

PINNACLE WEST CAPITAL CORP

Form 11-K

June 19, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 11-K

FOR ANNUAL REPORTS OF EMPLOYEE STOCK PURCHASE, SAVINGS
AND SIMILAR PLANS PURSUANT TO SECTION 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

For the fiscal year ended December 31, 2014

OR

TRANSITION REPORT PURSUANT TO 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

For the transition period from _____ to _____

Commission file number 1-8962

The Pinnacle West Capital Corporation Savings Plan
(Full title of the plan)

Pinnacle West Capital Corporation
(Name of issuer)

400 North Fifth Street
P.O. Box 53999
Phoenix, Arizona 85072-3999
(Address of issuer's principal executive office)

THE PINNACLE WEST CAPITAL CORPORATION SAVINGS PLAN

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NOTE: Supplemental schedules required by section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, other than the schedule listed above, are omitted because of the absence of the conditions under which they are required.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Investment Committee of
The Pinnacle West Capital Corporation Savings Plan
Phoenix, Arizona

We have audited the accompanying statements of net assets available for benefits of The Pinnacle West Capital Corporation Savings Plan (the "Plan") as of December 31, 2014 and 2013, and the related statement of changes in net assets available for benefits for the year ended December 31, 2014. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2014 and 2013, and the changes in net assets available for benefits for the year ended December 31, 2014, in conformity with accounting principles generally accepted in the United States of America.

The supplemental schedule of assets (held at end of year) as of December 31, 2014 has been subjected to audit procedures performed in conjunction with the audit of the Plan's financial statements. The supplemental schedule is the responsibility of the Plan's management. Our audit procedures included determining whether the supplemental schedule reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental schedule. In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, including its form and content, is presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. In our opinion, the schedule is fairly stated, in all material respects, in relation to the financial statements as a whole.

/s/ DELOITTE & TOUCHE LLP

Phoenix, Arizona
June 19, 2015

THE PINNACLE WEST CAPITAL CORPORATION SAVINGS PLAN
 STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
 AS OF DECEMBER 31, 2014 AND 2013

| | 2014 | 2013 |
|--|-----------------|-----------------|
| ASSETS: | | |
| Participant-directed investments: | | |
| Investments at fair value (Notes 2, 4, 5 and 6) | \$1,063,391,382 | \$1,059,391,861 |
| Receivables: | | |
| Notes receivable from participants | 25,642,627 | 25,174,262 |
| Participant contributions | 1,741,005 | 1,496,613 |
| Employer contributions | 528,680 | 458,425 |
| Interest and other | 787,266 | 1,047,002 |
| Total receivables | 28,699,578 | 28,176,302 |
| Total assets | 1,092,090,960 | 1,087,568,163 |
| LIABILITIES: | | |
| Payable for securities purchased | 1,361,480 | — |
| Accrued administrative expenses | 397,326 | 104,959 |
| NET ASSETS REFLECTING ALL INVESTMENTS AT FAIR VALUE | 1,090,332,154 | 1,087,463,204 |
| ADJUSTMENT FROM FAIR VALUE TO CONTRACT VALUE FOR FULLY BENEFIT- RESPONSIVE INVESTMENT CONTRACTS | (1,903,347 |) (1,495,140 |
| NET ASSETS AVAILABLE FOR BENEFITS | \$1,088,428,807 | \$1,085,968,064 |

See notes to financial statements.

THE PINNACLE WEST CAPITAL CORPORATION SAVINGS PLAN
 STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
 FOR THE YEAR ENDED DECEMBER 31, 2014

ADDITIONS:

| | |
|-------------------------|--------------|
| Contributions (Note 1): | |
| Participants | \$51,208,570 |
| Employer | 18,552,267 |
| Rollover | 3,738,887 |
| Total contributions | 73,499,724 |

| | |
|--|------------|
| Investment income (Note 2): | |
| Dividend, interest, and other income | 12,310,598 |
| Net realized/unrealized appreciation in fair value of investments (Note 5) | 60,372,490 |
| Total investment income | 72,683,088 |

| | |
|---|-----------|
| Interest income on notes receivable from participants | 1,066,118 |
|---|-----------|

| | |
|-----------------|-------------|
| Total additions | 147,248,930 |
|-----------------|-------------|

DEDUCTIONS:

| | |
|-------------------------------|-------------|
| Distributions to participants | 142,318,512 |
| Administrative expenses | 2,469,675 |
| Total deductions | 144,788,187 |

| | |
|------------------------|-----------|
| INCREASE IN NET ASSETS | 2,460,743 |
|------------------------|-----------|

NET ASSETS AVAILABLE FOR BENEFITS:

| | |
|-------------------|-----------------|
| Beginning of year | 1,085,968,064 |
| End of year | \$1,088,428,807 |

See notes to financial statements.

THE PINNACLE WEST CAPITAL CORPORATION SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

1. DESCRIPTION OF THE PLAN

The following description of The Pinnacle West Capital Corporation Savings Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan sponsored by Pinnacle West Capital Corporation ("Pinnacle West" or the "Company"). The Plan is administered by two committees, the Benefits Administration Committee and the Investment Management Committee, appointed by the Pinnacle West Board of Directors (together, the "Committee"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). Effective April 1, 2013, the Plan changed its trustee and record keeper from State Street Bank and Trust Company and J.P. Morgan Retirement Plan Services, respectively, to Fidelity Management Trust Company ("Trustee").

The Trustee is the appointed investment manager of the Pinnacle West Stock Fund, which is an investment option in the Plan. As the appointed investment manager of this option the Trustee (1) manages the liquidity of the Pinnacle West Stock Fund and (2) accepts direction regarding the voting of shares held in the Pinnacle West Stock Fund for which no proxies are received. The portion of the Plan invested in the Pinnacle West Stock Fund is an Employee Stock Ownership Plan. To the extent set forth by the terms of the Plan, participants may exercise voting rights by providing instructions to the Trustee related to the number of whole shares of stock represented by the units of the Pinnacle West Stock Fund allocated to their accounts. The Investment Management Committee directs the Trustee on voting proxies received for shares of Pinnacle West common stock on routine matters (for those shares for which the Trustee does not receive participant directions).

Eligibility

Generally, as defined by the Plan, most active employees of Pinnacle West and its subsidiaries, including Arizona Public Service Company, El Dorado Investment Company and Bright Canyon Energy Corporation (collectively, the "Employer"), are eligible to participate in (1) the pretax, Roth 401(k), and after-tax features of the Plan immediately upon employment or, if later, their attainment of age 18 and (2) the matching feature on the first day of the month following their attainment of age 18 and completion of six months of service.

Contributions

The Plan allows participants to contribute up to 50% of their base pay as pretax contributions, Roth 401(k) contributions or after-tax contributions, provided that in no event can the combined total contributions made by any participant in any year exceed 50% of their base pay, or the limits imposed by the Internal Revenue Code. Eligible employees who do not affirmatively elect to participate or opt out of the Plan are automatically enrolled as soon as administratively possible after 60 days of employment. Employees automatically enrolled contribute 3% of their base pay as pretax contributions. The Plan also allows participants attaining the age of 50 before the end of the calendar year to make catch-up contributions in

accordance with Section 414(v) of the Internal Revenue Code. The maximum allowable pretax contribution (\$17,500 for 2014) and catch—up contribution (\$5,500 for 2014) may increase in future years as determined annually by the Internal Revenue Service. Participants may elect to set their pretax contributions to increase automatically on an annual basis based on the percent increase and effective date designated by the participant, up to the maximum limits permitted under the Plan and the Internal Revenue Code.

Employer contributions are fixed at 75% of the first 6% of base pay for combined pretax and/or Roth 401(k) participant contributions (excluding catch-up contributions) for all participants other than employees hired prior to January 1, 2003 and who elected not to participate in the Retirement Account Balance feature of the Pinnacle West Capital Corporation Retirement Plan. Participants hired prior to January 1, 2003, and who elected not to participate in the Retirement Account Balance feature receive an Employer match of 50% on the first 6% of base pay contributed, in combination, as pretax and/or Roth 401(k) participant contributions (excluding catch-up contributions).

Employer contributions are invested in the same investment funds as participants elect for their participant contributions. Noncash contributions, if any, are recorded at fair value.

The Plan allows rollover contributions from other eligible retirement plans, including 401(k) or other qualified plans (including after-tax dollars), governmental 457(b) plans, Roth 401(k) accounts, 403(b) annuities (including after-tax dollars), or IRAs (excluding after-tax dollars), subject to certain criteria. Rollover contributions are not eligible for company match.

Participants may elect to receive dividends on Pinnacle West stock in their account in the form of cash. If a participant does not elect to receive the dividend in the form of cash prior to the dividend payable date for that dividend, it is automatically reinvested in the Pinnacle West Stock Fund.

Participant Accounts

Individual accounts are maintained for each Plan participant. Allocations of earnings and losses are based on participant account balances. Each participant has separate accounts that are credited with the participant's pretax, Roth 401(k), after-tax contributions, rollover contributions (if any), in-plan Roth conversions (if any), the Employer's matching contributions and an allocation of Plan earnings. Each participant's account is charged with withdrawals, an allocation of Plan losses and explicit recordkeeping and administrative fees (See Note 2). A dollar amount is deducted quarterly from each participant's account for the explicit recordkeeping and administrative fees. The benefit to which a participant is entitled is the portion of the participant's account that has vested, as defined below.

Investment Choices

Beginning May 30, 2014, the investment options available in the Plan changed and a number of different investment options became available, including target date retirement funds and new core funds. Participants direct their contributions into one or more of the following (collectively, the "Funds"):

- Age-based investment options ("Target Retirement Date Funds") that include:
- Retirement Income Fund
- Target Retirement 2010 Fund
- Target Retirement 2015 Fund
- Target Retirement 2020 Fund
- Target Retirement 2025 Fund
- Target Retirement 2030 Fund

- Target Retirement 2035 Fund
- Target Retirement 2040 Fund
- Target Retirement 2045 Fund
- Target Retirement 2050 Fund
- Target Retirement 2055 Fund
- Target Retirement 2060 Fund

- Core investment options that include:
 - Stable Value Fund
 - US Bond Index
 - Bond Fund
 - Diversified Inflation Fund
 - US Large Cap Stock Index
 - US Large Cap Stock Fund
 - US Small/Mid Cap Stock Index
 - US Small/Mid Cap Stock Fund
 - Non-US Stock Index
 - Non-US Stock Fund
 - Pinnacle West Stock Fund

The Plan provides that in lieu of making their own investment elections in the funds, participants may (a) choose to have an investment allocation set for them through the Plan's personal asset manager program, which provides a personalized mix of the Plan's Core investment options; (b) allow their balance to be invested in the Qualified Default Investment Alternative ("QDIA") which is the family of Target Retirement Date Funds (that are separately managed accounts) that are composed of the Core investment options; (c) establish a self-directed brokerage account ("SDA") to invest up to 90% of their vested account balance in permitted investments of the SDA (which excludes the Funds); or (d) participants may elect to have their investment mix of Funds automatically rebalanced according to their future investment elections on a quarterly, semiannual or annual basis.

Notes Receivable from Participants

Participants may borrow money from their pretax contributions account, Roth 401(k) contributions account, vested Employer contributions account, rollover contributions account (if any), and in-plan Roth conversions (if any). Participants may not borrow against their Employer transfer account or their after-tax contributions account.

The minimum participant loan allowed is \$1,000. The maximum participant loan allowed is 50% of the participant's vested account balance, up to \$50,000 reduced by the participant's highest outstanding loan balance in the 12-month period ending on the day before the loan is made. Only one loan per participant may be outstanding at any one time. Loan terms are up to five years or up to 15 years for the purchase of the participant's principal residence. An administrative fee is charged to the participant's account for each loan. Participants with an outstanding loan may continue to make loan repayments upon termination of employment with the Employer, unless they receive a full distribution of their account balance.

The interest rate for a participant loan is determined at the time the loan is requested and is fixed for the life of the loan. The interest rate will be at least as great as the interest rate charged by the Trustee to its individual clients for an unsecured loan on the date the loan is made. The Trustee currently charges interest at the prime interest rate plus one percent, determined as of the first business day of the month in which the loan is issued. The interest rate for loans issued during 2014 was 4.25%. Interest rates for outstanding loans as of

December 31, 2014 and 2013, ranged from 4.25% to 10.50%. As of December 31, 2014, participant loans have maturities through 2029.

Loans are treated as an investment of the participant's accounts. To fund the loan, transfers are made from the participant's investment funds on a pro-rata basis. Amounts credited to a participant's SDA are not available for a loan. Loan repayments are invested in the participant's investment funds based on the participant's current investment election or in the QDIA, if the participant does not have a current investment election in place. Loan repayments, including interest, are generally made through irrevocable payroll deductions. Loan repayments for former participants are made through the automated clearing house system. Loans are secured by the participant's account balance.

Vesting

Each participant is automatically fully vested in the participant's pretax contributions account, Roth 401(k) contributions account, after-tax contributions account, rollover contributions account (if any), in-plan Roth conversions (if any) (consisting of the participant's contributions and related income and appreciation or depreciation), Employer transfer account, and Employer contributions account (consisting of Employer contributions and related income and appreciation or depreciation). Former participants who terminated employment prior to April 1, 2006 were fully vested in their Employer contributions account if their termination was due to death or disability, was after attaining age 65, or was after completing five years of participation in the Plan. Former participants who terminated prior to April 1, 2006 and return to service after that date can complete the five year requirement by no later than March 31, 2016, based on a graduated vesting schedule with 100% vesting after five years of service.

Withdrawals and Distributions

A participant may at any time make a full or partial withdrawal of the balance in the participant's after-tax contributions account, rollover contributions account (if any), and in-plan Roth conversions (if any). No withdrawals prior to termination of employment are permitted from a participant's Employer transfer account. No withdrawals prior to termination of employment are permitted from the participant's pretax contributions account and Roth 401(k) contributions account, except under certain limited circumstances relating to financial hardship or after attaining age 59-1/2. If an employee withdraws pretax or Roth 401(k) contributions due to financial hardship, the only earnings on pretax contributions that can be withdrawn are those credited prior to January 1, 1989, and no earnings on Roth 401(k) contributions can be withdrawn. Employees taking a financial hardship are subsequently suspended from making contributions to the Plan for six months. Participants who have participated in the Plan for five complete Plan years may withdraw the amount in their Employer contributions account. Participants who are at least age 59-1/2 may withdraw any portion of their pretax contributions account, Roth 401(k) contributions account, rollover contributions account (if any), or in-plan Roth conversions (if any) while employed with no restrictions on the reason for withdrawal, and penalties do not apply. Amounts credited to a participant's SDA are not available for a withdrawal until transferred back into the Funds. When the participant's employment with the Employer is terminated, the participant can elect to receive a full or partial distribution, as soon as administratively possible, of the vested portion of their Employer contributions account together with the participant's contributions accounts and Employer transfer account.

