

EDISON INTERNATIONAL
Form 3
October 03, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â PIZARRO PEDRO | | (Month/Day/Year) | EDISON INTERNATIONAL [EIX] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | | | |
| 2244 WALNUT GROVE AVENUE | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| ROSEMEAD,Â CAÂ 91770 | | | (give title below) | (specify below) |
| (City) | (State) | (Zip) | President So. Cal. Edison Co. | |
| | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock ⁽¹⁾ | 3,630 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Expiration Date | Title | | | |

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| | Date Exercisable | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|--|------------------|---------------|----------------------------|------------|----------------------------|-----|
| Non-qualified Stock Options (Right to Buy) | Â (2) | 03/31/2015(3) | Common Stock | 21,501 | \$ 47.41 | D Â |
| Non-qualified Stock Options (Right to Buy) | Â (4) | 03/31/2015(3) | Common Stock | 25,196 | \$ 49.95 | D Â |
| Non-qualified Stock Options (Right to Buy) | Â (4) | 03/31/2015(3) | Common Stock | 19,007 | \$ 51.38 | D Â |
| Non-qualified Stock Options (Right to Buy) | Â (5) | 03/31/2015(3) | Common Stock | 14,106 | \$ 33.3 | D Â |
| Non-qualified Stock Options (Right to Buy) | Â (6) | 03/31/2015(3) | Common Stock | 31,887 | \$ 37.96 | D Â |
| Non-qualified Stock Options (Right to Buy) | Â (7) | 03/31/2015(3) | Common Stock | 49,138 | \$ 43.1 | D Â |
| Restricted Stock Units | Â (8) | Â (8) | Common Stock | 5,715.2773 | \$ (9) | D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| PIZARRO PEDRO 2244 WALNUT GROVE AVENUE ROSEMEAD,Â CAÂ 91770 | Â | Â | Â President So. Cal. Edison Co. | Â |

Signatures

/s/ Marga Rosso, Attorney-in-fact for Pedro J. Pizarro

10/03/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Relationship of Reporting Person to Issuer: Southern California Edison Company (SCE) is a subsidiary of Edison International.
 - (2) The options vested in four equal annual installments beginning on January 2, 2008; however, if January 2 fell on a holiday or weekend, the vesting date was the next succeeding business day.

In accordance with the terms and conditions applicable to the Reporting Person's option grant, the expiration date was moved forward to
 - (3) March 31, 2015 due to the March 31, 2014 termination of the Reporting Person's employment with Edison Mission Energy ("EME"), a subsidiary of Edison International.
 - (4) The options vested in four equal annual installments beginning on January 2, 2009; however, if January 2 fell on a holiday or weekend, the vesting date was the next succeeding business day.
 - (5) The options vested in four equal annual installments beginning on January 2, 2011; however, if January 2 fell on a holiday or weekend, the vesting date was the next succeeding business day.
 - (6)

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The options vested in four equal installments beginning on January 2, 2012 and thereafter on January 2, 2013, January 2, 2014, and March 31, 2014; the vesting date of the fourth installment was moved forward in accordance with the terms and conditions applicable to the option grant as of the termination of the Reporting Person's employment with EME.

- (7) One-fourth of the options vested on January 2, 2013, one-fourth of the options vested on January 2, 2014, and the remaining options that were not cancelled due to the termination of the Reporting Person's employment with EME vested on March 31, 2014 in accordance with the terms and conditions applicable to the option grant.
- (8) In accordance with the terms and conditions applicable to the restricted stock unit award, the Reporting Person will receive payment of the restricted stock units on October 3, 2014.
- (9) 1 for 1: Each restricted stock unit is equal in value to one share of Edison International Common Stock.

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Remarks:

Exhibit List: Exhibit 24 - Power of attorney.

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.