

PINNACLE WEST CAPITAL CORP  
Form 8-K  
May 24, 2011

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

**FORM 8-K**  
**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 18, 2011**

Commission File Number	Exact Name of Registrant as Specified in Charter; State of Incorporation; Address and Telephone Number	IRS Employer Identification Number
1-8962	Pinnacle West Capital Corporation (an Arizona corporation) 400 North Fifth Street, P.O. Box 53999 Phoenix, AZ 85072-3999 (602) 250-1000	86-0512431

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

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- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.07. Submission of Matters to a Vote of Security Holders.**

Pinnacle West Capital Corporation held its Annual Meeting of Shareholders on May 18, 2011. The following items set forth in our Proxy Statement dated April 6, 2011, which was filed with the Securities and Exchange Commission pursuant to Regulation 14A under the Securities Exchange Act of 1934, were voted upon.

**Item 1.** The nominees listed below were elected directors with the respective votes set forth opposite their names:

	<b><u>FOR</u></b>	<b><u>NUMBER OF VOTES WITHHELD</u></b>	<b><u>BROKER NON-VOTES</u></b>
Edward N. Basha, Jr.	76,090,564	2,800,710	12,541,958
Donald E. Brandt	73,892,163	4,999,111	12,541,958
Susan Clark-Johnson	78,151,282	739,992	12,541,958
Denis A. Cortese, M.D.	78,241,890	649,384	12,541,958
Michael L. Gallagher	61,830,244	17,061,030	12,541,958
Pamela Grant	76,047,544	2,843,730	12,541,958
Roy A Herberger, Jr., Ph.D.	75,972,115	2,919,159	12,541,958
Dale E. Klein, Ph.D	78,235,671	655,603	12,541,958
Humberto S. Lopez	76,073,554	2,817,720	12,541,958
Kathryn L. Munro	70,294,496	8,596,778	12,541,958
Bruce J. Nordstrom	77,520,047	1,371,227	12,541,958
W. Douglas Parker	78,257,125	634,149	12,541,958

**Item 2.** Advisory vote on executive compensation as disclosed in the 2011 Proxy Statement:

<b><u>FOR</u></b>	<b><u>AGAINST</u></b>	<b><u>NUMBER OF VOTES ABSTENTIONS</u></b>	<b><u>BROKER NON-VOTES</u></b>
74,329,163	3,605,054	957,057	12,541,958

**Item 3.** Advisory vote on the frequency of advisory votes on executive compensation:

<b><u>1 YEAR</u></b>	<b><u>NUMBER OF VOTES</u></b>			<b><u>ABSTENTIONS</u></b>
<b><u>2 YEAR</u></b>	<b><u>3 YEAR</u></b>			
55,971,621	578,751	21,644,795	696,107	

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**Item 4.** Vote to ratify the appointment of Deloitte & Touche, LLP., as independent accountants for 2011 was approved, with the following votes cast:

	<b>NUMBER OF VOTES</b>			
<b><u>FOR</u></b>	<b><u>AGAINST</u></b>	<b><u>ABSTENTIONS</u></b>	<b><u>BROKER NON-VOTES</u></b>	
90,349,106	908,925	175,200	0	

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PINNACLE WEST CAPITAL CORPORATION  
(Registrant)

Dated: May 24, 2011

By:

/s/ James R. Hatfield  
James R. Hatfield  
Senior Vice President and Chief Financial  
Officer

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