Forfeitures

For former participants who terminated employment prior to April 1, 2006, forfeitures of non-vested Employer contributions occurred upon the earlier of full distribution following termination of employment with the Employer or the end of the fifth calendar year following the calendar year in which the participant

terminated employment. If a former participant who received a distribution and terminated service prior to full vesting at March 31, 2011, and retained non-vested funds in the plan, becomes re-employed prior to the end of the fifth calendar year following the calendar year in which the participant's earlier termination of employment occurred, the forfeited Employer contributions will be restored to the participant's Employer contribution account and they will earn additional service and be subject to the graduated vesting on these funds. Forfeitures will be restored only if the participant repays the full amount previously distributed to them within five years of their date of re-employment or, if earlier, the last day of the fifth calendar year following the calendar year in which the distribution occurred. As of March 31, 2016, all forfeitures will either be fully vested or used to reduce future Employer contributions to the Plan.

Termination of the Plan

It is the Company's present expectation that the Plan and the payment of Employer contributions will be continued indefinitely. However, continuance of any feature of the Plan is not assumed as a contractual obligation. The Company, at its discretion, may terminate the Plan and distribute net assets, subject to the provisions set forth in ERISA and the Internal Revenue Code, or discontinue contributions. In this event, the balance credited to the accounts of participants at the date of termination or discontinuance will be fully vested and nonforfeitable.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP").

New Accounting Standard

In May 2015, new guidance was issued that removes the requirements to categorize within the fair value hierarchy certain investments that are valued using net asset value as a practical expedient and removes other disclosure requirements relating to these investments. The Plan adopted this guidance during 2014 and has applied the guidance retrospectively to all periods presented. The adoption of this guidance modifies the Plan's fair value disclosures, but does not impact the Plan's Statement of Net Assets Available for Benefits or Statements of Changes in Net Asset Available for Benefits. See Note 6 for fair value disclosures.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires the Plan's management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Risks and Uncertainties

The Plan utilizes various investment instruments, including mutual funds, common and collective trusts, stocks, bonds, and a stable value fund. Investment securities, in general, are exposed to various risks, such as interest rate risk, credit risk, liquidity risk, and overall market volatility. Due to the level of risk associated with certain investment securities, it is possible that changes in the value of investment securities may occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

Investment Valuation

The Plan's investments are stated at fair value, less costs to sell, if those costs are significant. Fair value is the price that would be received upon the sale of an asset or the amount paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for fair value measurements and disclosures of the Plan's investments.

In accordance with GAAP, fully benefit-responsive investment contracts held in the Stable Value Fund are included at fair value in the statements of net assets available for benefits, and an additional line item is presented representing the adjustments from fair value to contract value. Contract value is the amount Plan participants would receive if they were to initiate permitted transactions under the terms of the Plan. The statement of changes in net assets available for benefits is presented on a contract value basis. (See Note 4).

Income Recognition

Purchases and sales of securities are recorded as of the trade date. Interest income is recorded on the accrual basis. Dividend income is recorded as of the ex-dividend date.

Administrative Expenses

Participants pay a quarterly Plan recordkeeping fee. Participants may also pay administrative fees for the origination of a loan or for other services provided by the Trustee. Participants pay investment, sales, recordkeeping and administrative expenses charged by the Funds, if any, which are deducted from income and reflected as a reduction of investment return for the Fund. Pinnacle West pays the remaining Plan administrative expenses, such as legal and trustee expenses of the Plan.

Management fees and operating expenses charged to the Plan for investments in mutual funds are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees are reflected as a reduction of investment return for such investments.

Notes Receivable From Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are recorded as distributions based on the terms of the Plan.

Payment of Benefits

Benefit payments to participants are recorded upon distribution. As of December 31, 2014 and 2013, there were no amounts allocated to accounts of persons who have elected to withdraw from the Plan, but have not yet been paid.

Excess Contributions Payable

The Plan is required to return contributions received during the Plan year in excess of the Internal Revenue Code limits.

3. FEDERAL INCOME TAX STATUS

GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service ("IRS"). Plan management has concluded that as of December 31, 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits by the IRS, however, there are currently no audits for any tax periods in progress. Plan management believes the Plan is no longer subject to income tax examinations for years prior to 2011.

The IRS has determined and informed the Company by a letter dated September 19, 2013, that the Plan was designed in accordance with applicable requirements of the Internal Revenue Code. The Company and the Plan's management believe that the Plan is currently designed and operated in compliance with the applicable requirements of the Internal Revenue Code, and the Plan and related trust continue to be tax-exempt. Accordingly, no provision for income taxes has been included in the Plan's financial statements.

4. INVESTMENT CONTRACTS

The Plan's Stable Value Fund invests in fully-benefit responsive synthetic guaranteed investment contracts ("GICs"). A synthetic GIC is an investment contract issued by an insurance company or other financial institution ("Wrap Agreement"), backed by a portfolio of bonds, mortgages, or other fixed income instruments that are owned directly by the fund. The contract provides for an interest crediting rate that may not be less than zero percent per annum. The realized and unrealized gains and losses on the underlying assets are not reflected immediately in the value of the contract, but rather are amortized, usually over the time to maturity or the duration of the underlying investments, through adjustments to the future interest crediting rate.

Primary variables impacting future interest crediting rates of the synthetic GICs include current yield of the assets within the contract, duration of the assets covered by the contract, and the existing difference between the market value and contract value of the assets within the contract. The Plan's GIC's interest crediting rates are reset on a monthly or quarterly basis. The crediting rate will track current market yields on a trailing basis. The rate reset allows the contract value of the wrapped portfolio to converge to the market value over time, assuming the portfolio market value continues to earn the current portfolio yield for a period of time equal to the current portfolio duration. The Wrap Agreement is intended to guarantee that qualified participant withdrawals will occur at contract value.

Certain events may limit the ability of the Plan to transact at contract value with the issuer. While the events may differ from contract to contract, the events typically include: Plan amendments or changes, company mergers or consolidations, participant investment election changes, group terminations or layoffs, implementation of an early retirement program, termination or partial termination of the Plan, failure to meet certain tax qualifications, participant communication that is designed to influence participants not to invest in the Stable Value Fund, transfers to competing options without meeting the equity wash provisions of the Stable Value Fund (if applicable), Plan sponsor withdrawals without the appropriate notice to the Stable Value Fund's investment manager and/or wrap contract issuers, any changes in laws or regulations that would result in substantial withdrawals from the Plan, and default by the Plan sponsor in honoring its credit obligations, insolvency, or bankruptcy if such events could result in withdrawals. In general, GIC issuers may terminate the contract and settle at other than contract value due to changes in the qualification status of the company or the Plan, breach of material obligations under the contract and misrepresentation by the contract holder, or failure of the underlying portfolio to conform to the pre-established investment guidelines. Plan management believes that the occurrence of such events that would cause the Plan to transact at less than contract value is not probable.

The Plan's GICs and their associated Wrap Agreements are included in the Statement of Net Assets Available for Benefits at fair value at December 31, 2014 and 2013 of \$159 million and \$145 million, respectively. See Note 6 for additional fair value details. Contract value of the fully-benefit responsive investment contracts was lower than fair market value at December 31, 2014 and 2013 by \$2 million and \$1 million, respectively.

The following table presents the average yield earned by the Plan's GICs for the year ended December 31, 2014 and 2013:

| | 2014 | 2013 | |
|--|-------|---------|---|
| Weighted average yield earned | 1.339 | % 0.947 | % |
| Weighted average yield credit to participants accounts | 1.463 | % 1.127 | % |

The weighted average yield earned is calculated as the sum of the weighted (by market value) yield to maturity for each holding.

The weighted average yield credit to participants accounts for each year is calculated as the weighted average of the following for each wrap contract: wrap contract book value multiplied by its crediting rate divided by the total portfolio book value.

5. INVESTMENTS

The fair value of individual investments representing five percent or more of the Plan's net assets available for benefits as of December 31, 2014 and 2013, were as follows:

| | 2014 | 2013 |
|--|---------------|---------------|
| SSgA S&P 500 Flagship Securities** | \$210,927,070 | \$198,262,084 |
| BlackRock US Debt Index NL | 106,378,045 | — |
| SSgA Global All Cap Equity NL | 103,068,070 | — |
| Pinnacle West Common Stock* | 93,510,720 | 91,073,685 |
| American Funds EuroPacific Growth Fund | 75,956,470 | 131,753,807 |
| SSgA Russell Small/Mid Cap Index NL | 68,558,657 | — |
| PIMCO Total Return Fund Inst. | — | 85,478,634 |
| SSgA Russell 1000 Growth Index** | — | 83,726,048 |
| BlackRock Value Opportunities | — | 55,163,210 |

* Permitted party-in-interest.

** Permitted party-in-interest through the date of transfer of April 1, 2013.

The Plan's investments (including gains and losses on investments purchased and sold, as well as held during the year) appreciated (depreciated) in value for the year ended December 31, 2014, as follows:

| | |
|---|--------------|
| Common and Collective Trusts | \$23,934,970 |
| Pinnacle West Stock Fund | 22,825,248 |
| Mutual Funds | 12,004,621 |
| Common Stocks | 1,830,248 |
| Self-Directed Brokerage Account | (222,597) |
| Net realized/unrealized appreciation in fair value of investments | \$60,372,490 |

6. FAIR VALUE MEASUREMENTS

The Plan applies fair value measurements to investments and provides disclosure of fair value of certain assets according to a fair value hierarchy. The hierarchy ranks the quality and reliability of the inputs used to determine fair values, which are then classified and disclosed in one of three categories. The three levels of the fair value hierarchy are:

Level 1 — Quoted prices in active markets for identical assets or liabilities. Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide information on an ongoing basis.

Level 2 — Quoted prices in active markets for similar assets or liabilities; quoted prices in markets that are not active; and model-derived valuations whose inputs are observable.

Level 3 — Model-derived valuations with unobservable inputs that are supported by little or no market activity.

Assets and liabilities are classified based on the lowest level of input that is significant to the fair value measurement. Valuation methodologies maximize the use of observable inputs and minimize the use of unobservable inputs. The Plan's assessment of the significance of a particular input to the fair value measurement requires judgment and may affect the valuation of fair value assets and liabilities and their placement within the fair value hierarchy levels. The Plan recognizes transfers among Level 1, Level 2, and Level 3 based on the fair values at the beginning of the period and are triggered by a change in the lowest significant input as of the end of the period. There were no transfers between the hierarchy levels during the years ended December 31, 2014 and December 31, 2013. Investments valued using net asset value as a practical expedient are not classified within the fair value hierarchy.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2014 and 2013.

Common and Collective Trusts: Valued, as a practical expedient, based on the trusts' net asset value of units held by the Plan at year-end. Net asset value is based on the market prices of the underlying securities owned by the trusts. The trusts are similar to mutual funds, except that the trusts' shares are offered to a limited group of investors and are not traded on an exchange. Participant redemptions in the trusts do not require a notification period, and may occur on a daily basis at the net asset value. The trusts have the ability to implement redemption safeguards which could limit the Plan's ability to transact in the trusts; these safeguards had no effect on participant redemptions at year-end, and are not expected to impact the abilities of

participants to transact in the trusts. The plan has no unfunded commitments to these trusts as of December 31, 2014. The investment strategies of these trusts are as follows:

US Equity Trusts:

SSgA S&P 500 Index Non-Lending Series Fund Class A - seeks to replicate the performance of the S&P 500 Index by investing in common stock of large-cap US companies.

SSgA Russell Small/Mid Cap Index Non-Lending Series Fund Class A - seeks to replicate the performance of the Russell Small Cap Completeness Index by investing in common stocks of small to mid-sized US companies.

William Blair Small/Mid Cap Growth Collective Fund - seeks long-term capital appreciation by primarily investing in common stocks of small and mid-cap US companies.

International Equity Trust:

SSgA Global All Cap Equity Ex US Index Non-Lending Series Fund Class A - seeks to replicate the performance of the MSCI ACWI ex USA IMI Index by investing in other collective investment trusts that hold equity investments in developing markets.

Fixed-Income Trust:

Blackrock US Debt Index Non Lending Fund M - seeks to replicate the Barclays US Aggregate Bond Index by investing in other collective investment trusts that hold fixed-income instruments.

Diversified Trust:

Principal Diversified Real Asset Collective Investment Trust Tier 2 - seeks a long-term total return in excess of inflation by investing in a mix of fixed-income instruments and common stock.

Mutual Funds: Valued and redeemable at the quoted net asset value of shares held by the Plan. The net asset value is based on the quoted price at the end of the day on the active market in which the individual funds are traded. Mutual funds are open-ended funds that are registered with the Securities and Exchange Commission.

Synthetic GICs: Fair value equals the fair value of the underlying assets, plus or minus the wrap contracts. The underlying assets consist primarily of fixed-income securities that are valued at the closing price reported on the market on which the securities are traded. The underlying fixed-income securities have observable prices and are considered Level 2 inputs. Underlying assets also consist of an investment in a common and collective bond trust that seeks to maximize total return in a manner consistent with the generation of current income, preservation of capital and reduced price volatility by investing in fixed income instruments. This common and collective trust is valued using net asset value as a practical expedient and is not classified within the fair value hierarchy. The wrap value represents an insignificant component of the overall investments valuation. The wrap contracts are Level 3 inputs; however, due to the immaterial nature of the wrap contracts, the synthetic GICs under-lying fixed-income securities are classified as Level 2 investments.

Common Stocks: Valued at the closing price reported on the active market on which the individual securities are traded.

Short-Term Investments: Consists primarily of mutual funds that seek to provide safety of principal, daily liquidity and a competitive yield by investing in US Government Securities, or money market funds. Valuation is based on the quoted net asset value of shares held by the Plan, consistent with the methodology for valuing mutual funds as discussed above.

