Edgar Filing: Koehl Dennis L - Form 4

Form 4										
May 17, 201									PPROVAL	
FORM	4 UNITED	STATES		RITIES A			E COMMISSIO		3235-0287	
Check the	or								January 31,	
if no longer subject toSTATEMENT OF CHANGES IN BENEFICIAL OWNERSHISection 16.SECURITIESForm 4 orFiled pursuant to Section 16(a) of the Securities Exchange Act of 1							Estimated burden hou response	urs per		
obligation may cont <i>See</i> Instru 1(b).	ns Section 17(a) of the l	Public U	Itility Hol	ding Co		t of 1935 or Secti			
(Print or Type F	Responses)									
1. Name and Address of Reporting Person <u>*</u> Koehl Dennis L			2. Issuer Name and Ticker or Trading Symbol XCEL ENERGY INC [XEL]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (A	Middle)	3. Date of	of Earliest T	ransaction		(Cho	eck all applicabl	e)	
414 NICOLLET MALL			(Month/Day/Year) 05/16/2012				Director 10% Owner X Officer (give title Other (specify below) below) Senior VP & CNO			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
MINNEAPO	DLIS, MN 55401						Person	wore than one R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	Disposed (Instr. 3,	(A) or of (D) 4 and 5) (A) or	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)	
						(D) Price				
Reminder: Rep	ort on a separate line	e for each cl	ass of sec	urities bene	-	-	-	ation of a	NEC 1474	
					inforr requi	nation con red to resp ays a curre	spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	Deri
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

Edgar Filing: Koehl Dennis L - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired or Dispos (D) (Instr. 3, 4 and 5)	ed of					(Inst
				Code V	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	\$ 0	05/16/2012		А	33.773		<u>(1)</u>	(1)	Common Stock	33.773	\$ 2

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting O (mer Plane / Planess	Director	10% Owner	Officer	Other			
Koehl Dennis L 414 NICOLLET MALL MINNEAPOLIS, MN 55401			Senior VP & CNO				
Signatures							
Tara M. Heine Attorney in Fac	et for Den	nie I					

Tara M. Heine, Attorney in Fact for Dennis L. Koehl	05/17/2012		
**Signature of Reporting Person	Date		

Explanation of Responses:

* 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).

(1) Shares of phantom stock are payable in cash following termination of reporting persons employment.

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.