



Edgar Filing: PINNACLE WEST CAPITAL CORP - Form 5

7. Individual or Joint/Group Filing (Check applicable line)  
 Form filed by One Reporting Person  
 Form filed by More Than one Reporting Person

Page 1 of 3

Form 5 (continued)

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security<br>(Instr. 3) | 2. Trans-<br>action Date<br>(Month/Day/<br>Year) | 2A.<br>Deemed<br>Execution<br>Date, if any<br>(Month/Day/<br>Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4.<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D) (Instr.<br>3, 4 and 5) | 5. Amount<br>of Secur-<br>ities<br>Bene-<br>ficially<br>Owned at<br>End of<br>Fiscal<br>Year<br>(Instr.<br>3 and 4) |
|------------------------------------|--|--|---|--|---|
| Common Stock                       | 6-19-02  |  | A                                       | 2,150 A  | 15,788  |
| Common Stock                       |  |  |   |  | 2,131   |

\* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Page 2 of 3

Form 5 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 2.<br>Conver-<br>sion<br>of<br>Exer-<br>cise | 3A.<br>Deemed<br>Execu- | 3.<br>Execu- | 5.<br>Number<br>of<br>Deriv-<br>ative<br>Secur-<br>ities<br>Acquired<br>(A) or | 6.<br>Date<br>Exercisable and | 7.<br>Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3<br>and 4) | 8.<br>Price<br>of |
|--|-------------------------|--------------|--|-------------------------------|---|-------------------|
|--|-------------------------|--------------|--|-------------------------------|---|-------------------|

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| 1.                                   | Price of | Transaction Date, if any | 4. Transaction Code | Disposed of (Instr. 3, 4 and 5) | Expiration Date (Month/Day/Year) | Derivative or Security Title | Amount or Number of Shares | Derivative or Security (Instr. 5) |
|--------------------------------------|----------|--------------------------|---------------------|---------------------------------|----------------------------------|------------------------------|----------------------------|-----------------------------------|
| Employee Stock Option (Right to Buy) | \$38.37  | 6-19-02                  | A                   | 10,750                          | (1) 6-19-12                      | Common Stock                 | 10,750                     |                                   |

Employee  
Stock Option  
(Right to Buy)

\$38.37 6-19-02 A 10,750 (1) 6-19-12 Common Stock 10,750

Explanation of Responses:

- (1) The option becomes exercisable 1/3 of the grant per year commencing 6-19-03. The standard three year vesting period can be accelerated up to one year if specified earnings targets are met.

John G. Bohon

February 13, 2003

\*\*Signature of Reporting Person

Date

John G. Bohon

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedures.