

Edgar Filing: CONSECO INC - Form S-8 POS

CONSECO INC
Form S-8 POS
September 12, 2003

As filed with the Securities and Exchange Commission on September 10, 2003

Registration No. 333-51123

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

POST-EFFECTIVE AMENDMENT NO. 2
ON
FORM S-8
TO
FORM S-4
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

Conseco, Inc.

(Exact name of registrant as specified in its charter)

Indiana 35-1468632
(State or other jurisdiction of (I.R.S. Employer Identification No.)
incorporation or organization)

11825 N. Pennsylvania Street 46032
Carmel, Indiana (Zip Code)
(Address of Principal Executive Offices)

Green Tree Acceptance Employee 1987 Stock Option Plan

Green Tree Financial Corporation Restated 1992 Supplemental Stock Option Plan

Green Tree Financial Corporation 1995 Employee Stock Incentive Plan

Green Tree Financial Corporation 1997 Chief Executive Plan

Green Tree Financial Corporation 1998 Company Stock Option Plan

(Full Title of Plan)

(Name and address, including zip code, and telephone number,
including area code, of agent for service)

Karl W. Kindig
Conseco, Inc.
11825 N. Pennsylvania Street
Carmel, IN 46032
(317) 817-6708

Copy to:

James S. Rowe
Kirkland & Ellis, LLP

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200 East Randolph
Chicago, IL 60601

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PART I
EXPLANATORY NOTE

Conseco, Inc., an Indiana corporation (the "Company"), previously registered shares of its common stock, no par value per share ("Common Stock"), on Form S-8, File No. 333-51123. This Post-Effective Amendment No. 2 is being filed to remove from registration all shares of Common Stock which remain unsold thereunder.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Carmel, State of Indiana, on September 10, 2003.

CONSECO, INC.

By: /s/William J. Shea

William J. Shea, President and Chief
Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities indicated on September 10, 2003.

Signatures	Title
----- /s/William J. Shea -----	----- President and Chief Executive Officer and Director

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William J. Shea

/s/Eugene M. Bullis Executive Vice President and Chief

Financial Officer
Eugene M. Bullis

/s/John R. Kline Senior Vice President and Chief

Accounting Officer
John R. Kline