

EL PASO ELECTRIC CO /TX/  
Form S-8 POS  
February 19, 2015

As filed with the Securities and Exchange Commission on February 19, 2015  
Registration No. 333-17971

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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

74-0607870

(State or other  
jurisdiction of  
incorporation or  
organization)

(IRS Employer Identification No.)

100 NORTH STANTON  
EL PASO TX 79901  
(Address of principal executive offices) (Zip Code)

EL PASO ELECTRIC COMPANY 1996 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. 333-17971) (the "Registration Statement") is being filed to terminate the effectiveness of the Registration Statement and to deregister all unsold securities reserved for issuance and registered for sale under the El Paso Electric Company 1996 Long-Term Incentive Plan (the "Plan"). Securities are no longer offered under this Registration Statement. The Registrant is filing this Post-Effective Amendment in accordance with the undertaking in the Registration Statement to terminate the effectiveness of the Registration Statement and to remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering.

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 19th day of February, 2015.

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
/s/ Thomas V. Shockley III (Thomas V. Shockley III)	Chief Executive Officer (Principal Executive Officer) and Director	February 19, 2015
/s/ Nathan T. Hirschi (Nathan T. Hirschi)	Senior Vice President - Chief Financial Officer (Principal Financial Officer)	February 19, 2015
/s/ Catherine A. Allen (Catherine A. Allen)	Director	February 19, 2015
/s/ John Robert Brown (John Robert Brown)	Director	February 19, 2015
/s/ James W. Cicconi (James W. Cicconi)	Director	February 19, 2015
/s/ Edward Escudero (Edward Escudero)	Director	February 19, 2015

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/s/ James W. Harris (James W. Harris)	Director	February 19, 2015
/s/ Patricia Z. Holland-Branch (Patricia Z. Holland-Branch)	Director	February 19, 2015
/s/ Woodley L. Hunt (Woodley L. Hunt)	Director	February 19, 2015
/s/ Eric B. Siegel (Eric B. Siegel)	Director	February 19, 2015
/s/ Stephen N. Wertheimer (Stephen N. Wertheimer)	Director	February 19, 2015
/s/ Charles A. Yamarone (Charles A. Yamarone)	Director	February 19, 2015

II- 2