

CONSOLIDATED COMMUNICATIONS HOLDINGS, INC.

Reported by
LUMPKIN RICHARD ANTHONY

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/16/17 for the Period Ending 03/14/17

Address	121 SOUTH 17TH STREET MATTOON, IL 61938
Telephone	(217) 235-3311
CIK	0001304421
Symbol	CNSL
Fiscal Year	12/31

FORM 4

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

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Estimated average burden
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 - LUMPKIN RICHARD ANTHONY (Last) (First) (Middle) 121 SOUTH 17TH STREET (Street) MATTOON, IL 61938-3987 (City) (State) (Zip)		2. Issuer Name and Ticker or Trading Symbol Consolidated Communications Holdings, Inc. [CNSL]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director _____ 10% Owner ____ Officer (give title below) _____ Other (specify below)	
		3. Date of Earliest Transaction (MM/DD/YYYY) 3/14/2017			
		4. If Amendment, Date Original Filed (MM/DD/YYYY)		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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
Common Stock, par value \$0.01 per share	3/14/2017		A		3159 <u>(1)</u>	A	\$0.00	12667	D	
Common Stock, par value \$0.01 per share								309674	I	By Benjamin I. Lumpkin 2008 Dynasty Trust
Common Stock, par value \$0.01 per share								277417	I	By Elizabeth L. Celio 2008 Dynasty Trust
Common Stock, par value \$0.01 per share								481154	I	By Living Trust FBO Richard A. Lumpkin
Common Stock, par value \$0.01 per share								3500	I	By Wife <u>(2)</u>
Common Stock, par value \$0.01 per share								106153	I	By Benjamin I. Lumpkin 2012 Irrevocable Trust <u>(3)</u>
Common Stock, par value \$0.01 per share	8/14/2014		J <u>(4)</u>		919677	D	\$0.00	0	I	By 1970 Trust FBO Richard A. Lumpkin

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

(1) Shares represent an award under the Long Term Incentive Plan. The shares will vest in full on December 5, 2017.

(2) Mr. Lumpkin disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that Mr. Lumpkin is the beneficial owner of such securities for purposes of Section 16 or for any other purpose. These shares are reported solely for Mr. Lumpkin as reporting person.

(3) Mr. Lumpkin is the trustee of the Benjamin I. Lumpkin 2012 Irrevocable Trust. The beneficiaries of the Benjamin I. Lumpkin 2012 Irrevocable Trust are the

- 3) descendants of Mr. Lumpkin's son, Benjamin I. Lumpkin.
- 4) On August 4, 2014, Mr. Lumpkin ceased being the trustee of this trust.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LUMPKIN RICHARD ANTHONY 121 SOUTH 17TH STREET MATTOON, IL 61938-3987	X			

Signatures

/s/ Steven J. Shirar, Power of Attorney

3/16/2017

**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.

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