

EDISON INTERNATIONAL
Form 4
May 11, 2005

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DANNER BRYANT C

(Last) (First) (Middle)

**P. O. BOX 800, 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)

05/10/2005

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)

EVP and Gen. Counsel

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)
Common Stock	05/10/2005		M	V Amount (A) or (D) Price 150,000 A \$ 20.0625	150,000	D	
Common Stock	05/10/2005		S	400 D \$ 37.4	149,600	D	
Common Stock	05/10/2005		S	200 D \$ 37.39	149,400	D	
Common Stock	05/10/2005		S	100 D \$ 37.37	149,300	D	
Common Stock	05/10/2005		S	500 D \$ 37.34	148,800	D	

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Common Stock	05/10/2005	S	1,200	D	\$ 37.33	147,600	D
Common Stock	05/10/2005	S	800	D	\$ 37.31	146,800	D
Common Stock	05/10/2005	S	27,200	D	\$ 37.3	119,600	D
Common Stock	05/10/2005	S	2,900	D	\$ 37.29	116,700	D
Common Stock	05/10/2005	S	4,200	D	\$ 37.28	112,500	D
Common Stock	05/10/2005	S	6,400	D	\$ 37.27	106,100	D
Common Stock	05/10/2005	S	11,000	D	\$ 37.26	95,100	D
Common Stock	05/10/2005	S	95,100	D	\$ 37.25	0	D

Common Stock						96,731	I	By Danner Living Trust
Common Stock						6,166.52	I	By Edison 401(k) Savings Plan ⁽¹⁾

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified	\$ 20.0625	05/10/2005		M	150,000	⁽²⁾ 05/18/2010	Common 15

Stock Option
(right to buy)

Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DANNER BRYANT C P. O. BOX 800 2244 WALNUT GROVE AVENUE ROSEMEAD, CA 91770-			EVP and Gen. Counsel	

Signatures

/s/ Danner,
Bryant C. 05/11/2005

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) The holdings reported herein include transactions pursuant to the Edison 401(k) Savings Plan exempt from reporting under Section 16(a).
The options vest in four equal annual installments beginning on May 18, 2002, but are not exercisable until May 18, 2005, unless the
- (2) average closing price of the underlying Edison International Common Stock for 20 consecutive trading days equals or exceeds \$25.00 per share.

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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