Self-Directed Brokerage Account: Consists primarily of common stocks, cash equivalents, and mutual funds, which are managed directly by participants. Common stocks are valued at the closing price reported on the active market in which the individual security trades. Cash and cash equivalents are valued based on observable market prices. Mutual funds are valued at the quoted net asset value.

The following table presents the fair value of the Plan's investments as of December 31, 2014:

| | Quoted Price in Active Markets for Identical Assets (Level 1) | Significant Other Observable Inputs (Level 2) | Balance as of December 31, 2014 |
|--|--|---|------------------------------------|
| Common Stocks | \$58,330,839 | \$— | \$58,330,839 |
| Short-Term Investments | 13,929,016 | — | 13,929,016 |
| Mutual Funds: | | | |
| International Equity Funds | 75,956,470 | — | 75,956,470 |
| Fixed Income Funds | 46,033,754 | — | 46,033,754 |
| Synthetic GICs: | | | |
| US Government Fixed Income | — | 33,903,768 | 33,903,768 |
| Corporate Fixed Income | — | 35,223,185 | 35,223,185 |
| Mortgage Backed Securities | — | 48,061,152 | 48,061,152 |
| Asset Backed Securities | — | 21,138,967 | 21,138,967 |
| Pinnacle West Common Stock | 93,510,720 | — | 93,510,720 |
| Self-Directed Brokerage Account: | | | |
| Common Stocks | 34,856,634 | — | 34,856,634 |
| Mutual Funds | 18,330,214 | — | 18,330,214 |
| Cash and Other | 14,063,767 | — | 14,063,767 |
| Total Classified in Hierarchy | \$355,011,414 | \$138,327,072 | 493,338,486 |
| Common and Collective Trusts (a): | | | |
| US Equity Trusts | | | 294,900,930 |
| International Equity Trust | | | 103,068,070 |
| Fixed-Income Trust | | | 106,378,045 |
| Diversified Trust | | | 45,294,878 |
| Total Common and Collective Trusts | | | 549,641,923 |
| Synthetic GICs Common and Collective Bond Trust (a) | | | 20,410,973 |
| Total | | | \$1,063,391,382 |

(a) These investments are valued using net asset value as a practical expedient, and have not been classified in the fair value hierarchy.

The following table presents the fair value of the Plan's investments as of December 31, 2013:

| | Quoted Price in Active Markets for Identical Assets (Level 1) | Significant Other Observable Inputs (Level 2) | Balance as of December 31, 2013 |
|--|--|---|---------------------------------------|
| Mutual Funds: | | | |
| Short Term Investment Trusts | \$52,404,523 | \$— | \$52,404,523 |
| US Equity Funds | 130,019,915 | — | 130,019,915 |
| International Equity Funds | 131,753,807 | — | 131,753,807 |
| Lifestyle Funds | 96,647,843 | — | 96,647,843 |
| Bond Funds | 85,478,634 | — | 85,478,634 |
| Synthetic GICs: | | | |
| US Government Fixed Income | — | 37,783,332 | 37,783,332 |
| Corporate Fixed Income | — | 38,254,505 | 38,254,505 |
| Mortgage Backed Securities | — | 48,735,728 | 48,735,728 |
| Other | — | 19,989,509 | 19,989,509 |
| Pinnacle West Common Stock | 89,534,766 | — | 89,534,766 |
| Self-Directed Brokerage Account: | | | |
| Common Stocks | 29,741,761 | — | 29,741,761 |
| Mutual Funds | 8,324,946 | — | 8,324,946 |
| Cash and Other | 8,734,460 | — | 8,734,460 |
| Total Classified in Hierarchy | \$632,640,655 | \$144,763,074 | 777,403,729 |
| Common and Collective Trusts - US Equity Trusts (a) | | | 281,988,132 |
| Total | | | \$1,059,391,861 |

(a) These investments are valued using net asset value as a practical expedient, and have not been classified in the fair value hierarchy.

7. EXEMPT PARTY-IN-INTEREST TRANSACTIONS

From January 1, 2013 through March 31, 2013 Plan investments included shares of the SSgA S&P 500 Flagship Securities Lending Fund Class A and the SSgA Russell 1000 Growth Index Securities Lending Fund Class A that were managed by the former trustee, State Street Bank and Trust Company. Effective April 1, 2013, the Plan changed its trustee and record keeper from State Street Bank and Trust Company and J.P. Morgan Retirement Plan Services, respectively, to Fidelity Management Trust Company. In addition, certain Plan investments consist of Pinnacle West common stock and short-term investments which are managed by the Trustee. These transactions qualified as exempt party-in-interest transactions. As of December 31, 2014 and 2013, the Plan held 5,599,147 and 6,871,625 units, respectively, of common stock of Pinnacle West, the sponsoring employer with a cost basis of \$58,929,143 and \$69,855,564, respectively. During the year ended December 31, 2014, the Plan recorded dividend income from Pinnacle West common stock of \$3,588,844. As of December 31, 2014 and 2013, the Plan held \$13,925,048 and \$52,238,329, respectively, of short-term investments.

Transactions under the Plan's revenue share agreement with the trustee qualify as exempt party-in-interest transactions. Amounts received under this revenue share agreement were immaterial for the year ended December 31, 2014. These revenue share amounts are currently allocated back to participants.

The Plan issues loans to participants which are secured by the vested balances in the participants' accounts.

Certain employees and officers of the Company, who may also be participants in the Plan, perform financial reporting and other services for the Plan, at no cost to the Plan. The Plan Sponsor pays for these services.

8. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of Net Assets Available for Benefits per the financial statements to Form 5500:

| | 2014 | 2013 |
|--|-----------------|-----------------|
| Net Assets Available for Benefits per the financial statements | \$1,088,428,807 | \$1,085,968,064 |
| Adjustment from contract value to fair value for fully benefit-responsive investment contracts | 1,903,347 | 1,495,140 |
| Deemed distribution of participant loans | (157,072 |) (159,157 |
| Net Assets per Form 5500 | \$1,090,175,082 | \$1,087,304,047 |

The following is a reconciliation of the Changes in Net Assets Available for Benefits per the financial statements to Form 5500 for the year ended December 31, 2014:

| | |
|---|-------------|
| Increase in Net Assets Available for Benefits per the financial statements | \$2,460,743 |
| Adjustment from contract value to fair value for fully benefit-responsive stable value fund — December 31, 2014 | 1,903,347 |
| Adjustment from contract value to fair value for fully benefit-responsive stable value fund — December 31, 2013 | (1,495,140 |
| Deemed distribution of participant loans - 2014 |) (157,072 |
| Deemed distribution of participant loans - 2013 |) 159,157 |
| Net Income per Form 5500 | \$2,871,035 |

FORM 5500, SCHEDULE H: PART IV, LINE 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|---|-------------------------|------------|---------------|
| Common Stocks | | | |
| HS Large Capitalization Growth Equity Fund | US Large Cap Stock Fund | | |
| AMC NETWORKS INC CL A | | 990,029 | |
| ANHEUSER BUSCH IV SA NV S | | 421,200 | |
| APPLE INC | | 1,448,738 | |
| CHEESECAKE FACTORY INC | | 740,815 | |
| DIAGEO PLC SPON ADR | | 872,789 | |
| DISNEY (WALT) CO | | 927,772 | |
| EBAY INC | | 987,712 | |
| GOOGLE INC CL C | | 1,684,480 | |
| WW GRAINGER INC | | 895,938 | |
| LVMH MOET HENNESSY ADR | | 1,143,242 | |
| LULULEMON ATHLETICA INC | | 783,850 | |
| NESTLE SA REG ADR | | 858,986 | |
| NIKE INC CL B | | 146,629 | |
| PRICELINE GROUP INC | | 1,647,603 | |
| RALPH LAUREN CORP | | 1,270,198 | |
| SCRIPPS NETWORK INTE CL A | | 1,095,179 | |
| STARBUCKS CORP | | 348,713 | |
| TIME WARNER INC | | 1,270,623 | |
| UNITED PARCEL SVCS CL B | | 697,592 | |
| VISA INC CL A | | 1,004,226 | |
| WHOLE FOODS MARKET INC | | 699,578 | |
| WILLIAMS-SONOMA INC | | 1,012,220 | |
| BBH STIF FUND | | 1,393,773 | |
| SUBTOTAL | | 22,341,885 | |
| Robeco Boston Partners Large Capitalization Value Equity Fund | US Large Cap Stock Fund | | |
| ABBVIE INC | | 197,171 | |
| ACE LTD | | 315,575 | |
| ACTIVISION BLIZZARD INC | | 169,522 | |
| AES CORP | | 234,131 | |
| AGCO CORP | | 22,193 | |
| ALLSTATE CORPORATION | | 397,123 | |
| AMERICAN HOMES 4 REN CL A | | 84,026 | |
| AON PLC | | 128,684 | |
| APOLLO EDUCATION GROUP CL | | 142,955 | |
| APPLE INC | | 534,018 | |
| AVERY DENNISON CORP | | 116,678 | |
| AVON PRODUCTS INC | | 20,930 | |
| BARRICK GOLD CORP (USA) | | 56,717 | |
| BB&T CORP | | 105,625 | |
| BERKSHIRE HATHAWAY CL B | | 859,008 | |

FORM 5500, SCHEDULE H: PART IV, LINE 4i
 SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-------------|--------|---------------|
| BROCADE COMM SYS | | | 204,216 |
| CALIFORNIA RES CORP | | | 2,953 |
| CANADIAN NAT'L RES (USD) | | | 185,249 |
| CAPITAL ONE FIN CORP | | | 646,779 |
| CISCO SYSTEMS INC | | | 470,602 |
| CITIGROUP INC | | | 850,555 |
| COACH INC | | | 21,672 |
| COMCAST CORP CL A | | | 401,023 |
| COVIDIEN PLC | | | 173,671 |
| CRANE CO | | | 120,981 |
| CROWN HOLDINGS INC | | | 143,538 |
| CVS HEALTH CORP | | | 464,311 |
| DELTA AIR INC | | | 258,002 |
| DISCOVER FIN SVCS | | | 281,214 |
| DISCOVERY COMM CL A | | | 21,876 |
| DOVER CORP | | | 44,610 |
| EMC CORP | | | 397,356 |
| EMERSON ELECTRIC CO | | | 94,138 |
| ENERGEN CORP | | | 114,258 |
| EOG RESOURCES INC | | | 190,401 |
| EQT CORPORATION | | | 152,308 |
| EXPRESS SCRIPTS HLDG CO | | | 366,452 |
| EXXON MOBIL CORP | | | 162,712 |
| FIDELITY NATL INFORM SVCS | | | 92,927 |
| FIFTH THIRD BANCORP | | | 319,602 |
| FLUOR CORP | | | 21,645 |
| FREEPORT MCMORAN INC | | | 41,114 |
| GAP INC | | | 196,106 |
| GENERAL DYNAMICS CORPORAT | | | 123,308 |
| GILEAD SCIENCES INC | | | 58,535 |
| GLOBAL PAYMENTS INC | | | 58,691 |
| HOME DEPOT INC | | | 207,526 |
| HONEYWELL INTL INC | | | 96,023 |
| HUNTSMAN CORP | | | 160,804 |
| INTERNATIONAL PAPER CO | | | 162,615 |
| JOHNSON & JOHNSON | | | 540,522 |
| JPMORGAN CHASE & CO | | | 778,057 |
| LEAR CORP NEW | | | 207,537 |
| LIBERTY BROADBAND CORP A | | | 22,140 |
| LIBERTY BROADBAND CORP C | | | 44,091 |
| LIBERTY BROADBAND RT 1/15 | | | 2,518 |
| LIBERTY GLOBAL PLC CL C | | | 352,228 |
| LIBERTY MEDIA CLASS C | | | 124,041 |

FORM 5500, SCHEDULE H: PART IV, LINE 4i
 SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-------------|--------|---------------|
| LIBERTY MEDIA CORP CL A | | | 62,463 |
| LOCKHEED MARTIN CORP | | | 420,380 |
| MACYS INC | | | 139,982 |
| MARATHON PETROLEUM CORP | | | 182,054 |
| MCKESSON CORP | | | 75,352 |
| MEDTRONIC INC | | | 274,649 |
| METLIFE INC | | | 126,949 |
| MICROSOFT CORP | | | 437,745 |
| NXP SEMICONDUCTORS NV | | | 103,369 |
| OCCIDENTAL PETROLEUM CORP | | | 275,122 |
| OMNICARE INC | | | 204,933 |
| OMNICOM GROUP INC | | | 92,809 |
| ON SEMICONDUCTOR CORP | | | 103,711 |
| ORACLE CORP | | | 318,073 |
| OWENS ILLINOIS INC | | | 7,935 |
| PFIZER INC | | | 610,945 |
| PHILLIPS 66 | | | 351,043 |
| PRUDENTIAL FINANCIAL INC | | | 194,760 |
| QEP RESOURCES INC | | | 119,399 |
| QUALCOMM INC | | | 188,575 |
| QUEST DIAGNOSTICS INC | | | 145,856 |
| RAYTHEON CO | | | 303,417 |
| RICE ENERGY INC | | | 32,524 |
| SCRIPPS NETWORK INTE CL A | | | 119,152 |
| SEAGATE TECHNOLOGY | | | 110,989 |
| SHIRE PLC SPON ADR | | | 87,354 |
| SIX FLAGS ENTERTAINMENT | | | 103,431 |
| TE CONNECTIVITY LTD | | | 175,772 |
| TEREX CORP | | | 21,356 |
| TEVA PHARMACEUTICAL IND A | | | 236,136 |
| TIME INC | | | 54,117 |
| TIME WARNER INC | | | 174,598 |
| TRAVELERS COMPANIES INC | | | 246,207 |
| TYSON FOODS INC CL A | | | 248,999 |
| UNITED CONTINENTAL HLDGS | | | 96,790 |
| VALIDUS HOLDING | | | 69,156 |
| VERIZON COMM INC | | | 221,036 |
| WELLS FARGO & CO | | | 836,224 |
| WESTERN DIGITAL CORP | | | 237,119 |
| WYNN RESORTS LTD | | | 21,421 |
| ZIMMER HOLDINGS INC | | | 162,531 |
| BBH STIF FUND | | | 210,317 |
| SUBTOTAL | | | 20,968,013 |

