

COBB ALICE A
Form 4
May 22, 2007

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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. Name and Address of Reporting Person *
COBB ALICE A

2. Issuer Name and Ticker or Trading Symbol
PNM RESOURCES INC [PNM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
ALVARADO SQUARE, MS - 2850

3. Date of Earliest Transaction (Month/Day/Year)
05/21/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

SR VP, PEOPLE SRV

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

ALBUQUERQUE, NM 87158

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 05/21/2007 | | M | | 3,051 | A | \$ 20.84 |
| Common Stock | 05/21/2007 | | S | | 3,051 | D | \$ 31.06 |
| Common Stock | 05/21/2007 | | M | | 9,324 | A | \$ 27.52 |
| Common Stock | 05/21/2007 | | S | | 9,324 | D | \$ 31.06 |
| Common Stock | 05/21/2007 | | M | | 4,662 | A | \$ 24.06 |

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Common Stock 05/21/2007 S 4,662 D \$ 31.06 25,113 D

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Options | \$ 20.84 ⁽¹⁾ | 05/21/2007 | | M | 3,051 | 02/16/2005 ⁽²⁾ 02/16/2014 ⁽³⁾ | Common Stock 3,051 |
| Stock Options | \$ 27.52 ⁽¹⁾ | 05/21/2007 | | M | 9,324 | 05/17/2006 ⁽²⁾ 05/17/2015 ⁽³⁾ | Common Stock 9,324 |
| Stock Options | \$ 24.06 ⁽¹⁾ | 05/21/2007 | | M | 4,662 | 02/13/2007 ⁽²⁾ 02/13/2016 ⁽³⁾ | Common Stock 4,662 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|----------------------------------|
| | Director 10% Owner Officer Other |
| COBB ALICE A ALVARADO SQUARE MS - 2850 ALBUQUERQUE, NM 87158 | SR VP, PEOPLE SRV |

Signatures

Alice A. Cobb 05/22/2007
 **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) Based on the closing price on the date of the grant.
- (2) The options vest in three equal annual installments beginning 02/13/07.
- (3) The options expire 10 years from grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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