

PG&E CORP

Form 4

January 04, 2008

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
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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
DARBEE PETER A

(Last) (First) (Middle)

**PG&E CORPORATION, ONE
MARKET, SPEAR TOWER, SUITE
2400**

(Street)

SAN FRANCISCO, CA 94105

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
PG&E CORP [PCG]

3. Date of Earliest Transaction
(Month/Day/Year)
01/02/2008

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)

Chairman, President and CEO

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	(A) or (D) Price			
Common Stock	01/02/2008		S ⁽¹⁾		1,500	D \$ 43.52	141,952.68	D	
Common Stock	01/02/2008		S ⁽¹⁾		400	D \$ 43.58	141,552.68	D	
Common Stock	01/02/2008		S ⁽¹⁾		1,041	D \$ 43.59	140,511.68	D	
Common Stock	01/02/2008		S ⁽¹⁾		2,000	D \$ 43.6	138,511.68	D	
Common Stock	01/02/2008		S ⁽¹⁾		100	D \$ 43.61	138,411.68	D	

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Common Stock	01/02/2008	<u>S</u> (1)	785	D	\$ 43.63	137,626.68	D
Common Stock	01/02/2008	<u>S</u> (1)	500	D	\$ 43.64	137,126.68	D
Common Stock	01/03/2008	<u>M</u> (1)	16,800	A	\$ 27.23	153,926.68	D
Common Stock	01/03/2008	<u>S</u> (1)	3,800	D	\$ 43.13	150,126.68	D
Common Stock	01/03/2008	<u>S</u> (1)	200	D	\$ 43.22	149,926.68	D
Common Stock	01/03/2008	<u>S</u> (1)	100	D	\$ 43.23	149,826.68	D
Common Stock	01/03/2008	<u>S</u> (1)	700	D	\$ 43.24	149,126.68	D
Common Stock	01/03/2008	<u>S</u> (1)	100	D	\$ 43.25	149,026.68	D
Common Stock	01/03/2008	<u>S</u> (1)	500	D	\$ 43.26	148,526.68	D
Common Stock	01/03/2008	<u>S</u> (1)	800	D	\$ 43.28	147,726.68	D
Common Stock	01/03/2008	<u>S</u> (1)	700	D	\$ 43.29	147,026.68	D
Common Stock	01/03/2008	<u>S</u> (1)	1,700	D	\$ 43.3	145,326.68	D
Common Stock	01/03/2008	<u>S</u> (1)	2,800	D	\$ 43.31	142,526.68	D
Common Stock	01/03/2008	<u>S</u> (1)	2,800	D	\$ 43.32	139,726.68	D
Common Stock	01/03/2008	<u>S</u> (1)	1,300	D	\$ 43.33	138,426.68	D
Common Stock	01/03/2008	<u>S</u> (1)	300	D	\$ 43.34	138,126.68	D
Common Stock	01/03/2008	<u>S</u> (1)	200	D	\$ 43.35	137,926.68	D
Common Stock	01/03/2008	<u>S</u> (1)	200	D	\$ 43.36	137,726.68	D
Common Stock	01/03/2008	<u>S</u> (1)	300	D	\$ 43.39	137,426.68	D
Common Stock	01/03/2008	<u>S</u> (1)	300	D	\$ 43.41	137,126.67	D

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

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(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. 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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 27.23	01/03/2008		M		16,800		01/02/2008	01/03/2014	Common Stock	16,800

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DARBEE PETER A
PG&E CORPORATION
ONE MARKET, SPEAR TOWER, SUITE 2400
SAN FRANCISCO, CA 94105

X

Chairman, President and CEO

Signatures

Eric Montizambert, Attorney-in-Fact for Peter A. Darbee (signed Power of Attorney on file with SEC)

01/04/2008

__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).

(1) Transaction pursuant to reporting person's Rule 10b5-1 instruction.

Remarks:

REMARKS: This is the third of four Forms 4 filed by the reporting person on the same date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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