

EDISON INTERNATIONAL

Form 4

December 22, 2014

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 *
PIZARRO PEDRO

(Last) (First) (Middle)

2244 WALNUT GROVE AVENUE

(Street)

ROSEMEAD, CA 91770

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

EDISON INTERNATIONAL [EIX]

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

12/19/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

President So. Cal. Edison Co.

6. Individual or Joint/Group Filing(Check Applicable Line)

X 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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock ⁽¹⁾	12/19/2014		M		25,196	A	\$ 49.95	31,442	D
Common Stock	12/19/2014		M		19,007	A	\$ 51.38	50,449	D
Common Stock	12/19/2014		M		21,501	A	\$ 47.41	71,950	D
Common Stock	12/19/2014		M		14,106	A	\$ 33.3	86,056	D
Common Stock	12/19/2014		M		31,887	A	\$ 37.96	117,943	D

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Common Stock	12/19/2014	M	49,138	A	\$ 43.1	167,081	D
Common Stock	12/19/2014	S	135,750	D	\$ 65.0446 <u>(2)</u>	31,331	D

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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-qualified Stock Options (Right to Buy)	\$ 47.41	12/19/2014		M	21,501	<u>(3)</u> 03/31/2015	Common Stock	21,501	
Non-qualified Stock Options (Right to Buy)	\$ 49.95	12/19/2014		M	25,196	<u>(4)</u> 03/31/2015	Common Stock	25,196	
Non-qualified Stock Options (Right to Buy)	\$ 51.38	12/19/2014		M	19,007	<u>(4)</u> 03/31/2015	Common Stock	19,007	
Non-qualified Stock Options (Right to Buy)	\$ 33.3	12/19/2014		M	14,106	<u>(5)</u> 03/31/2015	Common Stock	14,106	
Non-qualified Stock Options (Right to Buy)	\$ 37.96	12/19/2014		M	31,887	<u>(6)</u> 03/31/2015	Common Stock	31,887	
Non-qualified Stock Options (Right to Buy)	\$ 43.1	12/19/2014		M	49,138	<u>(7)</u> 03/31/2015	Common Stock	49,138	

