Edgar Filing: CADORIA SHERIAN G - Form 4

CADORIA S	HERIAN G								
Form 4									
May 18, 2011	1								
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION							OMB APPROVAL		
. •	• • UNITED S		RITIES AND EXC shington, D.C. 20:		COMMISSION	OMB Number:	3235-0287		
Check this			0 /			Expires:	January 31		
if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF							Estimated average		
Section 16. SECURITIES						burden hours per			
Form 4 or	4 or						response 0.5		
Form 5 obligation	• •	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							
may conti			tility Holding Com	• •		n			
See Instru	ction	30(h) of the In	vestment Compan	y Act of 19	40				
1(b).									
(Print or Type R	lesponses)								
	ddress of Reporting I	Person <u>*</u> 2. Issuer	Name and Ticker or	Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
CADORIA S	SHERIAN G	Symbol	~~~~						
		CLECO	CORP [CNL]						
(Last)	(First) (N		Earliest Transaction						
DO DOV 5	000	(Month/D	-		X_ Director 10% Owner Officer (give title Other (specify				
P.O. BOX 50	000	05/16/2	011		below) below)				
	(Street)	4. If Ame	ndment, Date Original		6. Individual or Joint/Group Filing(Check				
		Filed(Mor	nth/Day/Year)		Applicable Line)				
					X Form filed by	One Reporting Potential More than One R			
PINEVILLE	C, LA 71361-5000)			Person	viore than one R	cporting		
(City)	(State)	(Zip) Tabl	e I - Non-Derivative S	Securities Ac	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of	2. Transaction Date		3. 4. Securi		5. Amount of Securities	6. Ownership			
Security	(Month/Day/Year)		TransactionAcquired Code Disposed			(D) or Benef	Indirect Beneficial		
(Instr. 3)		any (Month/Day/Year)	Code Disposed (Instr. 8) (Instr. 3,		Beneficially Owned		Ownership		
		· · ·		,	Following	(Instr. 4)	(Instr. 4)		
				(A)	Reported				
				or	Transaction(s) (Instr. 3 and 4)				
C			Code V Amount	(D) Price	(
Common Stock,					4,033	D			
\$1.00 par					т,055	D			
φ1.00 pai									

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.

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

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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. Transa Code (Instr.		ctionof Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivativ Security (Instr. 5)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(1)</u>	05/16/2011		A		160		<u>(1)</u>	<u>(1)</u>	Common Stock, \$1.00 par	160 <u>(1)</u>	\$ 34.6

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
CADORIA SHERIAN G P.O. BOX 5000 PINEVILLE, LA 71361-5000	Х							
Signatures								
Judy P. Miller, Atty-in-fact for Cadoria	Э.	05/18/2011						
<u>**</u> Signature of Reporting Pe		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).

The shares of phantom stock relate to dividend reinvestment on shares of phantom stock pursuant to the terms and provisions of the Cleco(1) Corporation Deferred Compensation Plan (the "Plan"). The reporting person has elected to defer receipt of these shares under the Plan. Each share of phantom stock is the economic equivalent of one share of Cleco Corporation common stock.

Includes 2,833 shares of phantom stock (not subject to restrictions) related to dividend reinvestment on shares of phantom stock pursuant to the terms and provisions of the Plan. Includes (a) 2,228 shares of phantom stock subject to restrictions that lapse on January 27, 2012; (b) 1,846 shares of phantom stock subject to restrictions that lapse on January 26, 2013; (c) 2,140 shares of phantom stock subject to

(2) (b) 1,640 shales of phantom stock subject to restrictions that lapse on January 20, 2015, (c) 2,140 shales of phantom stock subject to restrictions that lapse on January 30, 2015; (e) 2,149 shares of phantom stock subject to restrictions that lapse on January 30, 2015; (e) 2,149 shares of phantom stock subject to restrictions that lapse on January 30, 2015; (e) 2,149 shares of phantom stock subject to restrictions that lapse on January 28, 2017.

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.