

Ries Catherine E
 Form 4
 May 17, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Ries Catherine E

2. Issuer Name and Ticker or Trading Symbol
 UNS Energy Corp [UNS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 88 E. BROADWAY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/15/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Vice President

TUCSON, AZ 85701
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)	
				(A) or (D)	Price			
Common Stock	05/15/2013		M	V	7,590	\$ 26.18	11,779	D
Common Stock	05/15/2013		S		7,590	\$ 50.06	4,189	D
Common Stock	05/15/2013		M		6,920	\$ 26.11	11,109	D
Common Stock	05/15/2013		S		6,920	\$ 50.06	4,189	D
Common Stock							606.57 ⁽³⁾	I

By 401(k) Plan

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 26.18	05/15/2013		M	7,590	<u>(1)</u> 02/27/2018	Common Stock	7,590
Employee Stock Option (right to buy)	\$ 26.11	05/15/2013		M	6,920	<u>(2)</u> 02/12/2019	Common Stock	6,920

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ries Catherine E 88 E. BROADWAY TUCSON, AZ 85701			Vice President	

Signatures

Diana K. Durako, Attorney
in Fact 05/17/2013

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The options vested in 3 installments on February 27, 2009, 2010 and 2011.
- (2) The options vested in 3 installments on February 12, 2010, 2011 and 2012.
- (3) The total reported holding shown includes shares acquired by reinvesting dividends in unreported transactions pursuant to UNS Energy Corporation's dividend reinvestment program.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.