Edgar Filing: RATCLIFF ROBERT T - Form 4

RATCLIFF	ROBERT T										
Form 4 February 26,	2000										
FORN									OMB AP	PROVAL	
	Washington, D.C. 20549						OMMISSION	OMB Number:	3235-0287		
Subject to Section 16. Form 4 or				GES IN BENEFICIAL OWNER SECURITIES					Expires: Estimated a burden hour response	0	
Form 5 obligatio may cont <i>See</i> Instru 1(b).	ns Section 17(a	a) of the Pu	blic Ut		ding Cor	npan	y Act of	Act of 1934, 1935 or Section)	I		
(Print or Type I	Responses)										
RATCLIFF ROBERT T Symbol			ymbol	r Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
				CORP [-			(Check	all applicable)	
(Last) P.O. BOX 5		(1	. Date of Month/Da 2/26/20	-	ansaction			X Director Officer (give t below)		Owner r (specify	
	(Street)			ndment, Da th/Day/Year	-	1		6. Individual or Joi Applicable Line) _X_ Form filed by O			
PINEVILLI	E, LA 71361-5000)						Form filed by M Person	ore than One Rep	porting	
(City)	(State)	(Zip)	Table	e I - Non-E	Derivative	Secur	rities Acqu	iired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day	Date, if	3.4. Securities AcquiredTransactior(A) or Disposed of (D)Code(Instr. 3, 4 and 5)(Instr. 8)			d of (D)	5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)			
Common Stock, \$1.00 par	02/26/2009			М	5,000	A	\$ 15.937	21,554.053 (1)	D		

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. Transactio Code (Instr. 8)	5. Number prof 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(Instr. 4)9(Instr. 5)9(Instr. 5)9(Instr. 6)9(Instr. 7)9(Instr. 7)9 <tr< th=""></tr<>	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Outside Director Stock Option (4)	\$ 15.937	02/26/2009		Х	5,000	05/17/1999	05/17/2009	Common Stock, \$1.00 par	5,000 \$
Phantom Stock	(2)					(2)	(2)	Common Stock, \$1.00 par	<u>(2)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships						
i o	Director	10% Owner	Officer	Other			
RATCLIFF ROBERT T							
P.O. BOX 5000	Х						
PINEVILLE, LA 71361-5000							
Signatures							

Judy P. Miller, Atty-in-fact for Robert T. Ratcliff, Sr.

**Signature of Reporting Person

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) Includes 38.032 shares acquired through the Cleco Corporation Dividend Reinvestment Plan on 02/17/2009.

Shares of phantom stock held pursuant to the terms and provisions of the Cleco 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

02/26/2009

Date

(2) The reporting person has elected to deter receipt of these shares under the rial. Each share of phantom stock is the economic equivalent of one share of Cleco Corporation common stock. Shares of phantom stock may be transferred by the reporting person into an alternative investment account in the Plan at any time pursuant to the terms and provisions of the Plan.

Includes 388 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) 1,846 shares of phantom stock subject to restrictions that lapse on January 26, 2013; (b)

- (3) The terms and provisions of the rank includes (a) 1,640 shares of phantom stock subject to restrictions that lapse on January 25, 2014; and (c) 2,544 shares of phantom stock subject to restrictions that lapse on January 30, 2015.
- (4) Right to buy granted under the Company's 1990 Long-Term Incentive Compensation Plan.

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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