FORM 5500, SCHEDULE H: PART IV, LINE 4i
 SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-----------------------------|--------|---------------|
| Robeco Small/Mid Capitalization Value Equity Fund | US Small/Mid Cap Stock Fund | | |
| ABERCROMBIE & FITCH CL A | | | 136,269 |
| ABM INDUSTRIES INC | | | 115,316 |
| ACTUANT CORP CL A | | | 40,806 |
| AEGION CORP | | | 46,116 |
| AMDOCS LTD | | | 106,560 |
| AMERICAN CAP MTG INVSTMNT | | | 41,599 |
| AMERICAN CAPITAL AGENCY | | | 64,268 |
| AMERICAN EAGLE OUTFITTERS | | | 150,362 |
| AMERICAN RESIDENTIAL PPTY | | | 98,673 |
| AMSURG CORP | | | 110,938 |
| ANWORTH MTG ASSET CORP | | | 34,487 |
| APOLLO INVT CORP | | | 21,592 |
| ARES CAPITAL CORP | | | 45,754 |
| ARES COMMERCIAL REAL ESTA | | | 96,914 |
| ARROW ELECTRONICS INC | | | 211,762 |
| ASBURY AUTOMOTIVE GROUP | | | 49,500 |
| ASCENA RETAIL GROUP INC | | | 109,712 |
| ASSURANT INC | | | 53,718 |
| AVNET INC | | | 181,501 |
| AXIS CAPITAL HOLDINGS LTD | | | 125,375 |
| BELDEN INC | | | 51,936 |
| BOOZ ALLEN HAMILTON CL A | | | 52,848 |
| BRADY CORPORATION CL A | | | 109,415 |
| BRINKS CO | | | 27,339 |
| BRISTOW GROUP INC | | | 40,461 |
| BROCADE COMM SYS | | | 111,332 |
| CABOT CORP | | | 51,404 |
| CARLISLE COS INC | | | 82,840 |
| CDW CORPORATION | | | 169,836 |
| CENTENE CORP | | | 61,998 |
| CHATHAM LODGING TRUST | | | 132,190 |
| CHEMED CORP | | | 179,005 |
| CLOUD PEAK ENERGY INC | | | 60,294 |
| COHERENT INC | | | 71,346 |
| COLONY FINANCIAL INC | | | 143,920 |
| COLUMBIA BANKING SYS INC | | | 32,166 |
| CONTANGO OIL & GAS CO | | | 54,913 |
| CROWN HOLDINGS INC | | | 152,089 |
| CUBIC CORP | | | 133,495 |
| CURTISS WRIGHT CORPORATIO | | | 105,673 |
| CYS INVESTMENTS INC | | | 173,720 |
| DILLARDS INC CL A | | | 164,612 |

FORM 5500, SCHEDULE H: PART IV, LINE 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-------------|--------|---------------|
| DREW INDUSTRIES INC | | | 182,831 |
| ENERSYS INC | | | 153,189 |
| EQUIFAX INC | | | 78,201 |
| ESSENT GROUP LTD | | | 59,827 |
| EXPRESS INC | | | 79,326 |
| FEDERATED INVS CL B NV | | | 74,290 |
| FIFTH STREET FINANCE CORP | | | 61,949 |
| FINISH LINE INC CL A | | | 112,580 |
| FIRST AMERICAN FIN CORP | | | 67,664 |
| FIRST CITIZEN BANCSHARES | | | 60,164 |
| FIRST REPUBLIC BANK | | | 79,796 |
| FLEXTRONICS INTL LTD | | | 118,642 |
| FNF GROUP | | | 117,371 |
| FOOT LOCKER INC | | | 146,293 |
| FORUM ENERGY TECH INC | | | 68,616 |
| FRESH DEL MONTE PRODUCE | | | 66,161 |
| FTD COS INC | | | 77,579 |
| FTI CONSULTING INC | | | 44,772 |
| G & K SERVICES INC CL A | | | 60,506 |
| GLOBE SPECIALTY METALS | | | 67,645 |
| GRANITE CONSTRUCTION INC | | | 86,153 |
| GRAPHIC PACKAGING HLDGS C | | | 275,151 |
| GROUP 1 AUTOMOTIVE INC | | | 78,418 |
| HANGER INC | | | 63,860 |
| HANOVER INSURANCE GROUP | | | 48,212 |
| HARRIS CORP | | | 109,095 |
| HATTERAS FINANCIAL CORP | | | 148,030 |
| HEIDRICK & STRUGGLES INTL | | | 53,799 |
| HELIX ENERGY SOL GRP INC | | | 75,408 |
| HILLENBRAND INC | | | 80,144 |
| HUNTINGTON BANCSHARES INC | | | 112,164 |
| HUNTINGTON INC W/I | | | 136,077 |
| HUNTSMAN CORP | | | 56,950 |
| IAC/INTERACTIVECORP | | | 66,383 |
| ICF INTERNATIONAL INC | | | 3,647 |
| ICON PLC | | | 96,218 |
| INFINITY PPTY & CASUALTY | | | 40,716 |
| INGRAM MICRO INC CL A | | | 131,511 |
| INSIGHT ENTERPRISES INC | | | 38,861 |
| INTEGRA LIFESCIENCES HLDS | | | 80,640 |
| INTERNATIONAL SPEEDW A (1 | | | 30,795 |
| INVESTORS BANCORP INC NEW | | | 109,511 |
| KAR AUCTION SERVICES INC | | | 162,335 |

FORM 5500, SCHEDULE H: PART IV, LINE 4i
 SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-------------|--------|---------------|
| KINDRED HEALTHCARE INC | | | 95,481 |
| KNOLL INC | | | 53,687 |
| KOSMOS ENERGY LTD | | | 60,836 |
| LANDSTAR SYSTEM INC | | | 47,652 |
| LEAR CORP NEW | | | 166,246 |
| LIFEPOINT HOSPITALS INC | | | 73,348 |
| LIVE NATION ENTERTAINMENT | | | 84,309 |
| LSB INDUSTRIES INC | | | 63,132 |
| MAGNACHIP SEMICONDUCTOR | | | 42,036 |
| MAIDEN HLDGS LTD | | | 196,736 |
| MANPOWERGROUP INC | | | 75,192 |
| MATTHEWS INTL CORP CL A | | | 40,931 |
| MAXIMUS INC | | | 60,050 |
| MENS WEARHOUSE INC | | | 92,450 |
| MFA FINANCIAL INC | | | 144,611 |
| MRC GLOBAL INC | | | 63,857 |
| MUELLER INDUSTRIES INC | | | 35,949 |
| NATIONSTAR MORTGAGE HLDGS | | | 104,444 |
| NAVIGANT CONSULTING INC | | | 116,366 |
| NU SKIN ENTERPRISES CL A | | | 94,654 |
| OCWEN FINANCIAL CORP | | | 75,047 |
| OMNICARE INC | | | 170,292 |
| ON SEMICONDUCTOR CORP | | | 136,796 |
| OWENS AND MINOR INC | | | 40,903 |
| PACKAGING CORP OF AMERICA | | | 176,393 |
| PAREXEL INTL CORP | | | 44,226 |
| PARSLEY ENERGY INC CL A | | | 127,520 |
| PARTNERRE LTD | | | 80,804 |
| PBF ENERGY INC CL A | | | 16,064 |
| PHH CORP | | | 161,131 |
| PLATINUM UNDERWRITERS HLD | | | 178,484 |
| PNM RESOURCES INC | | | 100,179 |
| QEP RESOURCES INC | | | 69,557 |
| QTS REALTY TR INC CL A | | | 50,185 |
| RADIAN GROUP INC | | | 86,292 |
| RAYMOND JAMES FIN INC. | | | 112,460 |
| RCS CAPITAL CORP CL A | | | 87,075 |
| REALOGY HOLDINGS CORP | | | 65,623 |
| REINSURANCE GROUP OF AMER | | | 132,043 |
| RENT A CTR INC | | | 83,754 |
| RICE ENERGY INC | | | 77,589 |
| RITE AID CORP | | | 79,554 |
| ROCK TENN COMPANY CL A | | | 85,372 |

FORM 5500, SCHEDULE H: PART IV, LINE 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-------------------------------|--------|---------------|
| ROSETTA RESOURCES INC | | | 18,897 |
| RPX CORP | | | 106,065 |
| SCHWEITZER-MAUDUIT INTL | | | 74,913 |
| SELECT MEDICAL HLDGS CORP | | | 65,318 |
| SENSIENT TECH CORP | | | 43,565 |
| SERVICE CORP INTL INC | | | 45,650 |
| SILVER BAY RLTY TR CORP | | | 42,774 |
| SKECHERS USA INC CL A | | | 45,692 |
| STANCORP FINL GROUP INC | | | 35,908 |
| STOCK BLDG SUPPLY HLDGS | | | 75,053 |
| SVB FINL GROUP | | | 71,035 |
| SYKES ENTERPRISES INC | | | 53,465 |
| SYMETRA FINANCIAL CORP | | | 89,595 |
| SYMMETRY SURGICAL INC | | | 12,199 |
| SYNNEX CORP | | | 160,384 |
| TELETECH HOLDINGS INC | | | 23,348 |
| TEMPUR SEALY INTL INC | | | 47,168 |
| TERADYNE INC | | | 82,227 |
| TEREX CORP | | | 72,739 |
| TETRA TECH INC | | | 77,243 |
| THOR INDUSTRIES INC | | | 157,777 |
| THORATEC CORP | | | 95,108 |
| TIMKEN CO | | | 100,725 |
| TORCHMARK CORP | | | 76,813 |
| TRIQUINT SEMICONDUCTOR | | | 151,993 |
| TWO HBRS INVT CORP | | | 173,326 |
| UNIVERSAL CORP | | | 75,778 |
| VALIDUS HOLDING | | | 190,220 |
| WALKER & DUNLOP INC | | | 120,026 |
| WESCO INTERNATIONAL INC | | | 82,764 |
| WESTERN REFINING INC | | | 134,837 |
| WORLD FUEL SERVICES CORP | | | 220,053 |
| BBH STIF FUND | | | 383,439 |
| SUBTOTAL | | | 15,020,941 |
| Total common stocks | | | 58,330,839 |
| Common and Collective Trusts | | | |
| Blackrock US Debt Index NL Fund M | US Bond Index | | 106,378,045 |
| Principal Diversified Real Asset Collective Investment Trust Tier 2 | Diversified Inflation Fund | | 45,294,878 |
| SSgA Global All Cap Equity Ex US Index Non-Lending Series Fund Class A | Non-US Stock Index | | 103,068,070 |
| SSgA S&P 500 Index Non-Lending Series Fund Class A | US Large Cap Stock Fund/Index | | 210,927,070 |

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FORM 5500, SCHEDULE H: PART IV, LINE 4i
 SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-----------------------------------|--------|---------------|
| SSgA Russell Small/Mid Cap Index Non-Lending Series Fund Class A | US Small/Mid Cap Stock Fund/Index | | 68,558,657 |
| William Blair Small/Mid Cap Growth Collective Fund | US Small/Mid Cap Stock Fund | | 15,415,203 |
| Total common and collective trusts | | | 549,641,923 |
| Mutual Funds | | | |
| Fidelity Institutional Money Market: Government Portfolio - Class I* | Short-Term Investments*** | | 12,719,461 |
| Fidelity Institutional Money Market: Money Market Portfolio - Class I* | Short-Term Investments*** | | 1,205,587 |
| Federated Treasury Obligations Fund — Institutional Shares | Short-Term Investments*** | | 3,968 |
| American Funds EuroPacific Growth Fund R6 Shares | Non-US Stock Fund | | 75,956,470 |
| Dodge & Cox Income Fund 1 Shares | Bond Fund | | 23,022,646 |
| Metropolitan West Total Return Bond Fund Institutional Shares | Bond Fund | | 23,011,108 |
| Total mutual funds | | | 135,919,240 |
| Synthetic GICs | | | |
| Bank of America Wrap yield 2.544% | | | |
| FG 5.000 0220 5.000% maturity date 02/01/2020 | | | 76,100 |
| FG 5.500 0722 5.500% maturity date 7/01/2022 | | | 64,908 |
| FHR 3728 EA 3.500% maturity date 9/15/2020 | | | 49,469 |
| FNR 15 CB 5.000% maturity date 3/25/2018 | | | 359,687 |
| RGA Reinsurance yield 1.747% | | | |
| Morley Stable Income Bond Fund Common and Collective Trust | | | 20,410,973 |
| Transamerica Life Ins Co Wrap yield 1.549% | | | |
| ABBNVX 1.625 0517 1.625 % maturity date 5/08/2017 | | | 50,284 |
| T 1.400 1217 1.400% maturity date 12/01/2017 | | | 654,148 |
| SO 5.200 0116 5.200% maturity date 1/15/2016 | | | 350,080 |
| AMOT 5 A2 1.6000% maturity date 10/15/2019 | | | 244,513 |
| ALLYL SN1 A3 0.750% maturity date 02/21/2017 | | | 74,886 |
| ALLYA 1 A3 0.970% maturity date 10/15/2018 | | | 89,716 |
| ALLYL SN2 A3 1.030% maturity date 09/20/2017 | | | 204,582 |
| ALLYA 2 A3 1.250% maturity date 04/15/2019 | | | 199,806 |
| AMXCA 2 A 1.260% maturity date 01/15/2020 | | | 59,890 |
| AMXCA 3 A 1.490% maturity date 04/15/2020 | | | 75,118 |
| AMXCA 4 A 1.430% maturity date 06/15/2020 | | | 209,724 |
| AXP 2.375 0317 2.375% maturity date 3/24/2017 | | | 493,943 |
| AXP 2.125 0319 2.125% maturity date 03/18/2019 | | | 85,410 |
| AXP 2.250 0819 2.250% maturity date 08/15/2019 | | | 90,779 |
| HNDA 1.125 1016 1.125% maturity date 10/07/2016 | | | 20,145 |
| HNDA 2.125 1018 2.125% maturity date 10/10/2018 | | | 60,652 |

HNDA 2.250 0819 2.250% maturity date 08/15/2019

343,474

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FORM 5500, SCHEDULE H: PART IV, LINE 4i
 SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|---------------------------------|--------|---------------|
| ABIBB 2.150 0219 | 2.150% maturity date 02/01/2019 | | 167,143 |
| ABIBB 1.125 0117 | 1.125% maturity date 01/27/2017 | | 166,255 |
| BBT 2.450 0120 | 2.450% maturity date 01/15/2020 | | 74,812 |
| BPLN 1.375 1117 | 1.375% maturity date 11/06/2017 | | 54,516 |
| BPLN 2.241 0918 | 2.241% maturity date 9/26/2018 | | 70,612 |
| BPLN 2.521 0120 | 2.521% maturity date 01/15/2020 | | 140,722 |
| BACM 5 A4 | 5.115% maturity date 10/10/2045 | | 26,623 |
| BACM 6 A4 | 5.152% maturity date 9/10/2047 | | 107,321 |
| BACM 3 A4 | 4.668% maturity date 7/10/2043 | | 192,182 |
| BMO 1.450 0418 | 1.450% maturity date 4/09/2018 | | 208,103 |
| BMO 1.300 0717 | 1.300% maturity date 07/14/2017 | | 75,136 |
| BK VAR 0617 | 1.969% maturity date 6/20/2017 | | 20,310 |
| BK 1.300 0118 | 1.300% maturity date 1/25/2018 | | 508,083 |
| BK 0.700 0316 | 0.700% maturity date 3/04/2016 | | 140,182 |
| BK 2.200 0319 | 2.200% maturity date 3/04/2019 | | 30,324 |
| BK 2.200 0519 | 2.200% maturity date 5/15/2019 | | 80,449 |
| BWSTA 1 A3 | 1.090% maturity date 03/15/2019 | | 75,067 |
| DROCK 3 A | 2.410% maturity date 07/15/2022 | | 197,300 |
| BRK 2.100 0819 | 2.100% maturity date 08/14/2019 | | 86,215 |
| BRK 1.300 0518 | 1.300% maturity date 5/15/2018 | | 104,373 |
| BRK 1.550 0218 | 1.550% maturity date 2/9/2018 | | 130,731 |
| BFB 2.500 0116 | 2.500% maturity date 1/15/2016 | | 308,667 |
| CD CD1 A4 | 5.226% maturity date 7/15/2044 | | 152,818 |
| COMM CR12 A1 | 1.295% maturity date 10/10/2046 | | 85,065 |
| COMM LC15 A1 | 1.259% maturity date 04/10/2047 | | 163,215 |
| COMM UBS3 A1 | 1.402% maturity date 06/10/2047 | | 27,949 |
| COMM CR19 A1 | 1.415% maturity date 08/10/2047 | | 66,695 |
| COMM CR20 A1 | 1.324% maturity date 11/10/2047 | | 174,688 |
| COMM CR20 A2 | 2.801% maturity date 11/10/2047 | | 81,898 |
| COMM LC17 A1 | 1.381% maturity date 10/10/2047 | | 110,096 |
| COMM UBS6 A1 | 1.445% maturity date 12/10/2047 | | 204,416 |
| CNH B A3 | 0.910% maturity date 05/15/2019 | | 74,813 |
| COMM CR2 A1 | 0.824% maturity date 08/15/2045 | | 50,837 |
| COMM LC13 A1 | 1.309% maturity date 08/10/2046 | | 63,504 |
| COMM CR18 A1 | 1.442% maturity date 07/15/2047 | | 42,080 |
| CNH C A3 | 1.050% maturity date 11/15/2019 | | 134,364 |
| CABMT 2A A1 | 1.450% maturity date 06/15/2020 | | 150,656 |
| CM 1.550 0118 | 1.550% maturity date 01/23/2018 | | 80,151 |
| COMET A7 A7 | 5.750% maturity date 07/15/2020 | | 139,391 |
| COMET A3 A3 | 0.960% maturity date 9/16/2019 | | 229,251 |
| COMET A5 A | 1.480% maturity date 07/15/2020 | | 170,150 |
| DUK 5.300 0119 | 5.300% maturity date 01/15/2019 | | 125,938 |
| CAT 1.250 1117 | 1.250% maturity date 11/06/2017 | | 159,548 |

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FORM 5500, SCHEDULE H: PART IV, LINE 4i
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| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|---------------------------------|--------|---------------|
| CAT 1.000 0317 | 1.000% maturity date 03/03/2017 | | 90,052 |
| CNP A A4 | 5.170% maturity date 8/01/2019 | | 347,296 |
| CNP 1 A2 | 3.460% maturity date 08/15/2019 | | 105,607 |
| CHAIT A1 A1 | 1.150% maturity date 01/15/2019 | | 187,004 |
| CHAIT A6 A6 | 1.260% maturity date 07/15/2019 | | 79,780 |
| CHAIT A7 A | 1.380% maturity date 11/15/2019 | | 199,328 |
| CVX 1.104 1217 | 1.104% maturity date 12/05/2017 | | 571,904 |
| CCART AA A3 | 0.910% maturity date 4/16/2018 | | 35,087 |
| CSCO 2.125 0319 | 2.125% 03/01/2019 | | 333,890 |
| CCCIT A6 A6 | 1.320% maturity date 09/07/2018 | | 100,972 |
| CCCIT A8 A8 | 5.650% maturity date 9/20/2019 | | 348,760 |
| CCCIT A2 A2 | 1.020% maturity date 02/22/2019 | | 289,945 |
| CCCIT A4 A4 | 1.230% maturity date 04/24/2019 | | 100,072 |
| CCCIT A6 A6 | 2.150% maturity date 07/15/2021 | | 217,086 |
| CCCIT A8 A8 | 1.730% maturity date 04/09/2020 | | 301,827 |
| CGCMT GC15 A1 | 1.378% maturity date 9/10/2046 | | 90,348 |
| CGCMT GC17 A1 | 1.102% maturity date 11/10/2046 | | 260,181 |
| COP 1.050 1217 | 1.050% maturity date 12/15/2017 | | 222,228 |
| COST 1.125 1217 | 1.125% maturity date 12/15/2017 | | 159,041 |
| CS 1.375 0517 | 1.375% maturity date 05/26/2017 | | 129,791 |
| CS 2.300 0519 | 2.300% maturity date 05/28/2019 | | 90,035 |
| DE 1.050 1216 | 1.050% maturity date 12/15/2016 | | 110,350 |
| DE 1.950 0319 | 1.950% maturity date 03/04/2019 | | 144,790 |
| DE 1.550 1217 | 1.550% maturity date 12/15/2017 | | 175,789 |
| DE 1.200 1017 | 1.200% maturity date 10/10/2017 | | 44,865 |
| DE 1.950 1218 | 1.950% maturity date 12/13/2018 | | 40,030 |
| DEFT 1 A3 | 0.940% maturity date 06/22/2020 | | 24,981 |
| DB 1.400 0217 | 1.400% maturity date 02/13/2017 | | 65,213 |
| DB 2.500 0219 | 2.500% maturity date 02/13/2019 | | 40,873 |
| DB 1.350 0517 | 1.350% maturity date 05/30/2017 | | 64,528 |
| DCENT A1 A1 | 5.650% maturity date 3/16/2020 | | 417,164 |
| DCENT A6 A6 | 1.670% maturity date 01/18/2022 | | 171,929 |
| DCENT A5 A5 | 1.040% maturity date 04/15/2019 | | 74,961 |
| DCENT A3 A3 | 1.220% maturity date 10/15/2019 | | 139,837 |
| DCENT A4 A4 | 2.120% maturity date 12/15/2021 | | 170,539 |
| DCENT A5 A | 1.390% maturity date 04/15/2020 | | 284,581 |
| DUK 5.250 0118 | 5.250% maturity date 01/15/2018 | | 124,485 |
| EBAY 2.200 0819 | 2.200% maturity date 08/01/2019 | | 144,881 |
| EGSI A A2 | 5.790% maturity date 10/01/2018 | | 112,456 |
| FG 4.000 0624 | 4.000% maturity date 6/01/2024 | | 97,370 |
| FG 4.500 1224 | 4.500% maturity date 12/01/2024 | | 172,549 |
| FG 5.000 1224 | 5.000% maturity date 12/01/2024 | | 309,731 |
| FG 4.500 0926 | 4.500% maturity date 9/01/2026 | | 190,847 |

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FORM 5500, SCHEDULE H: PART IV, LINE 4i
 SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|---------------------------------|--------|---------------|
| FG 2.500 0527 | 2.500% maturity date 5/01/2027 | | 241,334 |
| FG 5.000 0620 | 5.000% maturity date 6/01/2020 | | 67,136 |
| FG 4.000 0824 | 4.000% maturity date 8/01/2024 | | 190,415 |
| FG 3.000 0427 | 3.000% maturity date 4/01/2027 | | 175,469 |
| FG 2.500 0128 | 2.500% maturity date 01/01/2028 | | 546,174 |
| FG 3.500 1225 | 3.500% maturity date 12/01/2025 | | 277,469 |
| FG 2.500 0128 | 2.500% maturity date 01/01/2028 | | 93,389 |
| FG 3.500 0426 | 3.500% maturity date 4/01/2026 | | 348,158 |
| FG 4.000 0421 | 4.000% maturity date 4/01/2021 | | 93,211 |
| FG 2.500 0228 | 2.500% maturity date 02/01/2028 | | 390,341 |
| FG 3.000 0227 | 3.000% maturity date 2/01/2027 | | 355,210 |
| FG 4.000 0326 | 4.000% maturity date 03/01/2026 | | 650,562 |
| FG 2.500 0727 | 2.500% maturity date 7/01/2027 | | 221,858 |
| FG 3.000 1027 | 3.000% maturity date 10/01/2027 | | 149,089 |
| FG 3.000 0427 | 3.000% maturity date 04/01/2027 | | 142,138 |
| FG 3.000 0827 | 3.000% maturity date 8/01/2027 | | 217,967 |
| FG 3.000 0529 | 3.000% maturity date 05/01/2029 | | 330,329 |
| FFCB 0.500 0515 | 0.500% maturity date 5/01/2015 | | 455,695 |
| FNMA 0.500 0316 | 0.500% maturity date 3/30/2016 | | 1,460,409 |
| FNA M8 ASQ2 | 1.520% maturity date 12/25/2019 | | 55,105 |
| FNA M8 A1 | 1.539% maturity date 5/25/2022 | | 28,122 |
| FNA M8 AB1 | 1.362% maturity date 5/25/2022 | | 87,394 |
| FNA M14 AB1 | 1.233% maturity date 9/25/2022 | | 197,720 |
| FHR 3852 EA | 4.500% maturity date 12/15/2021 | | 240,261 |
| FNR 130 DE | 3.500% maturity date 11/25/2042 | | 390,326 |
| FNR 50 WB | 3.000% maturity date 08/25/2044 | | 370,753 |
| FHR 4203 CD | 2.250% maturity date 05/15/2033 | | 125,419 |
| FHR 4206 DA | 2.000% maturity date 05/15/2033 | | 87,699 |
| FHR 4229 MA | 3.500% maturity date 05/15/2041 | | 334,387 |
| FHR 4281 MP | 3.750% maturity date 12/15/2043 | | 202,007 |
| FHR 4308 AH | 3.000% maturity date 02/15/2029 | | 288,560 |
| FHR 4367 YA | 3.000% maturity date 07/15/2044 | | 566,683 |
| FHLMC 0.500 0516 | 0.500% maturity date 5/13/2016 | | 650,662 |
| FN 3.500 0126 | 3.500% maturity date 1/01/2026 | | 312,808 |
| FN 4.000 0226 | 4.000% maturity date 2/01/2026 | | 196,924 |
| FN 3.500 0426 | 3.500% maturity date 4/01/2026 | | 662,522 |
| FN 3.000 1026 | 3.000% maturity date 10/01/2026 | | 79,243 |
| FN 3.500 1026 | 3.500% maturity date 10/01/2026 | | 538,111 |
| FN 3.000 0127 | 3.000% maturity date 1/01/2027 | | 304,570 |
| FN 3.000 0127 | 3.000% maturity date 01/01/2027 | | 404,672 |
| FN 4.000 0826 | 4.000% maturity date 8/01/2026 | | 189,083 |
| FN 2.500 0227 | 2.500% maturity date 2/01/2027 | | 386,433 |
| FN 2.500 0328 | 2.500% maturity date 3/01/2028 | | 464,714 |

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FORM 5500, SCHEDULE H: PART IV, LINE 4i
 SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-------------|--------|---------------|
| FN 3.000 1127 3.000% maturity date 11/01/2027 | | | 473,106 |
| FN 3.000 0727 3.000% maturity date 7/01/2027 | | | 295,252 |
| FN 2.500 1027 2.500% maturity date 10/01/2027 | | | 246,479 |
| FN 2.500 1227 2.500% maturity date 12/01/2027 | | | 314,524 |
| FN 2.500 1127 2.500% maturity date 11/01/2027 | | | 230,353 |
| FN 3.000 0328 3.000% maturity date 03/01/2028 | | | 243,727 |
| FHR 2590 OA 4.000% maturity date 3/15/2033 | | | 209,628 |
| FNR 38 AC 4.000% maturity date 5/25/2024 | | | 76,651 |
| FN 2.500 0627 2.500% maturity date 6/01/2027 | | | 266,501 |
| FN 2.500 0327 2.500% maturity date 3/01/2027 | | | 214,096 |
| FN 2.500 0927 2.500% maturity date 09/01/2027 | | | 229,171 |
| FN 2.500 0128 2.500% maturity date 01/01/2028 | | | 287,941 |
| FN 2.500 0328 2.500% maturity date 3/01/28 | | | 644,578 |
| FN 2.500 0528 2.500% maturity date 5/01/28 | | | 259,762 |
| FN 4.500 1124 4.500% maturity date 11/01/24 | | | 402,833 |
| FN 4.000 0125 4.000% maturity date 1/01/25 | | | 228,724 |
| FN 4.500 0425 4.500% maturity date 4/01/25 | | | 147,833 |
| FN 5.500 0124 5.500% maturity date 1/01/24 | | | 170,804 |
| FN 4.000 0525 4.000% maturity date 5/01/25 | | | 130,128 |
| FITAT 2 A3 0.890% maturity date 11/15/2018 | | | 74,854 |
| FITAT 3 A3 0.960% maturity date 03/15/2019 | | | 99,634 |
| FORDO A A4 1.290% maturity date 04/15/2019 | | | 190,133 |
| FORDO B A4 1.420% maturity date 08/15/2019 | | | 34,998 |
| FORDO B A4 1.100% maturity date 11/15/2017 | | | 25,058 |
| GEEMT 1 A4 0.780% maturity date 9/22/20 | | | 50,077 |
| GEET 1 A4 0.900% maturity date 03/24/2021 | | | 65,007 |
| GEET 2 A4 0.810% maturity date 9/24/20 | | | 92,082 |
| GEET 2 A3 0.920% maturity date 9/25/17 | | | 115,272 |
| GEEST 1A A3 0.950% maturity date 09/25/2017 | | | 94,841 |
| GEET 1 A3 0.970% maturity date 04/23/2018 | | | 159,913 |
| GSMS GC5 A2 2.999% maturity date 8/10/44 | | | 231,509 |
| GSMS GC20 A1 1.343% maturity date 04/10/2047 | | | 90,000 |
| GSMS GC24 A1 1.509% maturity date 09/10/2047 | | | 57,721 |
| GE 5.625 0518 5.625% maturity date 5/01/18 | | | 357,401 |
| GE 2.300 0417 2.300% maturity date 4/27/17 | | | 267,368 |
| GE 1.600 1117 1.600% maturity date 11/20/17 | | | 100,797 |
| GE 2.300 0119 2.300% maturity date 01/14/2019 | | | 66,731 |
| GE 1.250 0517 1.250% maturity date 05/15/2017 | | | 85,251 |
| GCCT 4A A 1.390% maturity date 07/15/2019 | | | 199,352 |
| HDMOT 1 A3 1.100% maturity date 09/15/2019 | | | 149,788 |
| HD 2.000 0619 2.000% maturity date 06/15/2019 | | | 55,184 |
| HAROT 4 A3 0.990% maturity date 09/17/2018 | | | 179,639 |
| HAROT 1 A3 0.770% maturity date 1/15/16 | | | 7,049 |

