

EL PASO ELECTRIC CO /TX/  
Form 10-Q/A  
November 22, 2004

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**Form 10-Q/A**  
**Amendment No. 1**

(Mark One)

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

For the quarterly period ended September 30, 2004

OR

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

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number 0-296

**El Paso Electric Company**

(Exact name of registrant as specified in its charter)

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**Texas**  
(State or other jurisdiction of

**74-0607870**  
(I.R.S. Employer

incorporation or organization)

Identification No.)

**Stanton Tower, 100 North Stanton, El Paso, Texas**  
(Address of principal executive offices)

**79901**  
(Zip Code)

**(915) 543-5711**

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. YES  NO

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act). YES  NO

As of November 1, 2004, there were 47,403,072 shares of the Company's no par value common stock outstanding.

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**EL PASO ELECTRIC COMPANY**

**FORM 10-Q/A INTRODUCTORY**

**NOTE**

This Amendment No. 1 to quarterly report on Form 10-Q/A ( Form 10-Q/A ) is being filed to amend the Company's quarterly report on Form 10-Q for the quarter ended September 30, 2004, which was originally filed on November 9, 2004 ( Original Form 10-Q ). Accordingly, pursuant to rule 12b-15 under the Securities Exchange Act of 1934, as amended, this Form 10-Q/A contains the complete text of the cover page, as amended, as well as certain currently dated certifications. Unaffected items have not been repeated in the Amendment No. 1.

On the cover page of the Original Form 10-Q, the Company mistakenly reported the number of shares of common stock outstanding as of November 1, 2004 to be 62,768,180. This number inadvertently included 15,365,108 shares of the Company's treasury stock. The correct number of shares of common stock outstanding as of November 1, 2004, net of the shares of treasury stock, is 47,403,072. The Company has amended the cover page of the Original Form 10-Q accordingly.

This amendment does not reflect events occurring after the filing of the Original Form 10-Q. Such events include, among others, the events described in the Company's current reports on Form 8-K filed after the filing of the Original Form 10-Q.

**SIGNATURES**

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

**EL PASO ELECTRIC COMPANY**

By: /s/ TERRY BASSHAM

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Terry Bassham  
Executive Vice President,  
Chief Financial and Administrative Officer  
(Duly Authorized Officer and Principal Financial  
Officer)

Dated: November 18, 2004

**EL PASO ELECTRIC COMPANY**

**INDEX TO EXHIBITS**

**Exhibit**

**Number      Exhibit**

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10.01	Form of Directors Restricted Stock Award Agreement between the Company and certain directors of the Company. (Identical in all material respects to Exhibit 10.07 to the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 1999)
*10.02	Master Power Purchase and Sale Agreement and Transaction Agreement, dated as of July 7, 2004, between the Company and Southwestern Public Service Company.
*15	Letter re Unaudited Interim Financial Information
31.01	Rule 13a-14(a)/15d-14(a) Certifications
32.01	Section 1350 Certifications

In lieu of non-employee director cash compensation, two agreements, dated as of July 1, 2004, substantially identical in all material respects to this Exhibit, have been entered into with Kenneth R. Heitz and Patricia Z. Holland-Branch; directors of the Company.

\* Previously provided.