SCOTT PETER M III

Form 4

January 28, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SCOTT PETER M III			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
			CORP	CNL			(Check all applicable)				
(First)	(Middle)	3. Date of Earliest Transaction									
			(Month/Day/Year)				_X_ Director		6 Owner		
P.O. BOX 5000			01/24/2013					below)	er (specify		
(Street) 4. If Ame			ndment, Date Original				6. Individual or Joint/Group Filing(Check				
Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
PINEVILLE, LA 71361-5000								Person			
(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned		
2. Transaction I	Date 2A. De	emed	3.				5. Amount of	6. Ownership	7. Nature of		
rity (Month/Day/Year) Execution Date, if r. 3) Execution Date, if any									Indirect		
	•						•	Beneficial Ownership			
	(William)	(Day/Teal)	(msu. o)	,				` '	(Instr. 4)		
							Reported				
							Transaction(s)				
			Code V	Amount	(D)	Price	(Instr. 3 and 4)				
01/24/2013			A <u>(1)</u>	1,596	A	<u>(2)</u>	9,360	D			
							1,800	I	By Cecilia Scott IRA/RO		
	(First) (First) (Street) (Street) (State) 2. Transaction I (Month/Day/Ye	(First) (Middle) (Street) LA 71361-5000 (State) (Zip) 2. Transaction Date (Month/Day/Year) Executiany (Month	CR M III Symbol CLECO (First) (Middle) 3. Date of (Month/D) 00 01/24/20 (Street) 4. If Amer Filed(Mont Filed	CR M III Symbol CLECO CORP [6] (First) (Middle) 3. Date of Earliest Tr (Month/Day/Year) 00 01/24/2013 (Street) 4. If Amendment, Da Filed(Month/Day/Year) LA 71361-5000 (State) (Zip) Table I - Non-D 2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if Transactiany Code (Month/Day/Year) (Instr. 8)	Symbol CLECO CORP [CNL] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 00 01/24/2013 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) LA 71361-5000 (State) (Zip) Table I - Non-Derivative Street St	CR M III Symbol CLECO CORP [CNL] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 00 01/24/2013 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) LA 71361-5000 (State) (Zip) Table I - Non-Derivative Securi 2. Transaction Date 2A. Deemed 3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or any Code Disposed of (E) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and or Code V Amount (D)	Symbol CLECO CORP [CNL] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 00 01/24/2013 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) LA 71361-5000 (State) (Zip) Table I - Non-Derivative Securities Acc 2. Transaction Date 2A. Deemed 3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or any Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price	SR M III Symbol CLECO CORP [CNL] (Che (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) — X_ Director Officer (givelow) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) — Applicable Line) — X_ Form filed by Person (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed (Month/Day/Year) — Securities (Month/Day/Year) — Securities (Month/Day/Year) — Securities (Month/Day/Year) — Securities (Month/Day/Year) — (Instr. 8) (Instr. 3, 4 and 5) — Owned Following Reported Transaction(S) (Instr. 3 and 4) — O1/24/2013 — A(1) 1,596 A (2) 9,360	CLECO CORP [CNL] (Check all applicable (Cleck all applicable) (Check all applicable) (A) Officer (give title) (Code Norman Filed by One Reporting Proprieted (A) or Securities (Acquired) (State) (Zip) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year) (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 4) (A) Transaction(s) (Instr. 3 and 4) (Instr. 3 and 4) (Instr. 3 and 4)		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Edgar Filing: SCOTT PETER M III - Form 4

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

1. Title of	2.	3. Transaction Date		4. T	5.	6. Date Exerc		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
					.,						
									Amount		
						Date	Evaluation		or		
							Expiration	Title	Number		
					Exercisable	Date		of			
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
.r. g	Director	10% Owner	Officer	Other			
SCOTT PETER M III							
P.O. BOX 5000	X						
PINEVILLE, LA 71361-5000							

Signatures

Julia E. Callis, Atty-in-fact for Peter M.
Scott III
01/28/2013

**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 granted under the Company's Long-Term Incentive Compensation Plan.
- (2) No value was exchanged for these shares.

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.

Reporting Owners 2