)(6) of the Act

(c)  Insurance Company as defined in section 3(a)(19) of the act

(d)  Investment Company registered under section 8 of the Investment Company Act

(e)  Investment Adviser registered under section 203 of the Investment Advisers Act of 1940 Highbridge Capital Management, LLC. is the trading manager of Highbridge Capital Corporation. Highbridge Capital Management, LLC. is exempt from registration as an investment adviser. The persons at Highbridge Capital Management, LLC. who actually exercise the power to dispose of and the power to vote the investments of Highbridge Capital Corporation are registered as registered representatives of Highbridge Capital Corporation, a registered broker/dealer.

(f)  Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Section 240.13d-1(b)(1)(ii)(F)

(g)  Parent Holding Company, in accordance with Section 240.13(d)(ii)(G)

(Note: See Item 7)

(h)  Group, in accordance with Section 240.13d(b)(1)(ii)(H)

**Item 4. Ownership**

- (a)  Amount Beneficially Owned 0
- (b)  Percent of Class 0%
- (c)  Number of shares as to which such person has:
  - (i) sole power to vote or to direct the vote
  - (ii) shared power to vote or to direct the vote 0
  - (iii) sole power to dispose or to direct the disposition of
  - (iv) shared power to dispose or to direct the disposition of 0

**Item 5. Ownership of Five Percent or Less of a Class**

**Inapplicable**

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

**Inapplicable**

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company**

**Inapplicable**

**Item 8. Identification and Classification of Members of the Group**

**Inapplicable**

**Item 9. Notice of Dissolution of Group**

**Inapplicable**

**Item 10. Certification**

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

2/06/98

Date

Howard Feitelberg

**Signature**

Howard Feitelberg / Controller, Highbridge Capital Corporation Name/Title

2/06/98

Date

Ronald S. Resnick

**Signature**

Ronald S. Resnick / Managing Director, Highbridge Capital Management, LLC. Name/Title

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**End of Filing**

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