Poferl Judy M. Form 4 November 10, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 Fi obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Poferl Judy M. Issuer Symbol XCEL ENERGY INC [XEL] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify X_ Officer (give title 414 NICOLLET MALL 11/08/2011 below) President & CEO, NSPM (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

MINNEAPOLIS, MN 55401

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi onor Dispo (Instr. 3,	sed of	` ′	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)
Common Stock	11/08/2011		M	7,800	A	\$ 25.9	20,582.293	D	
Common Stock	11/08/2011		S	7,800	D	\$ 26.2486 (1)	12,782.293 (2)	D	
Common Stock							3,926.699 (3)	I	401K

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form SEC 1474 (9-02)

X Form filed by One Reporting Person ____ Form filed by More than One Reporting

Person

Edgar Filing: Poferl Judy M. - Form 4

displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 25.9	11/08/2011		M	7,800	<u>(4)</u>	12/12/2011	Common Stock	7,800

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Poferl Judy M.

414 NICOLLET MALL MINNEAPOLIS, MN 55401 President & CEO, NSPM

Signatures

Tara M. Heine, Attorney in Fact for Judy M. Poferl

11/10/2011

**Signature of Reporting Person

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).
- Price is the volume weighted average selling price of all purchases by the reporting person on the transaction date. Actual prices ranged (1) from 26.24 to 26.26. The reporting person hereby undertakes to provide upon request of the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (2) Includes 394.551 shares of stock acquired pursuant to reinvestment of dividends.
- Between March 2, 2011 and November 8, 2011, the reporting person acquired approximately 117.925 shares of Xcel Energy common
- (3) stock under the Xcel Energy 401(k) Savings Plan. The information in this report is based on a plan statement dated as of November 8, 2011
- (4) The option vested in three equal installments on December 12, 2002, 2003, 2004.

Reporting Owners 2

Edgar Filing: Poferl Judy M. - Form 4

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.