Edgar Filing: XCEL ENERGY INC - Form 4

XCEL ENE Form 4												
September 2	ЛЛ								PPROVAL			
	UNITED	STATES					E COMMISSIO	NOMB Number:	3235-0287			
Check th if no lon subject to Section Form 4 Form 5 obligation may cort <i>See</i> Insta 1(b).	section 17(Washington, D.C. 20549 Number: 3235-026 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Lanuary 3 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 Number: 3235-026										
(Print or Type	Responses)											
1. Name and Address of Reporting Person <u>*</u> OBRIEN RICHARD T			Symbol	er Name an ENERG			5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (Middle)		of Earliest 7		LL)	(Che	neck all applicable)				
2376 S. LAFAYETTE STREET			(Month/Day/Year) 09/27/2013				X_ Director 10% Owner Officer (give title Other (specify below) below)					
DENVER,	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 							
(City)	(State)	(Zip)	Tab	la I Non	Dorivotivo	Socurities A	Person	of or Ronoficio	lly Ownod			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		ed Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4)	ies (A) or of (D)	5. Amount of	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect			
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	Perso inform requir	ns who res nation con red to resp ays a curre	or indirectly. spond to the colle tained in this forn 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>	09/27/2013	А		860.832		(2)	(2)	Common Stock	860.832

Reporting Owners

Reporting Owner Name / Address		Relationsh						
I B B B B B B B B B B B B B B B B B B B	Director	10% Owner	Officer	Other				
OBRIEN RICHARD T 2376 S. LAFAYETTE STREET DENVER, CO 80210	Х							
Signatures								
Tara M. Heine, Attorney in Fact for Richard T. O'Brien			09/27/2013					
**Signature of Reporting Pe	erson			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 95.606 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.