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| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-------------|--------|---------------|
| HUNT 2 A4 0.680% maturity date 1/16/18 | | | 99,739 |
| HART A A3 0.790% maturity date 07/16/2018 | | | 54,950 |
| HALST A A4 1.010% maturity date 11/15/2017 | | | 100,128 |
| HART B A3 0.900% maturity date 12/17/2018 | | | 139,680 |
| HALST B A3 0.980% maturity date 10/17/16 | | | 134,817 |
| ITW 0.900 0217 0.900% maturity date 02/25/2017 | | | 129,819 |
| ITW 1.950 0319 1.950% maturity date 03/01/2019 | | | 191,338 |
| IBM 5.700 0917 5.700% maturity date 9/14/17 | | | 141,422 |
| IBM 1.950 0219 1.950% maturity date 02/12/2019 | | | 141,570 |
| JPM 3.150 0716 3.150% maturity date 07/05/2016 | | | 391,251 |
| JPM 1.625 0518 1.625% maturity date 5/15/18 | | | 659,068 |
| JPMCC LDP5 A4 5.236% maturity date 12/15/44 | | | 248,026 |
| JPMBB C12 A1 1.085% maturity date 07/15/2045 | | | 57,558 |
| JPMBB C15 A1 1.233% maturity date 11/15/45 | | | 77,653 |
| JPMBB C21 A1 1.322% maturity date 08/15/2047 | | | 65,570 |
| JPMBB C22 A1 1.451% maturity date 09/15/2047 | | | 100,121 |
| JPMBB C24 A1 1.539% maturity date 11/15/2047 | | | 88,059 |
| JPMBB C25 A1 1.521% maturity date 11/15/2047 | | | 49,347 |
| JDOT A A3 0.920% maturity date 04/16/2018 | | | 99,995 |
| JPM 6.000 0717 6.000% maturity date 7/5/17 | | | 61,083 |
| JPM 2.200 1019 2.200% maturity date 10/22/2019 | | | 64,714 |
| LLY 1.950 0319 1.950% maturity date 03/15/2019 | | | 85,945 |
| LCDA ELL A1 1.660% maturity date 02/01/2022 | | | 76,183 |
| LOW 2.125 0416 2.125% maturity date 4/15/16 | | | 357,344 |
| MBALT A A4 0.900% maturity date 12/16/2019 | | | 264,982 |
| MBART 1 A3 0.870% maturity date 10/15/2018 | | | 139,684 |
| MRK 1.300 0518 1.300% maturity date 5/18/18 | | | 233,176 |
| MLMT LC1 A4 5.291% maturity date 1/12/44 | | | 45,644 |
| BRKHEC 2.400 0319 2.400% maturity date 03/19 | | | 46,009 |
| MSC HQ6 A4A 4.989% maturity date 8/13/42 | | | 206,992 |
| MSC C3 A2 3.224% maturity date 7/15/49 | | | 76,154 |
| MSBAM C8 A1 0.777% maturity date 12/15/48 | | | 170,237 |
| MSBAM C9 A1 0.825% maturity date 5/15/46 | | | 74,036 |
| MSBAM C10 A1 1.394% maturity date 7/15/46 | | | 135,910 |
| MSBAM C17 A1 1.551% maturity date 08/15/2047 | | | 33,215 |
| MSBAM C18 A1 1.686% maturity date 10/15/2047 | | | 107,619 |
| MSBAM C19 A1 1.573% maturity date 12/15/2047 | | | 200,054 |
| NRUC 2.150 0219 2.150% maturity date 02/01/2019 | | | 333,131 |
| NALT A A4 1.040% maturity date 10/15/2019 | | | 29,967 |
| NALT B A3 1.120% maturity date 09/15/2017 | | | 99,644 |
| OXY 2.500 0216 2.500% maturity date 2/01/16 | | | 195,064 |
| OXY 1.500 0218 1.500% maturity date 2/15/18 | | | 69,650 |
| ORCL 1.200 1017 1.200% maturity date 10/15/17 | | | 219,774 |

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FORM 5500, SCHEDULE H: PART IV, LINE 4i
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| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|--------------------------|--------|---------------|
| ORCL 2.250 1019 2.250% | maturity date 10/08/2019 | | 172,096 |
| PCAR 2.200 0919 2.200% | maturity date 09/15/2019 | | 236,664 |
| PEP 2.500 0516 2.500% | maturity date 5/10/16 | | 153,780 |
| PEP 1.250 0817 1.250% | maturity date 8/13/17 | | 60,171 |
| PEP 0.950 0217 0.950% | maturity date 02/22/2017 | | 200,005 |
| PFE 0.900 0117 0.900% | maturity date 1/15/17 | | 270,050 |
| PILOT 1 A3 1.030% | maturity date 11/20/2017 | | 184,796 |
| ROSW 2.250 0919 2.250% | maturity date 09/30/2019 | | 136,632 |
| RY 1.200 0117 1.200% | maturity date 01/23/2017 | | 281,270 |
| RY 2.150 0319 2.150% | maturity date 03/15/2019 | | 202,192 |
| SANFP 1.250 0418 1.250% | maturity date 4/10/18 | | 69,529 |
| SCGAU 2.375 1119 2.375% | maturity date 11/05/2019 | | 174,370 |
| SCHW 2.200 0718 2.200% | maturity date 07/25/2018 | | 139,046 |
| RDSALN 1.125 0817 1.125% | maturity date 8/21/17 | | 175,413 |
| SPG 2.150 0917 2.150% | maturity date 9/15/17 | | 133,027 |
| SPG 2.200 0219 2.200% | maturity date 02/01/2019 | | 60,866 |
| STT 2.875 0316 2.875% | maturity date 3/07/16 | | 413,427 |
| SYU 5.375 0319 5.375% | maturity date 03/17/2019 | | 154,361 |
| TGT 2.300 0619 2.300% | maturity date 06/26/2019 | | 318,975 |
| TD 1.400 0418 1.400% | maturity date 4/30/18 | | 149,416 |
| TD 2.125 0719 2.125% | maturity date 07/02/2019 | | 206,204 |
| TAOT A A4 1.180% | maturity date 06/17/2019 | | 129,965 |
| TOYOTA 1.375 0118 1.375% | maturity date 1/10/18 | | 200,243 |
| TAOT A A4 0.690% | maturity date 11/15/18 | | 174,565 |
| TOYOTA 2.125 0719 2.125% | maturity date 07/18/2019 | | 121,510 |
| UBSBB C5 A1 0.779% | maturity date 3/10/46 | | 402,524 |
| USAOT 1 A4 0.940% | maturity date 05/15/2019 | | 159,862 |
| UBSBB C3 A1 0.726% | maturity date 8/10/49 | | 373,082 |
| USB 1.650 0517 1.650% | maturity date 5/15/17 | | 227,154 |
| USB 2.200 0419 2.200% | maturity date 04/25/2019 | | 262,237 |
| T 0.250 1215 0.250% | maturity date 12/31/2015 | | 259,961 |
| T 0.750 0317 0.750% | maturity date 03/15/2017 | | 120,222 |
| T 1.625 0419 1.625% | maturity date 04/30/2019 | | 150,933 |
| T 1.750 0919 1.750% | maturity date 09/30/2019 | | 80,826 |
| T 1.500 1019 1.500% | maturity date 10/31/2019 | | 926,722 |
| T 2.250 1124 2.250% | maturity date 11/15/2024 | | 272,606 |
| T 1.500 1119 1.500% | maturity date 11/30/2019 | | 1,596,960 |
| T 1.625 1219 1.625% | maturity date 12/31/2019 | | 299,582 |
| T 1.000 1016 1.000% | maturity date 10/31/16 | | 4,540,053 |
| T 0.875 1116 0.875% | maturity date 11/30/16 | | 884,527 |
| T 1.250 0119 1.250% | maturity date 1/31/19 | | 567,505 |
| T 0.750 0617 0.750% | maturity date 6/30/17 | | 2,037,374 |
| T 0.625 1117 0.625% | maturity date 11/30/17 | | 1,297,887 |

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FORM 5500, SCHEDULE H: PART IV, LINE 4i
 SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|---------------------------------|--------|---------------|
| T 0.250 0516 | 0.250% maturity date 5/15/16 | | 374,331 |
| T 1.000 0518 | 1.000% maturity date 5/31/18 | | 490,640 |
| VWALT A A4 | 0.990% maturity date 07/20/2018 | | 29,876 |
| WFRBS C20 A1 | 1.283% maturity date 05/15/2047 | | 22,543 |
| UTX 1.800 0617 | 1.800% maturity date 6/01/17 | | 91,311 |
| WFRBS C7 A1 | 2.300% maturity date 6/15/45 | | 83,253 |
| WFRBS C16 A1 | 1.406% maturity date 9/15/46 | | 91,887 |
| WFRBS C23 A2 | 3.185% maturity date 10/15/2057 | | 312,150 |
| WFRBS C24 A1 | 1.390% maturity date 11/15/2047 | | 49,227 |
| WFRBS C25 A1 | 1.518% maturity date 11/15/2047 | | 264,048 |
| WBCMT C21 A4 | 5.242% maturity date 10/15/44 | | 82,466 |
| WFC 2.100 0517 | 2.100% maturity date 5/08/17 | | 193,808 |
| WFC 1.500 0118 | 1.500% maturity date 1/16/18 | | 465,652 |
| WFC 2.150 0119 | 2.150% maturity date 1/15/19 | | 65,816 |
| WFC 2.125 0419 | 2.125% maturity date 04/22/2019 | | 240,915 |
| WSTP 1.200 0517 | 1.200% maturity date 05/19/2017 | | 59,818 |
| WSTP 2.250 0718 | 2.250% maturity date 7/30/2018 | | 163,850 |
| Cash | | | 872,196 |
| JP Morgan Chase Wrap yield 6.253% | | | |
| FG 4.500 0420 | 4.500% maturity date 4/01/20 | | 114,742 |
| FG 5.000 0523 | 5.000% maturity date 5/01/23 | | 151,141 |
| FG 5.500 0720 | 5.500% maturity date 7/01/20 | | 90,380 |
| FHR 2901 CA | 4.500% maturity date 11/15/19 | | 88,647 |
| FHR 3002 YD | 4.500% maturity date 7/15/25 | | 164,025 |
| FN 5.000 0323 | 5.000% maturity date 3/01/23 | | 132,482 |
| NATIXIS FP Wrap yield 2.670% | | | |
| FG 5.500 0922 | 5.500% maturity date 9/01/22 | | 104,629 |
| FG 5.000 0223 | 5.000% maturity date 2/01/23 | | 107,853 |
| FHR 3211 MH | 5.000% maturity date 9/15/26 | | 210,545 |
| FN 4.000 1124 | 4.000% maturity date 11/01/24 | | 351,924 |
| JPMCC CB11 A4 | 5.335% maturity date 8/12/37 | | 209,722 |
| Principal Life Ins Co Wrap yield 1.095% | | | |
| ABBNVX 1.625 0517 | 1.625% maturity date 5/08/17 | | 125,711 |
| T 1.400 1217 | 1.400% maturity date 12/01/17 | | 678,926 |
| SO 5.200 0116 | 5.200% maturity date 1/15/16 | | 48,029 |
| AMOT 5 A2 | 1.600% maturity date 10/15/2019 | | 249,503 |
| ALLYL SN1 A3 | 0.750% maturity date 02/21/2017 | | 64,901 |
| ALLYA 1 A3 | 0.970% maturity date 10/15/2018 | | 94,701 |
| ALLYL SN2 A3 | 1.030% maturity date 09/20/2017 | | 209,572 |
| ALLYA 2 A3 | 1.250% maturity date 04/15/2019 | | 199,806 |

