Gault Polly L Form 4 March 06, 2013

FORM 4

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

Check this box

if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instruction 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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Gault Polly L

(Middle)

(First)

2244 WALNUT GROVE AVENUE

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

EDISON INTERNATIONAL [EIX]

3. Date of Earliest Transaction

(Month/Day/Year)

03/04/2013

Director 10% Owner _X__ Officer (give title Other (specify

(Check all applicable)

below) **Executive Vice President**

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

ROSEMEAD, CA 91770

(City)	(State)	(Zip) Tak	ole I - Non-	-Derivative Se	curities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities omr Disposed of (Instr. 3, 4 and (And Control of Con	of (D) d 5) A) r	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/04/2013		M	11,548 A		40,526.2367	D	
Common Stock	03/04/2013		M	19,726 A	\$ 24.84	60,252.2367	D	
Common Stock	03/04/2013		M	13,518 A	\$ 33.3	73,770.2367	D	
Common Stock	03/04/2013		M	11,708 A	\$ 37.96	85,478.2367	D	
Common Stock	03/04/2013		M	11,466 A	\$ 43.1	96,944.2367	D	

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Common Stock	03/04/2013	S	67,966	D	\$ 49.2671 (1)	28,978.2367	D	
Common Stock						3,938.1707 (2)	I	By Edison 401(k) Savings Plan

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

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SEC 1474

(9-02)

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. Transactic Code (Instr. 8)	5. Number of or 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 Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Non-qualified Stock Options (Right to Buy)	\$ 44.295	03/04/2013		M	11,548	(3)	01/04/2016	Common Stock	11,5
Non-qualified Stock Options (Right to Buy)	\$ 24.84	03/04/2013		M	19,726	<u>(4)</u>	01/02/2019	Common Stock	19,7
Non-qualified Stock Options (Right to Buy)	\$ 33.3	03/04/2013		M	13,518	<u>(5)</u>	01/02/2020	Common Stock	13,5
Non-qualified Stock Options (Right to Buy)	\$ 37.96	03/04/2013		M	11,708	<u>(6)</u>	01/04/2021	Common Stock	11,7
Non-qualified Stock Options (Right to Buy)	\$ 43.1	03/04/2013		M	11,466	<u>(7)</u>	01/02/2022	Common Stock	11,4

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Gault Polly L

2244 WALNUT GROVE AVENUE

Executive Vice President

ROSEMEAD, CA 91770

Signatures

/s/ Marga Rosso, attorney-in-fact for Polly L.
Gault

03/06/2013

**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).
- This transaction was executed in multiple trades at prices ranging from \$49.22 to \$49.34. The price reported above reflects the weighted
- (1) average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares and the separate prices at which the transaction was effected.
- (2) The holdings reported herein include transactions pursuant to the Edison 401(k) Savings Plan exempt from reporting under Section 16(a).
- (3) The options vested in four equal annual installments beginning on January 2, 2007.
- (4) The options vested in four equal annual installments beginning on January 2, 2010.
- (5) The options vested on January 2, 2013; the remaining options will vest on January 2, 2014.
- (6) The options vested on January 2, 2013; the remaining options will vest in two equal annual installments beginning on January 2, 2014.
- (7) The options vested on January 2, 2013; the remaining options will vest in three equal annual installments beginning on January 2, 2014.

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.

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