

# PINNACLE WEST CAPITAL CORP

Filed by  
**JPMORGAN CHASE & CO**

## **FORM SC 13G** (Statement of Ownership)

Filed 02/03/06

Address	400 NORTH FIFTH STREET MS8695 PHOENIX, AZ 85004
Telephone	602 250 1000
CIK	0000764622
Symbol	PNW
Fiscal Year	12/31

# PINNACLE WEST CAPITAL CORP

## FORM SC 13G (Statement of Ownership)

Filed 2/3/2006

Address	400 NORTH FIFTH STREET . PHOENIX, Arizona 85004
Telephone	602-379-2500
CIK	0000764622
Industry	Electric Utilities
Sector	Utilities
Fiscal Year	12/31

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**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

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**SCHEDULE 13G/A**

**(Rule 13d-102)**

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT**

**TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED**

**PURSUANT TO RULE 13d-2(b)**

**( AMENDMENT 4 )**

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**PINNACLE WEST CAPITAL CORPORATION**

*( NAME OF ISSUER )*

**COMMON STOCK**

*(Title of Class of Securities)*

**723484101**

*(CUSIP Number)*

**DECEMBER 30,2005**

*(Date of Event Which Requires Filing of this Statement)*

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

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CUSIP No. 723484101

13G/A

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1. Names of reporting persons JPMorgan Chase & Co.

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

13-2624428

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2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

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3. SEC USE ONLY

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4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5. 6. 7. 8.	SOLE VOTING POWER SHARED VOTING POWER SOLE DISPOSITIVE POWER SHARED DISPOSITIVE POWER	1 7 2 3
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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
3,089,844

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10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES

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11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
3.1%

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12. TYPE OF REPORTING PERSON\* HC

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**Item 1(a). Name of Issuer:**

PINNACLE WEST CAPITAL CORPORATION

**Item 1(b). Address of Issuer's Principal Executive Offices:**

400 NORTH FIFTH ST., P.O. BOX 53999

PHOENIX, ARIZONA 85072-3999

**Item 2(a). Name of Person Filing:**

JPMorgan Chase & Co.

**Item 2(b). Address of Principal Business Office or, if None, Residence:**

270 PARK AVE

NEW YORK, NY 10017

**Item 2(c). Citizenship**

Delaware

**Item 2(d). Title of Class of Securities:**

COMMON STOCK

Unless otherwise noted, security being reported is common stock

**Item 2(e). CUSIP Number: 723484101**

**Item 3 If this Statement is Filed Pursuant to Rule 13d-1(b), or 1  
Or (c), Check Whether the Person Filing is a :**

- (a) Broker or dealer registered under Section 15 of the Exchange Act;
- (b) Bank as defined in Section 3(a)(6) of the Exchange Act;
- (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act;
- (d) Investment company registered under Section 8 of the Investment Company Act;
- (e) An investment adviser in accordance with Rule 13d-1(b)(1);
- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) A church plan that is excluded from the definition of an

Investment company under Section 3(c)(14) of the Investment Company Act;

(j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(b), check this box.

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**Item 4. Ownership**

Provide the following information regarding the aggregate number of shares of the class of securities of issuer identified in Item 4. Percentage of the class of securities of issuer identified in Item 4.

(a) Amount beneficially owned: 3,089,844

Including 0 shares where there is a Right to Acquire.

(b) Percent of class: 3.1%

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

(ii) Shared power to vote or to direct the vote:

(iii) Sole power to dispose or to direct the disposition:

(iv) Shared power to dispose or to direct the disposition:

**Item 5. Ownership of Five Percent or Less of a Class. YES**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. (X)

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

JPMorgan Chase & Co. is the beneficial owner of 3,089,844 shares of the issuer's common stock on behalf of other persons known to have one or more of the following:

the right to receive dividends for such securities;  
the power to direct the receipt of dividends from s  
the right to receive the proceeds from the sale of  
the right to direct the receipt of proceeds from th  
securities;

No such person is known to have an interest in more than 5% of the cla  
securities reported herein unless such person is identified below.

**Item 7. Identification and Classification of the Subsidiary Whi  
Security being reported on by the Parent Holding Compan**

This notice is filed on behalf of JPMorgan Chase & Co. and its wholly o  
Subsidiary (ies),

Chase Manhattan Bank USA, National Association

JPMorgan Chase Bank, National Association

J.P. Morgan Investment Management Inc.

J.P. Morgan Trust Company, National Association

Bank One Trust Co., N.A.

JPMorgan Investment Advisors Inc.

**Item 8. Identification and Classification of Members of the Gro  
Not Applicable**

**Item 9. Notice of Dissolution of Group.  
Not Applicable**

**Item 10. Certifications**

By signing below I certify that, to the best of my knowledge and belie:



the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 3, 2006

JPMorgan Chase & Co.

By: /s/ Margaret R. Ruess

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Margaret R. Ruess

Corporate Compliance

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of the filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the commission shall be incorporated by reference. The name and any title of each person who signs the

the statement shall be typed or printed beneath his signature.

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