

LHC GROUP, INC.	SECURITIES TRADES BY COMPANY PERSONNEL- PRE-CLEARANCE
EFFECTIVE DATE: 04/01/16	DIVISION: LHC ADMINISTRATIVE
REVISED DATE:	CHAPTER: LEGAL
APPROVED BY: POLICY COMMITTEE	POLICY NUMBER: 8.1.005
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PURPOSE

LHC Group, Inc.'s ("LHC") Pre-Clearance Policy for Transactions in Company Stock ("Policy") is limited to directors, executive officers, and key employees in the accounting and finance departments and family members of each of these individuals. Some individuals will be subject to the Policy at all times; others will be subject to these procedures only during the period that a specific material development of which they are aware remains undisclosed to the public. The term "executive officers" as used herein is defined as those individuals subject to the reporting and liability provisions of Section 16 of the Securities Exchange Act of 1934.

POLICY

In order to:

- help prevent inadvertent violations of the federal securities laws and to avoid even the appearance of trading on inside information (which could result, for example, when an individual engages in a trade while unaware of a pending material development),
- assist directors and executive officers in complying with their SEC Forms 3, 4, 5 and 144 filing obligations,
- help directors and executive officers avoid inadvertent "short swing" (i.e., six months) profit liability, and
- assist the Company in complying with its SEC Form 8-K reporting obligations regarding transactions in the Company's securities by directors and executive officers,

directors and executive officers, key employees¹ in the accounting department, key employees in the investor relations department, key employees in the legal department, and any other persons designated by the Chief Executive Officer, the Chief Financial Officer or the General Counsel as being subject to the Company's pre-clearance procedures, together with their family members, may not engage in any transaction in the Company's securities (including a gift, contribution to a trust or similar transfer) at any time without first obtaining pre-clearance of the transaction from the Company's General Counsel. The General Counsel's trades will be reviewed and approved by outside disclosure counsel. A request for pre-clearance should be submitted in writing to the General Counsel at least two (2) business days in advance of the proposed transaction. The General Counsel shall record the date and time each request for pre-clearance is received and the date and time each such request is approved or disapproved. The General Counsel is under no obligation to approve a transaction submitted for pre-clearance and may determine not to permit

¹ Key employees are to be designated by the General Counsel in his or her professional judgment under the circumstances. The General Counsel will maintain records of such designated key employees in accordance with the terms of the Pre-Clearance Policy herein.

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the transaction. A grant of permission will normally remain valid until at least the close of trading two (2) business days following the day on which it was granted.

Further, the General Counsel shall be responsible for (i) maintaining a record of each such person designated as being subject to the Company's pre-clearance procedures, including any designated key employees; (ii) notifying all persons that have been designated as such; (iii) delivering a copy of the Policy to such persons; (iv) maintaining a signed copy of the Pre-Clearance Certification for each such person.

Any person subject to the pre-clearance requirements of this Policy who wishes to implement, modify or terminate a trading plan under SEC Rule 10b5-1 must first pre-clear the plan with the Company's General Counsel. As required by Rule 10b5-1, you may enter into, modify or terminate a trading plan only when you are not in possession of material nonpublic information. In addition, you may not enter into, modify or terminate a trading plan during a blackout period. Transactions effected pursuant to a pre-cleared trading plan will not require further pre-clearance at the time of the transaction if the plan specifies the dates, prices and amounts of the contemplated trades, or establishes a formula for determining the dates, prices and amounts. The Company's General Counsel is under no obligation to pre-clear any trading plan and may determine not to pre-clear it or to pre-clear it only if certain additional conditions are satisfied.

During the pendency of any Company-funded open market stock buy-back program ("Buy-back Program") (when active), no Section 16 officer or director shall be permitted to sell stock. Notwithstanding the foregoing, the execution of any trade pursuant to a pre-existing 10b5-1 plan for a Section 16 officer or director entered into prior to the establishment of any Buy-back Program, or a 10b5-1 plan for a Section 16 officer or director entered into while the Buy-back Program has been inactive due to lack of trading for any reason during the preceding 15 calendar days, shall not be subject to this prohibition. Furthermore, if the market price is above the buy-back strike/ceiling price, there shall be no prohibition of any sale by a Section 16 officer or director.

