

EL PASO ELECTRIC CO /TX/  
Form S-8 POS  
December 09, 2014

As filed with the Securities and Exchange Commission on December 9, 2014  
Registration No. 333-196628

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-8  
REGISTRATION STATEMENT  
UNDER THE SECURITIES ACT OF 1933

EL PASO ELECTRIC COMPANY  
(Exact name of registrant as specified in its charter)  
Texas  
(State or other  
jurisdiction of  
incorporation or  
organization)  
100 NORTH STANTON  
EL PASO TX 79901  
(Address of principal executive offices) (Zip Code)

74-0607870

(IRS Employer Identification No.)

AMENDED AND RESTATED 2007 LONG-TERM INCENTIVE PLAN  
(Full title of the Plan)

THOMAS V. SHOCKLEY III  
CHIEF EXECUTIVE OFFICER  
EL PASO ELECTRIC COMPANY  
100 NORTH STANTON  
EL PASO TX 79901  
(915) 543-5711  
(Name, address including zip code, and telephone number,  
including area code, of agent for service)

Copies to:  
Daniel G. Kelly, Jr.  
Davis Polk & Wardwell  
1600 El Camino Real  
Menlo Park, California 94025  
(650) 752-2000

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Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of “large accelerated filer,” “accelerated filer” and “smaller reporting company” in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input checked="" type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>

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EXPLANATORY NOTE

This Post-Effective Amendment No. 1 to the Registrant's Registration Statement on Form S-8 (Registration No. 333-196628) (the "Registration Statement") is being filed pursuant to Rule 462(d) of the Securities Act of 1933, as amended, solely to file Exhibit 15.1 to the Registration Statement.

PART II

Information Required in the Registration Statement

Item 8. Exhibits

Exhibit Number	Exhibit
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5.1*	Opinion of Counsel.
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15.1	Letter re: Unaudited Interim Financial Information.
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23.1*	Consent of Independent Registered Public Accounting Firm.
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23.2*	Consent of Counsel (included in Exhibit 5.1).
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24.1*	Powers of Attorney.
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99.1*	El Paso Electric Company Amended and Restated 2007 Long-Term Incentive Plan.
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\*Previously filed

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of El Paso, State of Texas, on the 9<sup>th</sup> day of December, 2014.

EL PASO ELECTRIC COMPANY

By: /s/ NATHAN T. HIRSCHI  
 Name: Nathan T. Hirschi  
 Title: Senior Vice President - Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Registration Statement has been signed below by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
* (Thomas V. Shockley III)	Chief Executive Officer (Principal Executive Officer) and Director	December 9, 2014
* (Nathan T. Hirschi)	Senior Vice President - Chief Financial Officer (Principal Financial Officer)	December 9, 2014
* (Catherine A. Allen)	Director	December 9, 2014
* (John Robert Brown)	Director	December 9, 2014
* (James W. Cicconi)	Director	December 9, 2014

* (Edward Escudero)	Director	December 9, 2014
* (James W. Harris)	Director	December 9, 2014
* (Patricia Z. Holland-Branch)	Director	December 9, 2014
* (Woodley L. Hunt)	Director	December 9, 2014
* (Michael K. Parks)	Director	December 9, 2014
* (Eric B. Siegel)	Director	December 9, 2014
* (Stephen N. Wertheimer)	Director	December 9, 2014
* (Charles A. Yamarone)	Director	December 9, 2014

December 9, 2014

\*By: /s/ NATHAN T. HIRSCHI  
Name: Nathan T. Hirschi  
Attorney-in-Fact

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EXHIBIT INDEX

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