



CNO Financial Group, Inc.



CNO NYSE

Insurance - Life / Health

Market Capitalization USD:

\$1,349.43 mm

CONCERN LEVEL: AVERAGE

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group. 
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Edward J. Bonach

Age: 58

CEO Since: 2011

	2009	2010	2011
Base Salary	\$900,000	\$900,000	\$754,615
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$1,075,989	\$1,665,947	\$1,335,568
Benefits and Perquisites	\$9,156	\$20,837	\$9,429
TOTAL ANNUAL COMPENSATION	\$1,985,145	\$2,586,784	\$2,099,612
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$843,314	\$2,070,841	\$1,350,626
Stock Awards	\$497,600	\$2,068,528	\$1,393,622
TOTAL COMPENSATION	\$3,326,059	\$6,726,153	\$4,843,860
Median of Other Named Executive Officers Total Compensation	\$1,408,329	\$2,247,653	\$2,678,838
Value Realized on Exercise of Stock Option	\$0	\$0	\$1,492,064
Value Realized on Vesting of Stock	\$0	\$414,002	\$1,274,936
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$414,002	\$2,767,000

Proxy Date: 30 Mar 2012

Annual Meeting Date: 9 May 2012

Equity Reserves: 7.77%

Stock Option Run Rate: 0.87%

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Performance Comparison

■ S&P500 ■ Industry ■ CNO



Peer Comparisons (TRBC) = Insurance - Life / Health

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CNO	CNO Financial Group, Inc.	\$3,326,059	\$6,726,153	\$4,843,860	\$1,349,425,551
TMK	Torchmark Corporation	\$2,836,298	\$6,274,121	\$8,068,185	\$3,663,246,367
HS	HealthSpring, Inc.	\$3,966,635	\$5,383,377		\$2,475,651,938
HNT	Health Net, Inc.	\$3,643,342	\$7,664,953		\$2,112,180,857
WCG	WellCare Health Plans, Inc.	\$1,925,876	\$3,266,488		\$1,622,595,422
PL	Protective Life Corporation	\$4,606,270	\$6,350,657		\$1,323,713,562
SFG	StanCorp Financial Group, Inc.	\$3,393,939	\$3,583,392	\$4,055,025	\$1,228,062,420

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

American Financial Group, Inc., Principal Financial Group, Inc., Assurant, Inc., Protective Life Corporation, Cincinnati Financial Corporation, Reinsurance Group of America Incorporated, Delphi Financial Group, Inc., StanCorp Financial Group, Inc., Genworth Financial, Inc., Torchmark Corporation, HCC Insurance Holdings, Inc., Universal American Corp., Kemper Corporation, Unum Group, Lincoln National Corporation

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
John G. Turner	Chairman	72	Male	9	Outside
Frederick J. Sievert	Member	64	Male	1	Outside
Michael T. Tokarz	Member	62	Male	9	Outside

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