Edgar Filing: Sheppard James J. - Form 4

Sheppard Jar Form 4 May 18, 201											
FORM	14 UNITED	STATES					E COMMISSIO		PPROVAL 3235-0287		
Check this box ic a lanuar									urs per		
(Print or Type]	Responses)										
1. Name and Address of Reporting Person <u>*</u> Sheppard James J.			2. Issuer Name and Ticker or Trading Symbol XCEL ENERGY INC [XEL]			5. Relationship of Reporting Person(s) to Issuer					
(Last) 414 NICOL	(First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/17/2012				_X_ Director	Officer (give title Other (specify			
MINNEAP	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 Person							
(City)	(State)	(Zip)	Tal	ole I - Non-l	Derivative	Securities A	Person Acquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Rep	port on a separate line	e for each cl	ass of sec		ficially own Perso inforn requir	ned directly ns who res nation cont ed to resp ys a curre	or indirectly. spond to the colle tained in this form 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
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

	Derivative Security				Disposed of (D) (Instr. 3, 4, and 5)					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	\$ 0 <u>(1)</u>	05/17/2012	А		4,371.585		(2)	(2)	Common Stock	4,371.58

Reporting Owners

Reporting Owner Name / Address		Relationsh	nips				
	Director	10% Owner	Officer	Other			
Sheppard James J. 414 NICOLLET MALL MINNEAPOLIS, MN 55401	Х						
Signatures							
Tara M. Heine, Attorney in fac Sheppard	t for Jam	es J.	(05/18/2012			
<u>**</u> Signature of Reporting	Person		Date				
Explanation of Responses:							

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) Security converts to common stock on a one-for-one basis.
- Shares of phantom stock are payable in shares of common stock following termination of a reporting persons service. Partial shares are (2)payable in cash.
- (3) Includes 91.055 shares of stock equivalent units acquired pursuant to reinvestment of phantom stock dividends.

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.