## Edgar Filing: XCEL ENERGY INC - Form 4

VOLL ENERGY ING

Form 4	ERGY INC											
February 19												
FOR	UNITED	STATES			AND EXCH a, D.C. 20549		E CO	MMISSION	OMB AP OMB Number:	9ROVAL 3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations Filed pursuant to Section 17(a) of the Pu				SECUI	<b>RITIES</b> he Securities	Act of 1934,	Expires: Estimated av burden hour response	•				
may con <i>See</i> Inst 1(b).	nunue.			•	t Company A	•		955 01 Section				
(Print or Type	Responses)											
1. Name and Address of Reporting Person <u>*</u> FOWKE BENJAMIN G S III			2. Issuer Name <b>and</b> 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)				
414 NICOLLET MALL			02/17/2015 -					_X_ Director 10% Owner _X_ Officer (give title Other (specify below) Chairman, President and CEO				
	(Street)			endment, D onth/Day/Yea	Date Original ar)		А	. Individual or Join pplicable Line) X_ Form filed by Or		-		
MINNEA	POLIS, MN 5540	1					P	Form filed by Mo erson	ore than One Rep	porting		
(City)	(State)	(Zip)	Tal	ole I - Non-	Derivative Secu	ırities	Acqui	red, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Month/Day/Year) 2A. Deemed Execution Date (Month/Day/Year) 2A. Deemed Execution Date, any (Month/Day/Year)		Date, if	Code (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership			
Common				Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Stock	02/17/2015			А	146,805.82	А	\$0	405,824.703	D			
Common Stock	02/17/2015			F	62,817.82	D	\$ 35	343,006.883 (1)	D			
Common Stock								1,823.008 (2)	Ι	401(k)		

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

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## number.

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative2.Derivative SecurityConversion or Exercise(Instr. 3)Price of Derivative Security		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	ate	Amou Under Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
Repor	rting O	wners		Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

<b>Reporting Owner Name / Address</b>	Relationships							
L O	Director	10% Owner	Officer	Other				
FOWKE BENJAMIN G S III 414 NICOLLET MALL MINNEAPOLIS, MN 55401	Х		Chairman, President and CEO					
Signatures								
Tara M. Heine, Attorney in Fact for Benjamin G.S. Fowke III			02/19/2015					

\*\*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) A fractional share interest was sold in connection with the vesting of the award. This amount also includes 49.90 shares of stock acquired pursuant to reinvestment of dividends.
- (2) Shares held in the Xcel Energy Stock Fund under the Xcel Energy 401(K) Savings Plan as of the most recent plan statement (Jan. 15, 2015).

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.