### Edgar Filing: XCEL ENERGY INC - Form 4

XCEL ENE Form 4 June 29, 201											
FORM Check th	<b>14</b> UNITED	STATES		RITIES A			COMMISSIO	• · · · •	PPROVAL 3235-0287 January 31,		
if no lon subject to Section 2 Form 4 c Form 5	ger 5 STATEN 16. 5r	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires: 2005 Estimated average burden hours per response 0.5		
Form 5 obligations may continue. See Instruction 1(b). 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 <u>*</u> SAMPSON A PATRICIA			2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer					
(Leet)	(First) (	(	XCEL ENERGY INC [XEL]				(Check all applicable)				
(Last) (First) (Middle) 3385 SYCAMORE LANE			3. Date of Earliest Transaction (Month/Day/Year) 06/28/2011			X_ Director 10% Owner Officer (give title Other (specify below) below)					
(Street) PLYMOUTH, MN 55402			4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>					
		(Zip)					Person				
(City) 1.Title of Security (Instr. 3)	(State) 2. Transaction Date (Month/Day/Year)	(Zip) 2A. Deemo Execution any (Month/Da	ed Date, if	3. Transactic Code (Instr. 8)	4. Securit A. Securit MAcquired Disposed (Instr. 3, 4) Amount	ies (A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
Reminder: Rep	port on a separate line	e for each cl	ass of sec	urities bene	Perso inform requir	ns who res nation cont red to resp nys a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not orm	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>	06/28/2011	А		136.927		(2)	(2)	Common Stock	136.927

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh							
Teporong o whore reader of	Director	10% Owner	Officer	Other					
SAMPSON A PATRICIA 3385 SYCAMORE LANE PLYMOUTH, MN 55402	Х								
Signatures									
Tara M. Heine, Attorney in fact Sampson	atricia		06/29/2011						
<u>**</u> Signature of Reporting			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.

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.