

PG&E Corp  
Form 8-K  
February 27, 2014

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report:**

**February 27, 2014**

**(Date of earliest event reported)**

**PG&E CORPORATION**

**(Exact Name of Registrant as specified in Charter)**

**California**  
**(State or other jurisdiction**  
  
**of incorporation)**

**1-12609**  
**(Commission**  
  
**File Number)**

**94-3234914**  
**(IRS Employer**  
  
**Identification No.)**

**77 Beale Street, P.O. Box 7700000, San Francisco, California**  
**(Address of principal executive offices)**

**94177**  
**(Zip code)**

**(415) 973-1000**

**(Registrant's Telephone Number, Including Area Code)**

**N/A**

**(Former Name or Former Address, if Changed Since Last Report)**

**PACIFIC GAS AND ELECTRIC COMPANY**

**(Exact Name of Registrant as specified in Charter)**

**California**  
**(State or other jurisdiction**

**1-2348**  
**(Commission**

**94-0742640**  
**(IRS Employer**

**of incorporation)**

**File Number)**

**Identification No.)**

**77 Beale Street, P. O. Box 770000, San Francisco, California**  
**(Address of principal executive offices)**

**94177**  
**(Zip code)**

**(415) 973-7000**

**(Registrant's Telephone Number, Including Area Code)**

**N/A**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting Material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On February 27, 2014, PG&E Corporation completed the sale of \$350,000,000 aggregate principal amount of its 2.40% Senior Notes due March 1, 2019. For further information concerning the notes, refer to the exhibits attached to this report.

**Item 9.01. Financial Statements and Exhibits**

Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
1.1	Underwriting Agreement, dated February 24, 2014 in connection with the offering of \$350,000,000 aggregate principal amount of PG&E Corporation's 2.40% Senior Notes due March 1, 2019.
4.1	First Supplemental Indenture, dated as of February 27, 2014 relating to the issuance of \$350,000,000 aggregate principal amount of PG&E Corporation's 2.40% Senior Notes due March 1, 2019.
4.2	Specimen of 2.40% Senior Note due March 1, 2019 (included as Exhibit A to First Supplemental Indenture filed as Exhibit 4.1).
5.1	Opinion of Orrick, Herrington & Sutcliffe LLP regarding the legality of the notes.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

PG&E CORPORATION

By: /s/ Linda Y.H. Cheng  
Linda Y.H. Cheng  
Vice President, Corporate Governance and  
Corporate Secretary

Dated: February 27, 2014

PACIFIC GAS AND ELECTRIC COMPANY

By: /s/ Linda Y.H. Cheng  
Linda Y.H. Cheng  
Vice President, Corporate Governance and  
Corporate Secretary

Dated: February 27, 2014

**Exhibit Index**

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