Edgar Filing: PETERSON RALPH R - Form 4

PETERSON RALPH R Form 4 May 31, 2005							
FORM 4 Check this box if no longer subject to Section 16. Form 4 or Form 4 or	MENT OF C	ECURITIES AND EXCHANGE Washington, D.C. 20549 CHANGES IN BENEFICIAL OV SECURITIES	OMB APPROVAL OMB 3235-0287 Number: January 31, 2005 Estimated average burden hours per response 0.5				
Form 5 obligations may continue. See Instruction 1(b). 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 (Print or Type Responses)							
1. Name and Address of Reporting Person <u>*</u> PETERSON RALPH R		2. Issuer Name and Ticker or Trading ymbol CEL ENERGY INC [XEL]	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) 9191 SOUTH JAMAICA S	(N	Date of Earliest Transaction Month/Day/Year) 5/26/2005	(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> 0ther (specify below)				
(Street) ENGLEWOOD, CO 80112	Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City) (State)	(Zip)	Table I - Non-Derivative Securities A	Person cauired. Disposed of.	or Beneficially Owned			
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/Y	3.4. Securitiesate, ifTransactionAcquired (A) or CodeCodeDisposed of (D)	5. Amount of 6. Securities For Beneficially (D Owned (I)	Ownership 7. Nature of orm: Direct Indirect or Indirect Beneficial			
Reminder: Report on a separate lin	e for each class	information cont required to respo	or indirectly. pond to the collecti ained in this form a ond unless the form ntly valid OMB conti	re not (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	TransactionDerivative		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		

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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>	05/26/2005	А		2,915.51		(2)	(2)	Common Stock	2,915.51

Reporting Owners

Reporting Owner Name / Address	ixelutionship 6					
	Director	10% Owner	Officer	Other		
PETERSON RALPH R 9191 SOUTH JAMAICA STREET ENGLEWOOD, CO 80112	Х					
Signatures						
Carol J. Peterson, Attorney-in-Fact fro Ralph R. Peterson			05/31/2005			
**Signature of Reporting Perso	n			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).

Relationships

- (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 82.84 shares 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.