XCEL ENERGY INC

Form 4

December 29, 2009

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

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obligations may continue. See Instruction

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

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person * SAMPSON A PATRICIA

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

XCEL ENERGY INC [XEL]

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

(Month/Day/Year) Execution Date, if

3. Date of Earliest Transaction

X_ Director 10% Owner

(Check all applicable)

3385 SYCAMORE LANE

(Month/Day/Year) 12/28/2009

Officer (give title Other (specify below)

6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

D

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

PLYMOUTH, MN 55441

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially (D) or Owned Following

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

Reported (A)

Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

Common Stock

Security

(Instr. 3)

1,703.07 (1)

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Numb	er	6. Date Exer	cisable and	7. Title and A	Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	Transaction Derivative		Expiration Date		Underlying Securities		Deriva
Security	or Exercise		any	Code	Securities		(Month/Day/Year)		(Instr. 3 and 4)		Securi
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired	i					(Instr.
	Derivative				(A) or						
	Security				Disposed	l of					
					(D)						
					(Instr. 3,	4,					
					and 5)						
				Code V	(A)	(D)	Date	Expiration	Title	Amount	
					()	(2)	Exercisable	Date	11110	or	
							2.1010104010	24.0		Number	
										of	
										Shares	
										Situres	
Phantom	¢ o (2)	12/20/2000		٨	152.0		(3)	(3)	Common	152.0	¢ 01
Stock	\$ 0 (2)	12/28/2009		A	153.9		(3)	(3)	Stock	153.9	\$ 21

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting Owner Prainter Prautess	Director	10% Owner	Officer	Other			
SAMPSON A PATRICIA 3385 SYCAMORE LANE PLYMOUTH, MN 55441	X						

Signatures

Tara M. Heine, Attorney-in-fact for A. Patricia Sampson

12/29/2009

**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) Includes 20.93 shares of stock acquired pursuant to reinvestment of dividends.
- (2) Security converts to common stock on a one-for-one basis.
- (3) Shares of phantom stock are payable in shares of common stock following termination of reporting person's service. Partial shares are payable in cash.
- (4) Includes 837.55 shares of stock acquired pursuant to reinvestment of 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.

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