

Wilensky Scott M
Form 3/A
October 05, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Wilensky Scott M | | (Month/Day/Year) | XCEL ENERGY INC [XEL] | |
| (Last) | (First) | (Middle) | 09/19/2011 | |
| 414 NICOLLET MALL | | | 4. Relationship of Reporting Person(s) to Issuer | |
| (Street) | | | (Check all applicable) | |
| MINNEAPOLIS, Â MN Â 55401 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Sr. VP & General Counsel | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | 09/22/2011 | |
| 1. Title of Security | | 2. Amount of Securities Beneficially Owned | | 3. Ownership Form: |
| (Instr. 4) | | (Instr. 4) | | Direct (D) or Indirect (I) |
| Common Stock ⁽¹⁾ | | 14,416.214 | | D |
| Common Stock | | 3,931.231 | | I |
| | | | | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | | | | Â |
| | | | | 401(k) |

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 control number.

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

| | | | | | |
|---------------------------------|---|--|---|---|--|
| 1. Title of Derivative Security | 2. Date Exercisable and Expiration Date | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership |
| (Instr. 4) | (Month/Day/Year) | (Instr. 4) | | | (Instr. 5) |

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |
|----------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|
| Option, right to buy | Â (2) | 12/12/2011 | Common Stock | 16,800 | \$ 25.9 | D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Wilensky Scott M 414 NICOLLET MALL MINNEAPOLIS, MN 55401 | Â | Â | Â Sr. VP & General Counsel | Â |

Signatures

Tara M. Heine, Attorney in fact for Scott M.
Wilensky

09/22/2011

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) This Amendment is being filed to electronically submit the Power of Attorney.
- (2) All options under this grant are currently exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.