

Cleco Corporate Holdings LLC
 Form 4
 April 15, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FONTENOT WILLIAM G

2. Issuer Name and Ticker or Trading Symbol
Cleco Corporate Holdings LLC [CNL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
P.O. BOX 5000
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/05/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr Vice President

PINEVILLE, LA 71361-5000

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, \$1 par | 04/05/2016 | | G ⁽¹⁾ | | 3,600 | D | \$ 52,044.1446 |
| Common Stock, \$1 par | 04/13/2016 | | D ⁽³⁾ | | 2,022 | D | \$ 50,022.1446 |
| Common Stock, \$1 par | 04/13/2016 | | D ⁽⁴⁾ | | 50,022.1446 | D | \$ 55.37 |
| Common Stock, \$1 | 02/19/2016 | | J ⁽⁵⁾ | | 35.9608 | A | \$ 4,859.8441 |
| | | | | | | | 52.88 |

| | | | | | | | | | | |
|------------|------------|--|------------------|------------|---|----|-------|---|-----------|-----------|
| par | | | | | | | | | children | |
| Common | | | | | | | | | In trusts | |
| Stock, \$1 | 04/13/2016 | | D ⁽⁴⁾ | 4,859.8441 | D | \$ | 55.37 | 0 | I | for minor |
| par | | | | | | | | | | children |

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)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FONTENOT WILLIAM G P.O. BOX 5000 PINEVILLE, LA 71361-5000 | | | Sr Vice President | |

Signatures

| | |
|---|------------|
| Julia E. Callis, Attorney-in-Fact for William G. Fontenot | 04/15/2016 |
| __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).
- (1) Shares gifted by the reporting person to a charitable foundation.
- (2)

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Forfeiture of shares granted under the Company's 2010 Long-Term Incentive Compensation Plan pursuant to the terms of a merger completed 04/13/2016.

- (3) No value was exchanged for these shares.
- (4) Disposition of all shares pursuant to the terms of a merger completed 04/13/2016.
- (5) Shares acquired through the Company's dividend reinvestment plan during 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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