

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* FALCONE PHILIP (Last) (First) (Middle) C/O HC2 HOLDINGS, INC. 505 HUNTMAR PARK DRIVE, SUITE 325 (Street) HERNDON VA 20170 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol HC2 Holdings, Inc. [HCHC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) CEO, Chairman & President
	3. Date of Earliest Transaction (Month/Day/Year) 04/14/2016	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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			

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$7.5	04/14/2016		A		500,000 ⁽¹⁾		(2)	04/14/2026	Common Stock	500,000	\$0	500,000	D	
Stock Option (Right to Buy)	\$10.5	04/14/2016		A		500,000 ⁽¹⁾		(2)	04/14/2026	Common Stock	500,000	\$0	500,000	D	
Stock Option (Right to Buy)	\$13.5	04/14/2016		A		500,000 ⁽¹⁾		(2)	04/14/2026	Common Stock	500,000	\$0	500,000	D	

Explanation of Responses:

- Reflects shares underlying an option (the "Option") to purchase an aggregate of 1,500,000 shares of the common stock of HC2 Holdings, Inc. (the "Company") issued pursuant to the Company's 2014 Omnibus Equity Award Plan at per share exercise prices as follows: (a) \$7.50 with respect to an option to acquire 500,000 shares; (b) \$10.50 with respect to an option to acquire 500,000 shares; and (c) \$13.50 with respect to an option to acquire 500,000 shares.
- The Option vests in three equal installments on each of the first three anniversaries following the grant date (with each tranche vesting one-third on each such date).

/s/ Philip A. Falcone

04/18/2016

** Signature of Reporting Person

Date

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

* 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).

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

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 Number.