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XCEL ENERGY INC

Form 4

November 19, 2002

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

(X) Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Paul E. Pender

800 Nicollet Mall

MN, Minneapolis 55402

- Issuer Name and Ticker or Trading Symbol Xcel Energy Inc. (XEL)
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Year

11/15/2002

- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)

Vice President and Treasurer

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

1. Title of Security	2. 3. 4.Securities A Transaction or Disposed 	-	5.Amount of Securities Beneficially Owned at
	Date Code V Amount	D	Price End of Month
Common	1 1 1	1 1	6192.233

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

1.Title of Derivative	2.Con-	13.	4.	5.Numbe	r of De	e 6.Date Exer 7	.Title and Amount	8.P
Security	version	Trans	saction	rivati	ve Secu	cisable and	of Underlying	of
	or Exer			rities	Acqui	Expiration	Securities	vat
	cise			red(A)	or Dis	Date(Month/		Sec
	Price of			posed	of(D)	Day/Year)		rit
	Deriva-			1		Date Expir		
	tive			1	A	//Exer- ation	Title and Number	1
	Secu-			1	D	cisa- Date	of Shares	
	rity	Date	Code V	/ Amour	ıt	ble		

Phantom Stock | |11/15|A | |10 | A | | |Common |10 |9.4

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Explanation of Responses: