Edgar Filing: XCEL ENERGY INC - Form 4

VCEL ENERCY INC

Form 4	GT INC										
February 19, 5 FORM Check this if no longe subject to Section 16 Form 4 or Form 5 obligation	Was	hington, GES IN I SECUR	D.C. 205 BENEFI ITIES e Securitio	49 CIAI es Ex	COMMISSION NERSHIP OF e Act of 1934, f 1935 or Sectio	OMB Number: Expires: Estimated a burden hou response	rs per				
may contin <i>See</i> Instruct 1(b).		30(h)	of the Inv	vestment	Company	Act	of 194	40			
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> Eves David L			2. Issuer Name and Ticker or Trading Symbol XCEL ENERGY INC [XEL]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	iddle)	3. Date of Earliest Transaction				(Chec	k all applicable	e)		
1800 LARIMER STREET			(Month/Day/Year) 02/17/2015					Director 10% Owner X Officer (give title Other (specify below) below) President, PSCO			
	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 					
DENVER, C	O 80202							Person		porting	
(City)	(State) (Z	Zip)	Table	e I - Non-Do	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	any		ned n Date, if Day/Year)	3.4. SecuritTransaction(A) or DisCode(D)(Instr. 8)(Instr. 3, 4)		sposed of 4 and 5) (A)		Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	02/17/2015			А	258.28	А	\$0	61,717.903	D		
Common Stock	02/17/2015			F	258.28	D	\$ 35	61,459.628 (1)	D		
Common Stock								7,002.174 (2)	I	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 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. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)				8. Pr Deri Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	\$ 0 <u>(3)</u>	02/17/2015		А	10,684	(4)	(4)	Common Stock	10,684	6

Reporting Owners

Reporting Owner Name / Address	Relationships						
i o	Director	10% Owner	Officer	Other			
Eves David L 1800 LARIMER STREET DENVER, CO 80202			President, PSCO				
Signatures							
Tara M. Heine, Attorney in Fac Eves	ct for Dav	vid L.	02/19/2015				

**Signature of Reporting Person

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).

Date

- (1) 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 (Jan. 15, 2015).
- (3) Security converts to common stock on a one-for-one basis.
- (4) Phantom stock representing long-term incentive award payments deferred into the Xcel Energy Deferred Compensation Plan that are held in the Xcel Energy common stock fund and are payable in shares of Xcel Energy common stock upon distribution.

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.