

PNM RESOURCES INC

Form 4

November 16, 2011

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
PACHECO MANUEL T

(Last) (First) (Middle)

1401 E MISSOURI AVE

(Street)

PHOENIX, AZ 85014

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
PNM RESOURCES INC [PNM]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/16/2011

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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	11/16/2011		M	V Amount (A) or (D) \$ 14.65 (1)	18,307	D	
Common Stock	11/16/2011		M	667 A (1)	18,974	D	
Common Stock	11/16/2011		M	334 A (1)	19,308	D	
Common Stock	11/16/2011		S	1,050 D \$ 18.52	18,258	D	
Common Stock	11/16/2011		S	667 D \$ 18.52	17,951	D	
	11/16/2011		S	334 D \$ 18.52	17,257	D	

Common  
Stock

Common					\$		
Stock	11/16/2011	S	2,000	D	18,4994	15,257	D
					<u>(2)</u>		

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. Transaction 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. Amount or Number of Shares	9. Cost or Other Value
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Options	\$ 14.65 <u>(1)</u>	11/16/2011		M		<u>(3)</u>	05/28/2018	Common Stock	1,050 \$
Stock Options	\$ 9.43 <u>(1)</u>	11/16/2011		M		<u>(3)</u>	05/19/2019	Common Stock	667 \$
Stock Options	\$ 12.71 <u>(1)</u>	11/16/2011		M		<u>(3)</u>	05/18/2020	Common Stock	334 \$

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
PACHECO MANUEL T 1401 E MISSOURI AVE PHOENIX, AZ 85014	X

## Signatures

Jim S. Acosta, POA for Manuel T. Pacheco	11/16/2011
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\*\*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) Based on the closing price on the date of the grant.

(2) Reflects the sale of vested stock

(3) The options vest in three equal annual installments from grant date of issuance.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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