

# PINNACLE WEST CAPITAL CORP

Filed by  
**MELLON FINANCIAL CORP**

## **FORM SC 13G/A** (Amended Statement of Ownership)

Filed 01/27/00

Address	400 NORTH FIFTH STREET MS8695 PHOENIX, AZ 85004
Telephone	602 250 1000
CIK	0000764622
Symbol	PNW
SIC Code	6021 - National Commercial Banks
Industry	Investment Services
Sector	Financial
Fiscal Year	12/31

# PINNACLE WEST CAPITAL CORP

## FORM SC 13G/A (Amended Statement of Ownership)

Filed 1/27/2000

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

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 2)

NAME OF ISSUER: PINNACLE WEST CAP Corp.

TITLE OF CLASS OF SECURITIES: COMMON STOCK

CUSIP NUMBER: 723484101

CUSIP NO. 723484101

(1) Names of Reporting Persons MELLON FINANCIAL CORPORATION  
SS or IRS Identification Nos. Of Above Person IRS No. 25-1233834

(2) Check the Appropriate Box if a Member of a Group (See Instructions)  
(a) ( ) (b) ( )

(3) SEC Use Only

(4) Citizenship or Place of Organization United States

Number of Shares	(5)	Sole Voting Power	2,058,709
Beneficially Owned by Each Reporting Person	(6)	Shared Voting Power	89,730
With	(7)	Sole Dispositive Power	2,394,640
	(8)	Shared Dispositive Power	109,365

(9) Aggregate Amount Beneficially Owned by Each Reporting Person  
2,617,782

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) ( )

(11) Percent of Class Represented by Amount in Row (9) 3.08

(12) Type of Reporting Person (See Instructions) HC

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**SCHEDULE 13G**  
(Under the Securities and Exchange Act of 1934)

**Item 1(a) Name of Issuer: PINNACLE WEST CAP CORP.**

**Item 1(b) Address of Issuer's Principal Executive Offices:**  
400 E VAN BUREN ST

**P.O. BOX 52132**  
**PHOENIX AZ 85072-2132**

**Item 2(a) Name of Person Filing: Mellon Financial Corporation and any other**  
reporting person(s) identified on the second part of the cover page(s).

**Item 2(b) Address of Principal Business Office, or if None, Residence:**  
c/o Mellon Financial Corporation One Mellon Center Pittsburgh, Pennsylvania 15258

(for all reporting persons)

**Item 2(c) Citizenship: United States**

**Item 2(d) Title of Class of Securities: Common Stock**

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

**Item 3 See Item 12 of cover page(s) ("Type of Reporting**  
Person") for each reporting person.

BK = Bank as defined in Section 3(a)(6) of the Act

IV = Investment Company registered under Section 8 of the Investment Company Act

IA = Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940

EP = Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or  
Endowment Fund; see  
Section 240.13-d(1)(b)(1)(ii)(F)

HC = Parent Holding Company, in accordance with Section 240.13-d(1)(b)(1)(ii)(G)

**Item 4 Ownership: See Items 5 through 9 and 11 of cover page(s)**  
as to each reporting person.

The amount beneficially owned includes, where appropriate, securities not outstanding which are subject to options, warrants, rights or  
conversion privileges that are exercisable within 60 days. The filing of this Schedule 13G shall not be construed as an admission that Mellon  
Financial Corporation, or its direct or indirect subsidiaries, including Mellon Bank, N.A., are for the purposes of Section 13(d) or 13(g) of the  
Act, the beneficial owners of any securities covered by this Schedule 13G.

The following information applies if checked: ( ) Mellon Bank, N.A. is the trustee of the issuer's employee benefit plan (the "Plan"), which is  
subject to ERISA. The securities reported include all shares held of record by Mellon Bank, N.A. as trustee of the Plan which have not been  
allocated to the individual accounts of employee participants in the Plan. The reporting person, however, disclaims beneficial ownership of all  
shares that have been allocated to the individual accounts of employee participants in the Plan for which directions have been received and  
followed.

**Item 5 Ownership of Five Percent or Less of a Class: 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: All of the securities are beneficially owned by Mellon Financial Corporation and direct or indirect subsidiaries in their various fiduciary capacities. As a result, another entity in every instance is entitled to dividends or proceeds of sale. The number of individual accounts holding an interest of 5% or more is ( 0 ).

**Item 7 Identification and Classification of the Subsidiary Which Acquired**  
the Security Being Reported by the Parent Holding Company:  
See Exhibit I.

**Item 8 Identification and Classification of Members of the Group: N/A**

**Item 9 Notice of Dissolution of Group: N/A**

**Item 10 Certification: By signing below I certify that, to the**

best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

**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. This filing is signed by Mellon Financial Corporation on behalf of all reporting entities pursuant to Rule 13d-1(f)(1) promulgated under the Securities and Exchange Act of 1934, as amended.

Date: January 20, 2000

**MELLON FINANCIAL CORPORATION**

By: JACQLYN D. STEIN

Jacqlyn D. Stein

Vice President,

Mellon Bank, N.A.

Attorney-In-Fact for

Mellon Financial Corporation

## EXHIBIT I

The shares reported on the attached Schedule 13G are beneficially owned by the following direct or indirect subsidiaries of Mellon Financial Corporation, as marked (X):

(A) The Item 3 classification of each of the subsidiaries listed below is "Item 3(b) Bank as defined in Section 3(a)(6) of the Act."

- ( X ) Boston Safe Deposit and Trust Company
- ( X ) Mellon Bank (Delaware) National Association
- ( ) Mellon Bank (MD)
- ( X ) Mellon Bank, N.A. (also parent holding company of the Dreyfus Corporation and Mellon Equity Associates)
- ( ) Mellon, F.S.B.
- ( X ) Mellon Trust of California
- ( X ) Mellon Trust Florida
- ( X ) Mellon Trust of New York

(B) The Item 3 classification of each of the subsidiaries listed below is "Item 3(e) Investment Advisor registered under Section 203 of the Investment Advisers Act of 1940."

- ( ) Boston Safe Advisors
- ( ) Dreyfus Investment Advisors, Inc.
- ( ) Founders Asset Management LLC
- ( ) Franklin Portfolio Associates Trust
- ( X ) Laurel Capital Advisors
- ( X ) Mellon Capital Management Corporation
- ( X ) Mellon Equity Associates
- ( ) Newton Asset Management Limited
- ( ) Newton Capital Management Limited
- ( ) Newton Fund Managers Limited
- ( ) Newton International Investment Management Limited
- ( ) Newton Investment (IOM) Management Limited
- ( ) Newton Investment Management (Guernsey) Limited
- ( ) Newton Investment Management Limited
- ( ) Newton Management (Asia) Pte, Limited
- ( ) Royal Bank of Scotland Portfolio Management Limited
- ( ) Royal Bank of Scotland Unit Trust Management Limited
- ( ) Stewart Newton Fund Management (Mauritius) Limited
- ( ) Sundaram Newton Asset Management Pte Co, Ltd
- ( X ) The Dreyfus Corporation (also parent holding company of Dreyfus Investment Advisors, Inc.)
- ( X ) The Boston Company Asset Management, Inc.
- ( ) Wellington BES Limited

(C) The Item 3 classification of each of the legal entities listed below is "Item 3(g) Parent Holdings Company, in accordance with Section 240.13d-I(b)(ii)(G)."

- ( X ) Boston Group Holdings, Inc. (parent holding company of The Boston Company, Inc.)
- ( X ) MBC Investment Corporation (parent holding company of Laurel Capital Advisors, Franklin Portfolio Associates, Mellon Bank, F.S.B. and Mellon Capital Management Corporation)
- ( X ) Mellon Financial Corporation
- ( ) Neptun LLC (parent holding company of Newton Management Limited)
- ( ) Newton Management Limited (parent holding company of all Newton entities listed in (B) above)
- ( X ) The Boston Company, Inc. (parent holding company of Boston Safe Advisors, Inc., The Boston Company Asset Management, Inc., Boston Safe Deposit and Trust Company, Mellon Trust of California, Mellon Trust of New York and Mellon Trust Florida)

NOTE: ALL OF THE LEGAL ENTITIES LISTED UNDER (A) AND (B) ABOVE ARE DIRECT OR INDIRECT SUBSIDIARIES OF MELLON FINANCIAL CORPORATION. BENEFICIAL OWNERSHIP OF MORE THAN FIVE PERCENT OF THE CLASS BY ANY ONE OF THE SUBSIDIARIES OR INTERMEDIATE PARENT HOLDING COMPANIES LISTED ABOVE IS REPORTED ON A JOINT REPORTING PERSON PAGE FOR THAT SUBSIDIARY ON THE ATTACHED SCHEDULE 13G AND IS INCORPORATED IN THE TOTAL PERCENT OF CLASS REPORTED ON MELLON FINANCIAL CORPORATION'S REPORTING PERSON PAGE. (DO NOT ADD THE SHARES OR PERCENT OF CLASS REPORTED ON EACH JOINT REPORTING PERSON PAGE ON THE ATTACHED SCHEDULE 13G TO

DETERMINE THE TOTAL PERCENT OF CLASS FOR MELLON FINANCIAL CORPORATION.)



---

**End of Filing**

Powered By **EDGAR**  
Online

© 2005 | **EDGAR Online, Inc.**