XCEL ENERGY INC Form POS AMC December 01, 2003

Table of Contents

File No. 70-10152

As filed with the Securities and Exchange Commission on December 1, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 2 TO

FORM U-1

APPLICATION-DECLARATION
UNDER
THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

Xcel Energy Inc.

800 Nicollet Mall Minneapolis, Minnesota 55402

NRG Energy, Inc.

901 Marquette Avenue Suite 2300 Minneapolis, MN 55402-3265

NRG Power Marketing, Inc.

c/o NRG Energy, Inc. 901 Marquette Avenue Suite 2300 Minneapolis, MN 55402-3265

(Name of company filing this statement and address of principal executive offices)

Xcel Energy Inc.

800 Nicollet Mall Minneapolis, Minnesota 55402

(Name of top registered holding company parent)

TABLE OF CONTENTS

ITEM6. Exhibits and Financial Statements

SIGNATURE

EX-B-10 Confirmation Order

Table of Contents

The Commission is requested to send copies of all notices, orders and communications in connection with this Application-Declaration to:

Gary R. Johnson
Vice President and General Counsel
Xcel Energy
800 Nicollet Mall
Minneapolis, Minnesota 55402

Phone: 612-215-4505 Fax: 612-215-4501

Peter D. Clarke Debra J. Schnebel Jones Day 77 West Wacker, Suite 3500 Chicago, Illinois 60601-1692 Phone: 312-782-3939 Scott J. Davido NRG Energy, Inc. 901 Marquette Avenue Suite 2300 Minneapolis, MN 55402-3265 Phone: 612-373-5300 Fax: 612-373-5392

Mitchell F. Hertz Kirkland & Ellis 655 Fifteenth Street, N.W. Suite 1200 Washington, D.C. 20005 Phone: 202-879-5000

Fax: 312-782-7575 Fax: 202-879-5200

Table of Contents

This Post-Effective Amendment No. 2 to the Application-Declaration on Form U-1, amends the Application-Declaration on Form U-1 in File No. 70-10152, originally filed with the Securities and Exchange Commission on July 28, 2003, as amended on September 30, 2003 and on November 17, 2003, by filing the confirmation order issued by the Bankruptcy Court on November 24, 2003 as new Exhibit B-10:

ITEM 6	Exhibits and	Financial	Statements
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A. Exhibits

Exhibit No.	Description of Document
B-10	Confirmation Order
	1

Table of Contents

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, as amended, the Applicant has duly caused this Application to be signed on its behalf by the undersigned thereunto duly authorized.

Date: December 1, 2003

Xcel Energy Inc.

By: /s/ Gary R. Johnson

Gary R. Johnson Vice President and General Counsel

NRG Energy, Inc.

By: /s/ Scott J. Davido

Scott J. Davido Senior Vice President and General Counsel

NRG Power Marketing, Inc.

By: /s/ Scott J. Davido

Scott J. Davido Vice President and Secretary

1