Blackout Periods

Quarterly Blackout Periods. The Company's announcement of its quarterly and annual financial results almost always has the potential to have a material effect on the market for the Company's securities. Therefore, to avoid even the appearance of trading while aware of material nonpublic information, persons who are or may be expected to be aware of the Company's quarterly and annual financial results, together with their family members, generally will be prohibited from trading in the Company's securities during the period beginning two weeks prior to the end of the Company's fiscal quarter or fiscal year and ending after the second full business day following the Company's issuance of its quarterly or annual earnings release or analyst conference call. Persons subject to these quarterly blackout periods include all directors and executive officers,

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employees in the accounting department and all other persons who are informed by the Company's General Counsel that they are subject to the quarterly blackout periods.

Additionally, the Company may on occasion issue interim earnings guidance by means of a press release, webcast conference, SEC filing on Form 8-K or other means designed to achieve widespread dissemination of the information. The same persons who are subject to quarterly blackout periods are generally prohibited from trading in the Company's securities during the period beginning when the Company is assembling the interim earnings information to be released and ending when the information has been released and fully absorbed by the market.

Event-specific Blackout Periods. From time to time, an event may occur that is material to the Company and is known by only a few directors or executives. It is the policy of the Company that so long as the event remains material and nonpublic, directors, executive officers and such other persons as are designated by the CEO, the CFO or the General Counsel, together with their family members, may not trade in the Company's securities. The existence of an event-specific blackout will not be announced, other than to those who are aware of the event giving rise to the blackout. If, however, another person whose trades are subject to pre-clearance requests permission to trade in the Company's securities during an event-specific blackout, the Company's General Counsel will inform the requester of the existence of a blackout period without disclosing the reason for the blackout. Any person made aware of the existence of an event-specific blackout should not disclose the existence of the blackout to any other person. The failure of the CEO, the CFO or the General Counsel to designate a person as being subject to an event-specific blackout will not relieve that person of the obligation not to trade while aware of material nonpublic information.

Retirement Plan Blackout Periods. From time to time the Company or a plan trustee may announce the temporary suspension of the ability of plan participants to buy, sell or otherwise acquire or transfer interests in the Company's stock that are held in the Company's 401(k) plan and other Company-sponsored individual account retirement plans. It is the policy of the Company that directors, executive officers and such other persons as are designated by the CEO, the CFO or the General Counsel, together with their family members, may not trade in the Company's securities during any such retirement plan blackout period.

Hardship Exceptions. A person who is subject to a quarterly or interim earnings blackout period and who has an unexpected and urgent need to sell Company stock in order to generate cash may, in appropriate circumstances, be permitted to sell Company stock even during the blackout period. Hardship exceptions may be granted only if approved by the Audit Committee of the Company's Board of Directors and must be requested at least two business days in advance of the proposed trade. A hardship exception may be granted only if the Audit Committee of the Company's Board of Directors concludes either that the Company's earnings information for the applicable quarter does not constitute material nonpublic information or that the person has no

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knowledge of the earnings information for the applicable quarter (or any other material nonpublic information). Under no circumstance will a hardship exception be granted during an event-specific blackout period.

Post-Termination Transactions

If you are aware of material nonpublic information when you terminate service as a director, executive officer or other employee of the Company, you may not trade in Company securities until that information has become public or is no longer material. In all other respects, the procedures set forth in this Policy will cease to apply to your transactions in Company securities upon the expiration of any "blackout period" that is applicable to your transactions at the time of your termination of service.

COMPANY ASSISTANCE

Any person who has a question about this Policy or its application to any proposed transaction may obtain additional guidance from the Company's General Counsel at 337-233-1307. The pre-clearance procedure is also published on the Company's internal intranet.

CERTIFICATION

All directors, officers and other employees subject to the procedures set forth in this Policy must certify their understanding of and intent to comply with the separate Policy Statement Regarding Securities Trades by Company Personnel, including the additional procedures set forth in this Policy.

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**SECURITY TRADES BY COMPANY PERSONNEL:
PRE-CLEARANCE CERTIFICATION**

I certify that I have read and understand the Company's Policy Statement Regarding Securities Trades by Company Personnel and the Company's Pre-Clearance Policy for Transactions in Company Stock (collectively, the "Insider Trading Policies"). I understand that the Company's General Counsel is available to answer any questions I have regarding the Insider Trading Policies. I will comply with the Insider Trading Policies for as long as I am subject to them.

Signature: _____

Date: _____

Print name: _____