

CLECO CORP  
Form 4  
November 06, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**SEGURA MARK H**

2. Issuer Name and Ticker or Trading Symbol  
**CLECO CORP [CNL]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**03/17/2006**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

**FORMER Vice President**

(Street)

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

**PINEVILLE, LA 71361-5000**

(City) (State) (Zip)

**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 or (D) Price			
Common Stock, \$1 par	03/17/2006		M	9,400 A \$ 16.125	30,953.919	D	
Common Stock, \$1 par	03/17/2006		S	9,400 D <u>(1)</u>	21,553.919	D	
Common Stock, \$1 par	10/07/2006		<u>A(2)</u>	1,944 A \$ 0	23,547.919	D	
Common Stock, \$1	10/07/2006		<u>J(3)</u>	175.9805 A <u>(4)</u>	23,723.8995	I	401(k)

par  
 Convertible Preferred, Series of 1991  
 10/07/2006 J<sup>(5)</sup> 27.8394 A (6) 365.9799 I ESOP

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

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**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 (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 Security (Instr. 3 and 4)
Non-Qualified Stock Option	\$ 16.125	03/17/2006		X	9,400	07/23/2004 07/23/2009	Common Stock, \$1 par

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SEGURA MARK H P.O. BOX 5000 PINEVILLE, LA 71361-5000			FORMER Vice President	

## Signatures

Judy P. Miller, Atty-in-Fact for Mark H. Segura  
 11/06/2006

\_\_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) 4500 shares @ \$21.70; 300 shares @ \$21.71; 2000 shares @ \$21.72; 100 shares @ 21.73; 1500 shares @ \$21.76; 900 shares @ \$21.77; and 100 shares @ \$21.78
- (2) Shares awarded under the Company's Long-Term Incentive Compensation Plan at employee's death on 10/7/06.
- (3) Shares acquired through the Company's 401(k) plan from 1/1/06 through death on 10/7/06.
- (4) \$22.33 - \$25.24
- (5) Allocation of shares under the Company's ESOP from 1/1/06 through death on 10/7/06.
- (6) \$214.37 - \$242.30
- (7) Right to buy granted under the Company's 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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