

PNM RESOURCES INC
Form 8-K/A
September 27, 2005

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

FORM 8-K/A

AMENDMENT NO. 2 TO

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest events reported) September 26, 2005
(June 6, 2005)

| Commission File Number | Name of Registrants, State of Incorporation, Address and Telephone Number | I.R.S. Employer Identification No. |
|-----------------------------------|---|---|
| 333-32170 | PNM Resources, Inc. (A New Mexico Corporation) Alvarado Square Albuquerque, New Mexico 87158 (505) 241-2700 | 85-0468296 |

(Former name, former address and former fiscal year, if changed since last report)

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 (17 CFR 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))
 - Pre-commencement communications pursuant to Rule 13e-4 (c) under the Exchange Act (17 CFR 240.13e-4(c))
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This Current Report on Form 8-K/A amends and supplements the Current Report on Form 8-K filed by PNM Resources, Inc. ("PNMR") on June 10, 2005 in connection with the acquisition of TNP Enterprises, Inc. and subsidiaries ("TNP"), which was completed on June 6, 2005. This Form 8-K/A is the second amendment; the first amendment to the June 10, 2005 Current Report on Form 8-K was filed by PNMR on August 1, 2005. The Current Report on Form 8-K dated June 10, 2005 is being amended to include the pro forma financial information, as of June 30, 2005, required by Item 9.01 (b).

Item 9.01 Financial Statements and Exhibits.

(b) Pro forma financial information.

The unaudited pro forma condensed combined financial statements of PNMR as of and for the six months ended June 30, 2005, which give effect to PNMR's acquisition of TNP, are attached as Exhibit 99.1.

(c) Exhibits:

| Exhibit Number | Description |
|-----------------------|--------------------|
|-----------------------|--------------------|

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|------|--|
| 99.1 | PNMR's Unaudited Pro Forma Condensed Combined Financial Statements as of and for the six months ended June 30, 2005. |
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SIGNATURE

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 thereunto duly authorized.

PNM RESOURCES, INC.

(Registrant)

Date: September 26, 2005

/s/ Thomas G. Sategna

Thomas G. Sategna

Vice President and Corporate Controller
(Officer duly authorized to sign this report)

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