FORM 5500, SCHEDULE H: PART IV, LINE 4i
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DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-------------|--------|---------------|
| AMXCA 2 A 1.260% maturity date 01/15/2020 | | | 59,890 |
| AMXCA 3 A 1.490% maturity date 04/15/2020 | | | 75,118 |
| AMXCA 4 A 1.430% maturity date 06/15/2020 | | | 124,836 |
| AXP 2.375 0317 2.375% maturity date 3/24/17 | | | 164,648 |
| AXP 2.375 0317 2.375% maturity date 03/24/2017 | | | 85,410 |
| AXP 2.250 0819 2.250% maturity date 08/15/2019 | | | 95,823 |
| HNDA 1.125 1016 1.125% maturity date 10/07/16 | | | 25,181 |
| HNDA 2.125 1018 2.125% maturity date 10/10/18 | | | 60,652 |
| HNDA 2.250 0819 2.250% maturity date 08/15/2019 | | | 353,576 |
| ABIBB 2.150 0219 2.150% maturity date 02/01/2019 | | | 177,273 |
| ABIBB 1.125 0117 1.125% maturity date 01/27/2017 | | | 176,331 |
| BACCT A1 A1 5.170% maturity date 6/15/19 | | | 487,082 |
| BBT 2.450 0120 2.450% maturity date 01/15/2020 | | | 74,812 |
| BPLN 1.375 1117 1.375% maturity date 11/06/17 | | | 54,516 |
| BPLN 2.241 0918 2.241% maturity date 9/26/18 | | | 70,612 |
| BPLN 2.521 0120 2.521% maturity date 01/15/2020 | | | 145,748 |
| BACM 5 A4 5.115% maturity date 10/10/45 | | | 97,617 |
| BACM 6 A4 5.152% maturity date 9/10/47 | | | 60,660 |
| BACM 3 A4 4.668% maturity date 7/10/43 | | | 136,551 |
| BACM 5 AAB 5.379% maturity date 9/10/47 | | | 17,091 |
| BMO 1.450 0418 1.450% maturity date 4/09/18 | | | 213,058 |
| BMO 1.300 0717 1.300% maturity date 07/14/2017 | | | 80,145 |
| BK VAR 0617 1.969% maturity date 6/20/17 | | | 20,310 |
| BK 2.300 0716 2.300% maturity date 7/28/16 | | | 144,429 |
| BK 1.300 0118 1.300% maturity date 1/25/18 | | | 498,121 |
| BK 2.200 0319 2.200% maturity date 03/04/2019 | | | 30,324 |
| BK 2.200 0519 2.200% maturity date 05/15/2019 | | | 80,449 |
| BWSTA 1 A3 1.090% maturity date 03/15/2019 | | | 75,067 |
| DROCK 3 A 2.410% maturity date 07/15/2022 | | | 202,359 |
| DROCK 5 A 1.480% maturity date 09/15/2020 | | | 84,795 |
| BRK 1.300 0518 1.300% maturity date 5/15/18 | | | 99,403 |
| BRK 1.550 0218 1.550% maturity date 2/09/18 | | | 120,675 |
| BRK 2.100 0819 2.100% maturity date 08/14/2019 | | | 91,286 |
| CD CD1 A4 5.226% maturity date 07/15/2044 | | | 128,940 |
| CFCRE C2 A2 3.061% maturity date 12/15/47 | | | 134,039 |
| CITEC VT1 A3 1.500% maturity date 10/21/2019 | | | 74,818 |
| COMM CR12 A1 1.295% maturity date 10/10/46 | | | 153,118 |
| COMM LC15 A1 1.259% maturity date 04/10/2047 | | | 118,220 |
| COMM UB53 A1 1.402% maturity date 06/10/2047 | | | 65,214 |
| COMM CR19 A1 1.415% maturity date 08/10/2047 | | | 66,695 |
| COMM CR20 A1 1.324% maturity date 11/10/2047 | | | 184,393 |
| COMM CR20 A2 2.801% maturity date 11/10/2047 | | | 87,016 |
| COMM LC17 A1 1.381% maturity date 10/10/2047 | | | 119,669 |

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FORM 5500, SCHEDULE H: PART IV, LINE 4i
 SCHEDULE OF ASSETS (HELD AT END OF YEAR)
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| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-------------|--------|---------------|
| COMM UBS6 A1 1.445% maturity date 12/10/2047 | | | 134,615 |
| CNH B A3 0.910% maturity date 05/15/2019 | | | 79,801 |
| COMM CR2 A1 0.824% maturity date 08/15/2045 | | | 57,397 |
| COMM CR7 A1 0.716% maturity date 03/10/2046 | | | 58,236 |
| COMM LC13 A1 1.309% maturity date 08/10/2046 | | | 63,504 |
| COMM CR18 A1 1.442% maturity date 07/15/2047 | | | 84,159 |
| CNH C A3 1.050% maturity date 11/15/2019 | | | 134,364 |
| CABMT 2A A1 1.450% maturity date 06/15/2020 | | | 155,678 |
| CM 1.550 0118 1.550% maturity date 1/23/18 | | | 80,151 |
| CM 1.350 0716 1.350% maturity date 7/18/16 | | | 30,373 |
| COMET A7 A7 5.750% maturity date 07/15/2020 | | | 43,490 |
| COMET A3 A3 0.960% maturity date 09/16/2019 | | | 229,251 |
| COMET A5 A 1.480% maturity date 07/15/2020 | | | 175,154 |
| DUK 5.300 0119 5.300% maturity date 01/15/2019 | | | 131,662 |
| CAT 1.000 0317 1.000% maturity date 03/03/2017 | | | 95,055 |
| CNP A A4 5.170% maturity date 8/01/19 | | | 41,676 |
| CNP 1 A2 3.460% maturity date 8/15/19 | | | 253,456 |
| CNP 1 A2 2.161% maturity date 10/15/21 | | | 131,372 |
| CHAIT A1 A1 1.150% maturity date 01/15/2019 | | | 35,001 |
| CHAIT A3 A3 5.230% maturity date 4/15/19 | | | 152,123 |
| CHAIT A6 A6 1.260% maturity date 07/15/2019 | | | 79,780 |
| CHAIT A7 A 1.380% maturity date 11/15/2019 | | | 204,311 |
| CVX 1.104 1217 1.104% maturity date 12/05/17 | | | 591,796 |
| CCART AA A3 0.910% maturity date 4/16/18 | | | 25,062 |
| CSCO 3.150 0317 3.150% maturity date 3/14/17 | | | 395,497 |
| CSCO 2.125 0319 2.125% maturity date 03/01/2019 | | | 106,238 |
| CCCIT A1 A1 5.350% maturity date 2/07/20 | | | 254,984 |
| CCCIT A8 A8 5.650% maturity date 04/09/2020 | | | 230,631 |
| CCCIT A2 A2 1.020% maturity date 02/22/2019 | | | 244,953 |
| CCCIT A4 A4 1.230% maturity date 04/24/2019 | | | 75,054 |
| CCCIT A6 A6 2.150% maturity date 07/15/2021 | | | 222,134 |
| CCCIT A8 A8 1.730% maturity date 04/09/2020 | | | 301,827 |
| CGCMT GC8 A1 0.685% maturity date 9/10/45 | | | 287,966 |
| CGCMT GC11 A1 0.754% maturity date 4/10/46 | | | 68,619 |
| CGCMT GC15 A1 1.378% maturity date 9/10/46 | | | 90,348 |
| COP 1.050 1217 1.050% maturity date 12/15/17 | | | 227,166 |
| RABOBK 3.375 0117 3.375% maturity date 1/19/17 | | | 338,680 |
| COST 1.125 1217 1.125% maturity date 12/15/17 | | | 173,951 |
| CS 1.375 0517 1.375% maturity date 05/26/2017 | | | 137,778 |
| CS 2.300 0519 2.300% maturity date 05/28/2019 | | | 90,035 |
| DE 1.050 1216 1.050% maturity date 12/15/2016 | | | 110,350 |
| DE 2.000 0117 2.000% maturity date 1/13/17 | | | 420,756 |
| DE 1.950 0319 1.950% maturity date 03/04/2019 | | | 149,783 |

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| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|---------------------------------|--------|---------------|
| DE 1.200 1017 | 1.200% maturity date 10/10/17 | | 199,401 |
| DE 1.550 1217 | 1.550% maturity date 12/15/2017 | | 175,789 |
| DEFT 1 A3 | 0.940% maturity date 06/22/2020 | | 24,981 |
| DB 1.400 0217 | 1.400% maturity date 02/13/2017 | | 70,230 |
| DB 2.500 0219 | 2.500% maturity date 02/13/2019 | | 40,873 |
| DB 1.350 0517 | 1.350% maturity date 05/30/2017 | | 69,492 |
| DCENT A1 A1 | 5.650% maturity date 3/16/20 | | 322,606 |
| DCENT A6 A6 | 1.670% maturity date 01/18/2022 | | 176,841 |
| DCENT A5 A5 | 1.040% maturity date 04/15/2019 | | 74,961 |
| DCENT A3 A3 | 1.220% maturity date 10/15/2019 | | 104,878 |
| DCENT A4 A4 | 2.120% maturity date 12/15/2021 | | 175,555 |
| DCENT A5 A | 1.390% maturity date 04/15/2020 | | 294,566 |
| DIS 1.125 0217 | 1.125% maturity date 2/15/17 | | 65,298 |
| DUK 5.250 0118 | 5.250% maturity date 01/15/2018 | | 130,143 |
| EBAY 2.200 0819 | 2.200% maturity date 08/01/2019 | | 144,881 |
| FG 2.500 0128 | 2.500% maturity date 01/01/2028 | | 546,174 |
| FG 4.000 0926 | 4.000% maturity date 9/01/26 | | 336,105 |
| FG 4.500 1124 | 4.500% maturity date 11/01/24 | | 119,455 |
| FG 2.500 0128 | 2.500% maturity date 01/01/2028 | | 163,431 |
| FG 4.500 0926 | 4.500% maturity date 9/01/26 | | 190,847 |
| FG 2.500 0527 | 2.500% maturity date 5/01/27 | | 185,641 |
| FG 2.500 0228 | 2.500% maturity date 02/01/2028 | | 390,341 |
| FG 2.500 0528 | 2.500% maturity date 5/01/28 | | 218,482 |
| FG 4.500 1224 | 4.500% maturity date 12/01/24 | | 154,361 |
| FG 3.000 0427 | 3.000% maturity date 4/01/27 | | 140,375 |
| FG 3.500 1225 | 3.500% maturity date 12/01/25 | | 242,785 |
| FG 3.500 0326 | 3.500% maturity date 3/01/26 | | 147,773 |
| FG 4.000 0326 | 4.000% maturity date 3/01/26 | | 263,483 |
| FG 3.500 0426 | 3.500% maturity date 4/01/26 | | 286,718 |
| FG 3.500 0426 | 3.500% maturity date 4/01/26 | | 254,902 |
| FG 2.500 0127 | 2.500% maturity date 1/01/27 | | 657,799 |
| FG 3.000 0427 | 3.000% maturity date 4/01/27 | | 493,232 |
| FG 3.000 0727 | 3.000% maturity date 7/01/27 | | 508,805 |
| FG 4.000 0425 | 4.000% maturity date 4/01/25 | | 108,557 |
| FG 3.000 0427 | 3.000% maturity date 04/01/2027 | | 142,138 |
| FG 2.500 0727 | 2.500% maturity date 7/01/27 | | 153,594 |
| FG 3.000 1027 | 3.000% maturity date 10/01/27 | | 156,735 |
| FG 3.000 0827 | 3.000% maturity date 8/01/27 | | 67,067 |
| FG 2.500 1127 | 2.500% maturity date 11/01/27 | | 296,067 |
| FB 3.000 0529 | 3.000% maturity date 05/01/2029 | | 150,150 |
| FNMA 0.875 0817 | 0.875% maturity date 8/28/17 | | 374,811 |
| FNA M8 ASQ2 | 1.520% maturity date 12/25/19 | | 45,086 |
| FNA M8 A1 | 1.539% maturity date 5/25/22 | | 20,087 |

FORM 5500, SCHEDULE H: PART IV, LINE 4i
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| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-------------|--------|---------------|
| FNA M8 AB1 1.362% maturity date 5/25/22 | | | 67,531 |
| FNA M14 AB1 1.233% maturity date 9/25/22 | | | 270,949 |
| FNR 30 AB 2.000% maturity date 01/25/2043 | | | 240,261 |
| FNR 130 DE 3.500% maturity date 11/25/2042 | | | 91,841 |
| FNR 50 WB 3.000% maturity date 08/25/2044 | | | 409,992 |
| FHR 4202 DL 3.000% maturity date 05/15/2028 | | | 316,485 |
| FHR 4203 CD 2.250% maturity date 05/15/2033 | | | 125,419 |
| FHR 4206 DA 2.000% maturity date 05/15/2033 | | | 87,699 |
| FHR 4229 MA 3.500% maturity date 05/15/2041 | | | 477,696 |
| FHR 4281 MP 3.750% maturity date 12/15/2043 | | | 202,007 |
| FHR 4308 AH 3.000% maturity date 02/15/2029 | | | 288,560 |
| FHR 4367 YA 3.000% maturity date 07/15/2044 | | | 278,050 |
| FHLMC 0.500 0516 0.500% maturity date 5/13/16 | | | 500,509 |
| FN 3.500 0126 3.500% maturity date 1/01/26 | | | 302,526 |
| FN 4.000 0226 4.000% maturity date 2/01/26 | | | 196,924 |
| FN 3.500 0426 3.500% maturity date 04/01/2026 | | | 50,963 |
| FN 3.500 1126 3.500% maturity date 11/01/26 | | | 375,900 |
| FN 3.500 1126 3.500% maturity date 11/01/2026 | | | 70,614 |
| FN 3.000 0127 3.000% maturity date 1/01/27 | | | 494,599 |
| FN 4.000 0826 4.000% maturity date 8/01/26 | | | 304,335 |
| FN 2.500 0328 2.500% maturity date 3/01/28 | | | 802,689 |
| FN 3.000 1127 3.000% maturity date 11/01/2027 | | | 423,306 |
| FN 3.000 0727 3.000% maturity date 7/01/27 | | | 196,835 |
| FN 3.000 0827 3.000% maturity date 8/01/27 | | | 476,364 |
| FN 2.500 1027 2.500% maturity date 10/01/27 | | | 262,381 |
| FN 2.500 1227 2.500% maturity date 12/01/27 | | | 289,693 |
| FN 2.500 1127 2.500% maturity date 11/01/27 | | | 238,580 |
| FN 3.000 0328 3.000% maturity date 03/01/2028 | | | 243,727 |
| FNR 14 AN 3.500% maturity date 03/25/2033 | | | 392,473 |
| FHR 2590 OA 4.000% maturity date 03/15/2033 | | | 187,245 |
| FN 3.500 1025 3.500% maturity date 10/01/25 | | | 166,898 |
| FN 2.500 0627 2.500% maturity date 6/01/27 | | | 152,286 |
| FN 2.500 0927 2.500% maturity date 09/01/2027 | | | 229,171 |
| FN 2.500 0128 2.500% maturity date 01/01/2028 | | | 164,538 |
| FN 2.500 0328 2.500% maturity date 3/01/28 | | | 124,757 |
| FN 2.500 0528 2.500% maturity date 5/01/28 | | | 346,349 |
| FN 4.500 0824 4.500% maturity date 8/01/24 | | | 165,216 |
| FN 4.500 1224 4.500% maturity date 12/01/24 | | | 127,556 |
| FN 4.500 0425 4.500% maturity date 4/01/25 | | | 177,259 |
| FN 4.500 0625 4.500% maturity date 6/01/25 | | | 148,486 |
| FN 4.000 0725 4.000% maturity date 7/01/25 | | | 155,473 |
| FN 5.500 0124 5.500% maturity date 1/01/24 | | | 268,406 |
| FN 4.000 0925 4.000% maturity date 9/01/25 | | | 245,389 |

