

PORTLAND GENERAL ELECTRIC CO /OR/
Form 4
July 17, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
DILLIN CAROL A

2. Issuer Name and Ticker or Trading Symbol
PORTLAND GENERAL ELECTRIC CO /OR/ [POR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
121 SW SALMON STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/13/2007

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

PORTLAND, OR 97204

(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) Code V Amount (D) Price			
Common Stock	07/13/2007		M	10 A (2)	1,211	D	
Common Stock	07/13/2007		F	145 (4) D \$ 28.1	1,066	D	
Common Stock	07/16/2007		M	3 A (2)	1,069	D	
Common Stock	07/16/2007		F	1 (5) D \$ 27.84	1,068	D	

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

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) Dividend Equivalent Rights (DERs) accrue on Restricted Stock Units (RSUs) and vest proportionately in conjunction with the vesting of the underlying RSUs.
- (2) Reflects the settlement of DERs for common stock.
- (3) Reflects the acquisition of DERs with respect to unvested RSUs in connection with a dividend paid on July 16, 2007.
- (4) Represents shares withheld for payment of tax liability in connection with vesting of RSUs and settlement of DERs.
- (5) Represents shares withheld for payment of tax liability in connection with vesting of DERs.

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.