

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:

| | <u>FOR</u> | <u>NUMBER OF VOTES WITHHELD</u> | <u>BROKER NON-VOTES</u> |
|--------------------------------|-------------------|--|--------------------------------|
| 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:

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

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

| <u>1 YEAR</u> | <u>NUMBER OF VOTES</u> | | | <u>ABSTENTIONS</u> |
|----------------------|-------------------------------|------------|---------|---------------------------|
| <u>2 YEAR</u> | <u>3 YEAR</u> | | | |
| 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:

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

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
