

EDISON INTERNATIONAL
Form 4
December 17, 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 *
Clarke Mark

(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)

12/15/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Vice President and Controller

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	12/15/2014		M		7,312	A	\$ 31.935
					10,688		
Common Stock	12/15/2014		M		8,551	A	\$ 44.295
					19,239		
Common Stock	12/15/2014		M		7,108	A	\$ 47.41
					26,347		
Common Stock	12/15/2014		M		18,622	A	\$ 33.3
					44,969		
Common Stock	12/15/2014		S		41,593	D	\$ 63.3218
					3,376		
							<u>(1)</u>

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Common Stock	12/15/2014	S	600	D	\$ 63.3	5,200	I	By IRA
Common Stock	12/15/2014	S	5,200	D	\$ 63.29	0	I	By IRA
Common Stock						7,321.0097 (2)	I	By Edison 401(k) Savings Plan
Common Stock						1,086	I	By Clarke Family Trust

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)	\$ 31.935	12/15/2014		M	7,312	(3) 01/02/2015	Common Stock	7,312	
Non-qualified Stock Options (Right to Buy)	\$ 44.295	12/15/2014		M	8,551	(4) 01/04/2016	Common Stock	8,551	
Non-qualified Stock Options (Right to Buy)	\$ 47.41	12/15/2014		M	7,108	(5) 01/03/2017	Common Stock	7,108	
Non-qualified Stock Options (Right to Buy)	\$ 33.3	12/15/2014		M	18,622	(6) 01/02/2020	Common Stock	18,622	

