

Edgar Filing: PINNACLE WEST CAPITAL CORP - Form 4

PINNACLE WEST CAPITAL CORP

Form 4

May 10, 2001

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| -----<br>FORM 4<br>-----   | -----<br>OMB APPROVAL<br>-----   |
| [ ] Check this box if no longer<br>subject to Section 16. Form 4<br>or Form 5 obligations may<br>continue. See Instruction 1(b). | OMB Number 3235-0287<br>Expires: December 31, 2001<br>Estimated average burden<br>hours per response..... 0.5<br>----- |

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
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(f) of the  
Investment Company Act of 1940

=====

1. Name and Address of Reporting Person\*

Davis                      Jack                      E.  
-----  
(Last)                      (First)                      (Middle)

400 North Fifth Street  
-----  
(Street)

Phoenix                      Arizona                      85004  
-----  
(City                      (State)                      (Zip)

=====

2. Issuer Name and Ticker or Trading Symbol

Pinnacle West Capital Corporation (PNW)  
=====

3. IRS Or Social Security  
Number of Reporting  
Person (Voluntary)

=====

4. Statement for Month/Year

April 2001  
=====

5. If Amendment, Date of Original (Month/Year)

=====

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

[X] Director                      [ ] 10% Owner  
[X] Officer (give title below)                      [ ] Other (specify below)

President  
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=====

7. Individual or Joint/Group Filing (Check Applicable Line)

[X] Form filed by One Reporting Person

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[ ] Form filed by More than One Reporting Person

Form 4 (continued)

TABLE I--NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

| 1. Title of Security<br>(Instr. 3) | 2. Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3. Trans-<br>action<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned at<br>End of Month<br>(Instr. 3 and 4) | 6. Owner-<br>ship<br>Form:<br>Direct<br>(D) or<br>Indire<br>(Instr |
|------------------------------------|---|---|---|--|--|
|                                    |   | Code V                                    | Amount (A) or (D) Price   |  |  |
| Common Stock                       | 4-24-01   | M   | 1,948 A \$27.16   |  |  |
| Common Stock                       | 4-24-01   | F   | 4,719** D \$49.15   |  |  |
| Common Stock                       | 4-25-01   | M   | 1,172 A \$34.65   |  |  |
| Common Stock                       | 4-25-01   | F   | 4,662** D \$50.00   | 33,535   | D  |
| Common Stock                       |   |   |   | 5,336  | I  |

\*\* The minimum amount of shares were sold solely for the purpose of meeting tax withholding requirements. Mr. Davis retained all other shares received upon the noted option exercise.

Table II--DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative<br>Security (Instr. 3) | 2. Conver-<br>sion or<br>Exercise<br>Price of<br>Derivative<br>Security | 3. Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 4. Transac-<br>tion<br>Code<br>(Instr. 8) | 5. Number of Derivative<br>Securities Acquired<br>(A) or Disposed<br>of (D) (Instr. 3,4, and 5) |
|---|---|---|---|---|
|   |   |   | Code V                                    | (A) (D)   |
| Employee Stock<br>Option (Right to Buy)       | \$27.16   | 4-24-01   | M   | 6,667   |
| Employee Stock<br>Option (Right to Buy)       | \$34.65   | 4-25-01   | M   | 5,834   |

| 6. Date Exer-<br>cisable and<br>Expiration<br>Date (Month/<br>Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Price<br>of<br>Deriv-<br>ative<br>Security<br>(Instr.5) | 9. Number<br>of Deriv-<br>ative<br>Securities<br>Bene-<br>ficially<br>Owned at<br>End of Month<br>(Instr. 4) | 10. Owner-<br>ship<br>Form of<br>Deriv-<br>ative<br>Security:<br>Direct (D)<br>or Indirect<br>(I) (Instr.4) | 11. Nature<br>of<br>Indirect<br>Benefi-<br>cial<br>Owner-<br>ship<br>(Instr.4) |
|---|---|--|--|---|--|
| Date Exer-<br>cisable<br>Date   | Title<br>Amount or<br>Number of<br>Shares                           |  |  |   |  |
|   | Common  |  |  |   |  |

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|       |          |                 |       |        |   |
|-------|----------|-----------------|-------|--------|---|
| (1)   | 3-22-10  | Stock           | 6,667 | 13,333 | D |
| ----- |          |                 |       |        |   |
| (2)   | 11-17-09 | Common<br>Stock | 5,834 | 11,666 | D |
| ----- |          |                 |       |        |   |
| ===== |          |                 |       |        |   |

Explanation of Responses:

- (1) The option became exercisable 1/3 of the grant per year commencing 3-22-01.
- (2) The option became exercisable 1/3 of the grant per year commencing 11-17-00.

|                                 |         |
|---------------------------------|---------|
| Jack E. Davis                   | 5-10-01 |
| -----                           | -----   |
| **Signature of Reporting Person | Date    |
| Jack E. Davis                   |         |

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.