## Edgar Filing: Koehl Dennis L - Form 4

Form 4	s L								
June 19, 2012									
FORM	<b>4</b> UNITED	STATES	SECU	RITIES A	AND EX	CHANGE	E COMMISSIO		PPROVAL
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287
Check thi if no long	or								
In the longer subject to Section 16.STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIESForm 4 or Form 5Filed pursuant to Section 16(a) of the Securities Exchange Act of 19								Estimated burden hou response	urs per
obligation may conti <i>See</i> Instru 1(b).	<sup>ns</sup> Section 17(	a) of the l	Public U	Itility Hol	ding Co		t of 1935 or Secti		
(Print or Type R	Responses)								
1. Name and A Koehl Denn	2. Issuer Name <b>and</b> Ticker or Trading Symbol XCEL ENERGY INC [XEL]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (	Middle)		of Earliest T	-	-	(Cho	eck all applicabl	e)
414 NICOL	(Month/Day/Year) 06/15/2012				Director 10% Owner X Officer (give title Other (specify below) below) Senior VP & CNO				
	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>					
	DLIS, MN 55401						Person	More than One R	eporting
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	Disposed (Instr. 3,	(A) or of (D)	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)
Demind D		f							
Keminder: Rep	ort on a separate line	e for each cl	ass of sec	urities bene	-	-	or indirectly. spond to the colle	ection of	SEC 1474
					inforı requi	mation con red to resp ays a curre	tained in this forn ond unless the fo ntly valid OMB co	n are not rm	(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	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	Deri
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	Price of Derivative Security	(	(Month/Day/Year)	(Instr. 8)	Acquired ( or Dispose (D) (Instr. 3, 4 and 5)	ed of					(Inst
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	\$ 0	06/15/2012		А	32.112		<u>(1)</u>	(1)	Common Stock	32.112	\$ 2

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Koehl Dennis L 414 NICOLLET MALL MINNEAPOLIS, MN 55401			Senior VP & CNO				
Signatures							

Tara M. Heine, Attorney in Fact for Dennis L. Koehl

**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) Shares of phantom stock are payable in cash following termination of reporting persons employment.

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.

06/19/2012

Date