CNO Financial Group, Inc.

Form 4

November 25, 2013

# FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005
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5. Relationship of Reporting Person(s) to

Check this box if no longer subject to

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Filed pursuant to Section 16(a) of the Securities

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

1(b).

Common

Stock

11/22/2013

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Long Roger Keith				Symbol  CNO Financial Group, Inc. [CNO]					Issuer				
	(I4)				CNO Financial Group, Inc. [CNO]					(Check all applicable)			
(Last) (First) (Middle)  222 LAKEVIEW AVENUE, SUITE 1100 (Street)			3. Date of Earliest Transaction (Month/Day/Year)					X Director 10% Owner Officer (give title Other (specify					
			11/21/2013				i	below) below)					
			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
				Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person				
	WEST PA	LM BEACH, FL						Form filed by More than One Reporting Person					
	(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Price			(D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)				
	Common Stock				Code v	mount	(D)	Trice	88,465	D			
	Common Stock	11/21/2013			S	7,230	D	\$ 16.7144	754,970	I	Otter Creek International Ltd. (2)		
	Common Stock	11/22/2013			S	36,200	D	\$ 16.612	551,600	I	Otter Creek Partners I, LP (1)		

S

54,070 D \$16.612 700,900

Otter Creek

International

Ltd. (2)

I

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amount of		Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		Security (Instr. 5)	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative						]
	Derivative				Securities						(
	Security				Acquired					J	
					(A) or						]
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or Number		
						Exercisable	Date	ritte	of		
				Code V	(A) (D)						
				Code v	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Long Roger Keith
222 LAKEVIEW AVENUE, SUITE 1100 X
WEST PALM BEACH, FL 33401

## **Signatures**

Karl W. Kindig, Attorney-in-Fact

11/25/2013

\*\*Signature of Reporting Person

Date

#### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- By virtue of his majority ownership of Otter Creek Management, Inc., the general partner of Otter Creek Partners I, LP, the Reporting

  Person has the power to vote and dispose of these shares and, therefore, may be deemed to be the beneficial owner of such shares. The
- (1) Reporting Person disclaims beneficial ownership of the securities reported herein except to the extent of his pecuniary interest in such securities.
- Otter Creek Management, Inc., as an investment advisor of Otter Creek International Ltd., may be deemed to be the beneficial owner of these shares. Mr. Long expressly disclaims ownership of the shares owned by Otter Creek International Ltd.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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