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Form 4 May 24, 2010											
									OMB APPROVAL		
FORM 4UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549Check this box if no longer subject to 								N OMB Number:	3235-0287		
								Estimated burden hou response	Estimated average burden hours per response 0.5		
(Print or Type Respo	onses)										
1. Name and Address of Reporting Person <u>*</u> Williams Kim			2. Issuer Name and Ticker or Trading Symbol XCEL ENERGY INC [XEL]				5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) 29 NEWMAN ROAD			3. Date of Earliest Transaction (Month/Day/Year) 05/20/2010			(Check all applicable) <u>X</u> Director Officer (give title 10% Owner below) Other (specify below)					
Filed(Month/Day/Year) Applicable Line) _X_Form filed byForm filed byFOR filed by						One Reporting P	int/Group Filing(Check One Reporting Person Lore than One Reporting				
	(State)	(Zip)				~ ••	Person				
1.Title of 2. Tr	ansaction Date hth/Day/Year)	2A. Deemo	ed Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3,	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: Report of	n a separate line	e for each cl	ass of sect	urities bene	Perso inforr requi	ons 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	Transaction	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		

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>	05/20/2010	А		5,747.13		(2)	(2)	Common Stock	5,747.13

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Williams Kim 29 NEWMAN ROAD NEWBURY, MA 01951	Х							
Signatures								
Tara M. Heine, Attorney in fac Williams		05/24	/2010					
<u>**</u> Signature of Reporting Pe		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 reporting person's service. Partial shares are payable in cash.
- (3) Includes 36.547 shares of stock acquired pursuant to reinvestment of 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.