Edgar Filing: WESTERLUND DAVID A - Form 4

WESTERLU Form 4 June 29, 201	JND DAVID A											
FORM		STATES					NGE	COMMISSIO	-	PPROVAL 3235-0287		
Check th if no lon subject t Section Form 4 o Form 5 obligation may con <i>See</i> Instr 1(b).	ger o 16. or Filed pur tinue.	Washington, D.C. 20549 STATEMENT OF CHANGES IN 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								January 31, 2005 average urs per . 0.5		
(Print or Type	Responses)											
1. Name and Address of Reporting Person <u>*</u> WESTERLUND DAVID A			2. Issuer Name and Ticker or Trading Symbol XCEL ENERGY INC [XEL]				ng	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle)	3. Date of Earliest Transaction					(Check all applicable)				
414 NICOLLET MALL			(Month/Day/Year) 06/28/2012				_X_ Director 10% Owner Officer (give title Other (specify below) below)					
MINNEAD	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 							
	OLIS, MN 55401							Person				
(City) 1.Title of Security (Instr. 3)	(State) 2. Transaction Date (Month/Day/Year)	(Zip) 2A. Deemo Execution any (Month/Da	ed Date, if	3. Transacti Code (Instr. 8) Code V	4. Secu onAcquire Dispose (Instr. 3	rities ed (A) or ed of (D) 6, 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		
Reminder: Rep	port on a separate line	e for each cl	ass of sec	urities bene	Pers info requ disp	sons wi rmatior uired to	ho res n cont respo	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		

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	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>	06/28/2012	А		909.151		(2)	(2)	Common Stock	909.151

Reporting Owners

Reporting Owner Name / Address		Relationsh						
1	Director	10% Owner	Officer	Other				
WESTERLUND DAVID A 414 NICOLLET MALL MINNEAPOLIS, MN 55401	Х							
Signatures								
Tara M. Heine, Attorney in fac Westerlund		06/29/2012						
<u>**</u> Signature of Reportin		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) Security converts to common stock on a one-for-one basis.
- (2) Shares of phantom stock are payable in shares of common stock following termination of a reporting persons service. Partial shares are payable in cash.

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.