Edgar Filing: XCEL ENERGY INC - Form 4

VCEL ENERCY INC

Form 4	CKG I INC										
March 05, 2	2014										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL		
	UNITED			AND EXCH 1, D.C. 2054		MMISSION	OMB Number:	3235-0287			
Check t	nger								Expires:	January 31, 2005	
Section 16. Form 4 or			F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					ERSHIP OF	Estimated average burden hours per response 0.		
Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17	Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940									
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> Larson Kent T			2. Issuer Name and Ticker or Trading Symbol XCEL ENERGY INC [XEL]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check all applicable)			
(Induc) 414 NICOLLET MALL (Street)			(Month/Day/Year) 03/03/2014					Director 10% Owner _X Officer (give title Other (specify elow) below) Senior VP, Operations			
			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			
MINNEAF	POLIS, MN 5540	1					P	Form filed by Mc erson	ore than One Rep	oorting	
(City)	(State)	(Zip)	Tal	ole I - Non-	Derivative Se	curitie	es Acqui	red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	(Month/Day/Year) Executio		Date, if Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) ay/Year) (Instr. 8)			red (A)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common Stock	03/03/2014			F	1,661.406	D	\$ 30.15	48,206.166 (1)	D		
Common Stock								3,233.872 <u>(2)</u>	Ι	401(k)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 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. Transacti Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Amou Unde Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Larson Kent T 414 NICOLLET MALL MINNEAPOLIS, MN 55401			Senior VP, Operations				
Signatures							
Tara M. Heine, Attorney in Fac Larson	03/05/2014						
<u>**</u> Signature of Reporting P	erson		Date				
Explanation of Da		0001					

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).

Withholding of stock to satisfy tax withholding obligation on vesting of an award of restricted stock under the Xcel Energy Executive(1) Annual Incentive Award Program that were included in the common stock holdings reported by the reporting person on Form 4 filed on February 21, 2014. A fractional share interest was sold in connection with the vesting of the award.

(2) Shares held in the Xcel Energy Stock Fund under the Xcel Energy 401(K) Savings Plan as of the most recent plan statement (Feb 28, 2014).

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.