Edgar Filing: XCEL ENERGY INC - Form 4

XCEL ENERGY	INC										
Form 4 March 30, 2015											
March 30, 2015									PPROVAL		
	SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					N OMB Number:	3235-0287				
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations	F CHAN	NGES IN SECUI	Estimated burden hoi response	Estimated average burden hours per response 0.5							
obligations may continue. See InstructionSection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 19401(b).30(h) of the Investment Company Act of 1940											
(Print or Type Respondent	nses)										
1. Name and Address of Reporting Person <u>*</u> Williams Kim			2. Issuer Name and Ticker or Trading Symbol XCEL ENERGY INC [XEL]				5. Relationship o Issuer	5. Relationship of Reporting Person(s) to Issuer			
							(Check all applicable)				
(Last) (First) (Middle) 414 NICOLLET MALL			3. Date of Earliest Transaction (Month/Day/Year) 03/27/2015			X_ Director 10% Owner Officer (give title Other (specify below) below)					
(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 							
MINNEAPOLIS	, MN 55401						Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	ansaction Date th/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Dispose (Instr. 3	d (A) or d of (D) , 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 Beneficial Ownership (Instr. 4)		
Reminder: Report on	a separate line	e for each cla	ass of sect	urities bene	Pers infor requ	ons who res mation con ired to resp lays 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		

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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>	03/27/2015	А		874.636		(2)	(2)	Common Stock	874.636

Reporting Owners

Reporting Owner Name / Address	Relationships						
I. O. T.	Director	10% Owner	Officer	Other			
Williams Kim 414 NICOLLET MALL MINNEAPOLIS, MN 55401	Х						
Signatures							
Tara M. Heine, Attorney in fac Williams	t for Kim		03/30	/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) 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.
- (3) Includes 423.247 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.