#### FROETSCHER DANIEL T

Form 4

February 21, 2013

# FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

**OMB APPROVAL** 

Estimated average response...

burden hours per

Form 4 or Form 5 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 * FROETSCHER DANIEL T			Symbol PINNA	2. Issuer Name and Ticker or Trading Symbol PINNACLE WEST CAPITAL CORP [PNW]			5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) (First) (Middle)			,	3. Date of Earliest Transaction (Month/Day/Year)			titleX_ Othe			
	400 N. FIFT		02/19/2013			below) below) VP, Energy Delivery, APS				
(Street)			4. If Ame	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			Filed(Mor	Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
	PHOENIX,	AZ 85004								
	(City)	(State)	(Zip) Tabl	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially						
	1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature o		
	Security	(Month/Day/Year)	Execution Date, if	Transacti	on(A) or Disposed of (D)	Securities	Form: Direct	Indirect		
	(Instr. 3)		any	Code	(Instr. 3, 4 and 5)	Beneficially	(D) or	Beneficial		
			(Month/Day/Year)	(Instr. 8)		Owned	Indirect (I)	Ownership		
						Following	(Instr. 4)	(Instr. 4)		
						Reported				

1.Title of	2. Transaction Date	2A. Deemed	3. 4. Securities Acquired 5		5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	Transactio	ransaction(A) or Disposed of (D)			Securities	Form: Direct	Indirect
(Instr. 3)		any	Code				Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
				(A)			Reported		
					(A) or		Transaction(s)		
			Code V	Amount		Price	(Instr. 3 and 4)		
Common	02/19/2013		A	2,096	Α	\$ 0 (1)	10,627	D	
Stock	02/17/2013		11	(1)	11	Ψ U <u>···</u>	10,027	D	
Common						\$			
Stock	02/19/2013		$F^{(2)}$	1,035	D	54.98	9,592	D	
Stock						37.70			
Common	02/19/2013		A	282 (3)	٨	\$ 0 (3)	0.874	D	
Stock	02/19/2013		А	202 (4)	A	\$ U <u>C</u>	9,074	D	
Common						¢			
Common	02/19/2013		$F^{(2)}$	128	D	ъ 54.98	9,746	D	
Stock						34.98			
Common							1	T	by wife's
Stock							1	I	401(k)
~									(11)

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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 displays a currently valid OMB control number.

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 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 of 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)		8. Pr Deriv Secu (Instr
				Code V	,	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(4)</u>	02/19/2013		A	1,640	<u>(5)</u>	<u>(5)</u>	Common Stock	1,640	\$

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FROETSCHER DANIEL T 400 N. FIFTH STREET PHOENIX, AZ 85004

VP, Energy Delivery, APS

## **Signatures**

/s/ Diane Wood,

Attorney-in-Fact 02/21/2013

\*\*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).
- (1) Shares acquired upon the vesting of a portion of the performance shares granted in 2010.
- (2) Shares retained by the Company for the purpose of meeting tax withholding requirements. The recipient retained all other shares.
- (3) Represents shares of common stock received by the individual in settlement of dividend rights that vested in connection with the performance shares that vested on February 19, 2013.
- (4) Each Restricted Stock Unit represents a contingent right to receive the economic equivalent of one share of the Company's common stock. The Restricted Stock Units will be settled, at the reporting person's election, in shares of common stock or 50% in common stock

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and 50% in cash.

(5) The Restricted Stock Units vest and will be settled in four equal, annual installments beginning on February 20, 2014.

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