

**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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Trimaran Capital, L.L.C.</u>  (Last) (First) (Middle) <u>C/O TRIMARAN CAPITAL PARTNERS</u> <u>1325 AVENUE OF THE AMERICAS, 25TH FLOOR</u>  (Street) <u>NEW YORK NY 10019</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>El Pollo Loco Holdings, Inc. [ LOCO ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/19/2015</u>	
	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			
Common Stock	05/19/2015		S		5,402,500 <sup>(1)</sup>	D	\$21.85	16,746,544	I	See footnote <sup>(2)</sup>

**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)		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)					

1. Name and Address of Reporting Person\*  
Trimaran Capital, L.L.C.  
 (Last) (First) (Middle)  
C/O TRIMARAN CAPITAL PARTNERS  
1325 AVENUE OF THE AMERICAS, 25TH FLOOR  
 (Street)  
NEW YORK NY 10019  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Bloom Jay R  
 (Last) (First) (Middle)  
C/O TRIMARAN CAPITAL PARTNERS  
1325 AVENUE OF THE AMERICAS, 25TH FLOOR  
 (Street)  
NEW YORK NY 10019  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Kehler Dean C  
 (Last) (First) (Middle)

C/O TRIMARAN CAPITAL PARTNERS  
1325 AVENUE OF THE AMERICAS, 25TH FLOOR

(Street)

NEW YORK NY 10019

(City)

(State)

(Zip)

**Explanation of Responses:**

1. Reflects sales of shares by Trimaran Pollo Partners, L.L.C., in a private transaction of common stock of El Pollo Loco Holdings, Inc., on May 19, 2015.
2. Trimaran Capital, L.L.C., is the managing member of Trimaran Pollo Partners, L.L.C., which is the direct owner of all shares reported herein. Mr. Bloom and Mr. Kehler are the managing members of Trimaran Capital, L.L.C. Additionally, Mr. Kehler is a director of the issuer. Each of Trimaran Capital, L.L.C., Mr. Bloom, and Mr. Kehler may be deemed a beneficial owner of shares of the issuer's common stock held by Trimaran Pollo Partners, L.L.C., but disclaims beneficial ownership thereof, except to the extent of its or his respective pecuniary interest therein.

**Remarks:**

/s/ Jay R. Bloom, Managing  
Member, on behalf of Trimaran 03/09/2016  
Capital, L.L.C.

/s/ Jay R. Bloom 03/09/2015

/s/ Dean C. Kehler 03/09/2016

\*\* 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.**