FORM 5500, SCHEDULE H: PART IV, LINE 4i
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| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-------------|--------|---------------|
| FITAT 2 A3 0.890% maturity date 11/15/2018 | | | 44,912 |
| FITAT 3 A3 0.960% maturity date 03/15/2019 | | | 169,378 |
| FORDO A A4 1.290% maturity date 04/15/2019 | | | 180,126 |
| FORDO B A4 1.420% maturity date 08/15/2019 | | | 34,998 |
| FORDL B A4 1.100% maturity date 11/15/2017 | | | 25,058 |
| GEET 2 A4 0.810% maturity date 9/24/20 | | | 95,085 |
| GEET 2 A3 0.920% maturity date 9/25/17 | | | 175,414 |
| GEEST 1A A3 0.950% maturity date 09/25/2017 | | | 239,598 |
| GEET 1 A3 0.970% maturity date 04/23/2018 | | | 96,947 |
| GSMS GC5 A2 2.999% maturity date 8/10/44 | | | 128,616 |
| GSMS GC6 A2 2.539% maturity date 1/10/45 | | | 81,772 |
| GN 5.000 1223 5.000% maturity date 12/15/23 | | | 372,432 |
| GSMS GC20 A1 1.343% maturity date 04/10/2047 | | | 94,500 |
| GSMS GC24 A1 1.509% maturity date 09/10/2047 | | | 57,721 |
| GE 5.625 0518 5.625% maturity date 5/01/18 | | | 221,248 |
| GE 2.300 0417 2.300% maturity date 4/27/17 | | | 498,744 |
| GE 1.600 1117 1.600% maturity date 11/20/17 | | | 100,797 |
| GE 2.300 0119 2.300% maturity date 01/14/2019 | | | 71,864 |
| GE 1.250 0517 1.250% maturity date 05/15/2017 | | | 85,251 |
| GCCT 4A A 1.390% maturity date 07/15/2019 | | | 199,352 |
| HDMOT 1 A3 1.100% maturity date 01/15/2016 | | | 154,781 |
| HD 2.000 0619 2.000% maturity date 06/15/2019 | | | 55,184 |
| HAROT 1 A3 0.770% maturity date 1/15/16 | | | 11,748 |
| HAROT 4 A3 0.990% maturity date 09/17/2018 | | | 239,519 |
| HON 5.300 0317 5.300% maturity date 3/15/17 | | | 259,558 |
| HALST B A3 0.980% maturity date 10/17/16 | | | 100,301 |
| HART A A3 0.790% maturity date 07/16/2018 | | | 49,955 |
| HALST A A4 1.010% maturity date 09/15/2017 | | | 95,122 |
| HART B A3 0.900% maturity date 12/17/2018 | | | 59,863 |
| HALST B A3 0.980% maturity date 11/15/2017 | | | 79,892 |
| ITW 0.900 0217 0.900% maturity date 02/25/2017 | | | 134,812 |
| ITW 1.950 0319 1.950% maturity date 03/01/2019 | | | 191,338 |
| IBM 5.700 0917 5.700% maturity date 9/14/17 | | | 33,941 |
| IBM 1.950 0219 1.950% maturity date 02/12/2019 | | | 146,626 |
| JPM 3.150 0716 3.150% maturity date 7/05/16 | | | 495,585 |
| JPM 1.625 0518 1.625% maturity date 5/15/18 | | | 168,484 |
| JPMCC LDP5 A4 5.200% maturity date 12/15/44 | | | 131,033 |
| JPMCC C8 A2 1.797% maturity date 10/15/45 | | | 201,467 |
| JPMBB C12 A1 1.085% maturity date 07/15/2045 | | | 26,446 |
| JPMBB C15 A1 1.233% maturity date 11/15/45 | | | 81,740 |
| JPMBB C21 A1 1.322% maturity date 08/15/2047 | | | 74,937 |
| JPMBB C22 A1 1.451% maturity date 09/15/2047 | | | 104,889 |
| JPMBB C24 A1 1.539% maturity date 11/15/2047 | | | 88,059 |

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FORM 5500, SCHEDULE H: PART IV, LINE 4i
 SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-------------|--------|---------------|
| JPMBB C25 A1 1.521% maturity date 11/15/2047 | | | 54,281 |
| JDOT A A3 0.920% maturity date 04/16/2018 | | | 199,990 |
| JPM 6.000 0717 6.000% maturity date 7/05/17 | | | 62,214 |
| JPM 2.200 1019 2.200% maturity date 10/22/2019 | | | 64,714 |
| LLY 1.950 0319 1.950% maturity date 03/15/2019 | | | 91,000 |
| LCDA ELL A1 1.660% maturity date 02/01/2022 | | | 81,262 |
| LOW 2.125 0416 2.125% maturity date 4/15/16 | | | 30,630 |
| MBART 1 A3 0.870% maturity date 10/15/2018 | | | 69,842 |
| MRK 1.300 0518 1.300% maturity date 5/18/18 | | | 238,137 |
| BRKHEC 2.400 0319 2.400% maturity date 03/15/2019 | | | 46,009 |
| SO 2.350 1016 2.350% maturity date 10/15/16 | | | 164,208 |
| MSC HQ6 A4A 4.989% maturity date 8/13/42 | | | 117,609 |
| MSC C3 A2 3.224% maturity date 7/15/49 | | | 42,837 |
| MSBAM C8 A1 0.777% maturity date 12/15/48 | | | 234,927 |
| MSBAM C10 A1 1.394% maturity date 7/15/46 | | | 135,910 |
| MSBAM C17 A1 1.551% maturity date 08/15/2047 | | | 33,215 |
| MSBAM C18 A1 1.686% maturity date 10/15/2047 | | | 112,510 |
| MSBAM C19 A1 1.573% maturity date 12/15/2047 | | | 200,054 |
| NRUC 2.150 0219 2.150% maturity date 02/01/2019 | | | 348,273 |
| NAROT A A4 1.940% maturity date 9/15/17 | | | 92,464 |
| NALT A A4 1.040% maturity date 10/15/2019 | | | 34,961 |
| NALT B A3 1.120% maturity date 09/15/2017 | | | 328,827 |
| OXY 1.500 0218 1.500% maturity date 2/15/18 | | | 348,249 |
| ORCL 1.200 1017 1.200% maturity date 10/15/17 | | | 224,769 |
| ORCL 2.250 1019 2.250% maturity date 10/08/2019 | | | 177,158 |
| PCAR 2.200 0919 2.200% maturity date 09/15/2019 | | | 241,699 |
| PEP 0.950 0217 0.950% maturity date 02/22/2017 | | | 205,005 |
| PFE 0.900 0117 0.900% maturity date 1/15/17 | | | 65,012 |
| PILOT 1 A3 1.030% maturity date 11/20/2017 | | | 189,791 |
| ROSW 2.250 0919 2.250% maturity date 09/30/2019 | | | 141,692 |
| RY 1.200 0117 1.200% maturity date 01/23/2017 | | | 286,293 |
| RY 2.150 0319 2.150% maturity date 03/15/2019 | | | 207,247 |
| SANFP 1.250 0418 1.250% maturity date 4/10/18 | | | 74,495 |
| SCGAU 2.375 1119 2.375% maturity date 11/05/2019 | | | 174,370 |
| SCHW 2.200 0718 2.200% maturity date 07/25/2018 | | | 142,113 |
| RDSALN 2.000 1118 2.000% maturity date 11/15/18 | | | 343,186 |
| SPG 2.150 0917 2.150% maturity date 9/15/17 | | | 138,143 |
| SPG 2.200 0219 2.200% maturity date 02/01/2019 | | | 65,938 |
| STT 2.875 0316 2.875% maturity date 3/07/16 | | | 330,742 |
| SYU 5.375 0319 5.375% maturity date 03/17/2019 | | | 160,078 |
| ONCOR 1 A3 5.290% maturity date 5/15/18 | | | 109,404 |
| TGT 2.300 0619 2.300% maturity date 06/26/2019 | | | 324,038 |
| TD 1.400 0418 1.400% maturity date 4/30/18 | | | 154,397 |

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FORM 5500, SCHEDULE H: PART IV, LINE 4i
 SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|-------------|--------|---------------|
| TD 2.125 0719 2.125% maturity date 07/02/2019 | | | 216,263 |
| TAOT A A4 1.180% maturity date 06/17/2019 | | | 124,966 |
| TOYOTA 1.375 0118 1.375% maturity date 1/10/18 | | | 170,207 |
| TAOT A A4 0.690% maturity date 11/15/18 | | | 189,528 |
| TOYOTA 2.125 0719 2.125% maturity date 07/18/2019 | | | 121,510 |
| UBSBB C2 A1 1.006% maturity date 5/10/63 | | | 65,492 |
| USAOT 1 A4 0.940% maturity date 05/15/2019 | | | 164,858 |
| USB 1.650 0517 1.650% maturity date 5/15/17 | | | 232,201 |
| USB 2.200 0419 2.200% maturity date 04/25/2019 | | | 272,323 |
| T 0.250 1215 0.250% maturity date 12/31/2015 | | | 349,948 |
| T 1.375 0918 1.375% maturity date 9/30/18 | | | 1,047,691 |
| T 0.750 0317 0.750% maturity date 03/15/2017 | | | 120,222 |
| T 0.875 0817 0.875% maturity date 08/15/2017 | | | 285,252 |
| T 1.000 1016 1.000% maturity date 10/31/16 | | | 3,642,132 |
| T 0.875 1116 0.875% maturity date 11/30/16 | | | 447,289 |
| T 1.500 1019 1.500% maturity date 10/31/2019 | | | 503,220 |
| T 2.250 1124 2.250% maturity date 11/15/2024 | | | 232,217 |
| T 1.500 1119 1.500% maturity date 11/30/2019 | | | 1,656,659 |
| T 1.625 1219 1.625% maturity date 12/31/2019 | | | 823,850 |
| T 0.250 1015 0.250% maturity date 10/15/15 | | | 260,160 |
| T 0.375 0316 0.375% maturity date 3/15/16 | | | 2,903,471 |
| T 0.250 0516 0.250% maturity date 5/15/16 | | | 404,277 |
| T 1.000 0518 1.000% maturity date 5/31/18 | | | 1,377,756 |
| T 0.625 1117 0.625% maturity date 11/30/2017 | | | 963,044 |
| T 0.875 0916 0.875% maturity date 09/15/2016 | | | 1,209,413 |
| T 0.875 0617 0.875% maturity date 06/15/2017 | | | 334,954 |
| UTX 1.800 0617 1.800% maturity date 6/01/17 | | | 71,020 |
| VWALT A A4 0.990% maturity date 07/20/2018 | | | 19,917 |
| WFRBS C20 A1 1.283% maturity date 05/15/2047 | | | 27,051 |
| WFRBS C7 A1 2.300% maturity date 6/15/45 | | | 83,253 |
| WFRBS C16 A1 1.406% maturity date 9/15/46 | | | 98,169 |
| WFRBS C23 A2 3.185% maturity date 10/15/2057 | | | 312,150 |
| WFRBS C24 A1 1.390% maturity date 11/15/2047 | | | 68,918 |
| WFRBS C25 A1 1.518% maturity date 11/15/2047 | | | 274,012 |
| WBCMT C21 A4 5.239% maturity date 10/15/44 | | | 156,686 |
| WBCMT C23 A4 5.418% maturity date 1/15/45 | | | 411,483 |
| WMT 1.125 0418 1.125% maturity date 4/11/18 | | | 351,816 |
| WFC 2.100 0517 2.100% maturity date 5/08/17 | | | 198,908 |
| WFC 1.500 0118 1.500% maturity date 1/16/18 | | | 480,673 |
| WFC 2.150 0119 2.150% maturity date 1/15/19 | | | 65,816 |
| WFC 2.125 0419 2.125% maturity date 04/22/2019 | | | 250,953 |
| WFCM LC5 A1 0.687% maturity date 10/15/45 | | | 78,178 |
| WSTP 1.200 0517 1.200% maturity date 05/19/2017 | | | 59,818 |

FORM 5500, SCHEDULE H: PART IV, LINE 4i
 SCHEDULE OF ASSETS (HELD AT END OF YEAR)
 DECEMBER 31, 2014

| Identity of Issuer, Borrower, Lessor, or Similar Party | Description | Cost** | Current Value |
|--|---------------------------------|--------|-----------------|
| WSTP 2.250 0718 2.250% maturity date 7/30/18 | | | 133,128 |
| WOART A A4 0.850% maturity date 8/15/18 | | | 80,174 |
| XOM 5.650 0416 5.650% maturity date 4/01/16 | | | 107,639 |
| Cash | | | 786,836 |
| Total Synthetic GICs | | | 158,738,045 |
| Other Investments | | | |
| Pinnacle West Common Stock* | Pinnacle West Stock Fund | | 93,510,720 |
| Self-Directed Brokerage Account | Self-Directed Brokerage Account | | 67,250,615 |
| *Various participants**** | Participant loans | | 25,485,555 |
| Total other investments | | | 186,246,890 |
| Total Assets Held for Investment Purposes | | | \$1,088,876,937 |

*Party-in-interest

**Cost information is not required for participant-directed investments and therefore is not included.

***Short-Term Investments represent \$12,719,461 from the Stable Value Fund, \$1,205,587 from the Pinnacle West Stock Fund and \$3,968 from the Treasury Fund.

****Interest rates for participant loans as of December 31, 2014, ranged from 4.25% to 10.5% with maturity dates ranging from 2015 to 2029.

See accompanying Report of Independent registered public accounting firm.

FORM 5500, SCHEDULE H: PART IV, LINE 4i
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2014

Exhibits Filed

| Exhibit No. | Description |
|-------------|--|
| 23.1 | Consent of Independent Registered Public Accounting Firm |

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SIGNATURE

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

THE PINNACLE WEST CAPITAL
CORPORATION SAVINGS PLAN

Date: June 19, 2015

By /s/ Barbara M. Gomez
Barbara M. Gomez
Vice President Human Resources
Arizona Public Service Company