

PG&E CORP
Form U-3A-2
February 28, 2005

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C.

FORM U-3A-2

Statement by Holding Company Claiming Exemption Under Rule U-3A-2 from the Provisions of the Public Utility Holding Company Act of 1935

To Be Filed Annually Prior to March 1

PG&E CORPORATION

hereby files with the Securities and Exchange Commission, pursuant to Rule 2, its statement claiming exemption as a holding company from the provisions of the Public Utility Holding Company Act of 1935, and submits the following information:

Exhibit A A consolidating statement of income and surplus of PG&E Corporation and its subsidiaries for the year ended December 31, 2004, together with a consolidating balance sheet as of the close of such calendar year.

1. Name, State of organization, location and nature of business of claimant and every subsidiary thereof, other than any exempt wholesale generator ("EWG") or foreign utility company in which claimant directly or indirectly holds an interest.

1. 1. PG&E Corporation
 ("Claimant")
 California
 Corporation

 One Market, Spear Tower, Suite
 2400
 San Francisco, CA
 94105

 An energy-based holding company that conducts its business principally through Pacific Gas and Electric Company, a public utility operating in northern and central California.

1. 2. Subsidiaries

1. 2. 1. Elm Power
 Corporation
 Delaware
 Corporation

One Market, Spear Tower, Suite
2400
San Francisco, CA
94105

A wholly owned subsidiary of PG&E Corporation repurchasing shares of PG&E Corporation common stock.

1. 2. 2. Pacific Gas and Electric Company
California
Corporation

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of PG&E Corporation that is one of the largest combination natural gas and electric utilities in the United States. The company serves approximately 14 million people throughout a 70,000 square-mile service area in northern and central California.

1. 2. 2. 1. 1989 Oakland Housing Partnership Associates, L.P.
California Limited Partnership

1417 Clay Street
Oakland, CA 94612

1989 Oakland Housing Partnership Associates, L.P. is 40.2% owned by Pacific Gas and Electric Company as a limited partner. 1989 Oakland Housing Partnership Associates, L.P. was created to construct and own low-income housing.

1. 2. 2. 2. 1992 Oakland Regional Housing Partnership Associates, a California Limited Partnership
California Limited Partnership

One Market, Spear Tower, Suite
2400
San Francisco, CA
94105

1992 Oakland Regional Housing Partnership Associates, L.P. is 17% owned by Pacific Gas and Electric Company as a limited partner. 1992 Oakland Housing Partnership Associates, L.P. was created to construct and own low-income housing.

1. 2. 2. 3. 1994 Oakland Regional Housing Partnership Associates, a California Limited Partnership
California Limited Partnership

1736 Franklin Street, Suite 600
Oakland, CA 94162

1994 Oakland Regional Housing Partnership Associates, L.P. is 11.6% owned by Pacific Gas and Electric Company as a limited partner. 1994 Oakland Regional Housing Partnership Associates, L.P. was created to construct and own low-income housing.

1. 2. 2. 4. 201 Turk Street, L.P.

California Limited Partnership

One Market, Spear Tower, Suite
2400
San Francisco, CA
94105

201 Turk Street, L.P. is 33% owned by Pacific Gas and Electric Company as a limited partner. 201 Turk Street, L.P. was created to construct and own a low-income housing project.

1. 2. 2. 5. Calaska Energy
Company

California
Corporation

77 Beale Street, 32nd Floor
San Francisco, CA
94105

A wholly owned subsidiary of Pacific Gas and Electric Company, which formerly acted as Pacific Gas and Electric Company's representative in the Alaska Highway Pipeline Project (created to bring Prudhoe Bay natural gas to the lower 48 states).

1. 2. 2. 6. Chico Commons, a California Limited Partnership

California Limited Partnership

77 Beale Street, 32nd Floor
San Francisco, CA
94105

Chico Commons, L.P. is 40.8% owned by Pacific Gas and Electric Company as a limited partner. Chico Commons, L.P. was created to construct and own low-income housing.

1. 2. 2. 7. Eureka Energy
Company

California
Corporation

77 Beale Street, 32nd Floor
San Francisco, CA
94105

A wholly owned subsidiary of Pacific Gas and Electric Company, which formerly managed a Utah coal venture on behalf of Pacific Gas and Electric Company and currently holds the Marre Ranch property in San Luis Obispo County.

1. 2. 2. 8. Merritt Community Capital Fund V,
L.P.

California Limited Partnership

1736 Franklin Street, Suite 600
Oakland, CA 94612

Merritt Community Capital Fund V, L.P. is 2.4% owned by Pacific Gas and Electric Company as a limited partner. Merritt Community Capital Fund V, L.P., was created to construct and own low-income housing.

1. 2. 2. 9. Morro Bay Mutual Water Company

California Corporation

1290 Embarcadero
Morro Bay, CA 93442

A non-profit mutual benefit corporation, formed to sell, distribute, supply and deliver water to members of the Corporation for domestic, irrigation and fire protection uses. Pacific Gas and Electric Company is one of two members of this non-profit mutual benefit corporation.

1. 2. 2. 10. Moss Landing Mutual Water Company

California Corporation

Dolan Road and California State Highway 1
Moss Landing, CA
95039

A non-profit mutual benefit corporation, formed to sell, distribute, supply and deliver water to members of the Corporation for domestic, irrigation and fire protection uses. Pacific Gas and Electric Company is one of three members of this non-profit mutual benefit corporation.

1. 2. 2. 11. Natural Gas Corporation of
California

California
Corporation

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of Pacific Gas and Electric Company that acts as the vehicle for the amortization of the remaining gas exploration development account assets.

1. 2. 2.111. Alaska Gas Exploration Associates
California General Partnership

245 Market Street, Room
424
San Francisco, CA
94105

Alaska Gas Exploration Associates is 50% owned by Natural Gas Corporation of California.

1. 2. 2.112. NGC Production Company
California Corporation

77 Beale Street, 32nd Floor
San Francisco, CA
94105

A wholly owned subsidiary of Natural Gas Corporation of California formed to facilitate project financing of its capital requirements.

1. 2. 2. 12. Newco Energy Corporation
California Corporation

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of Pacific Gas and Electric Company formed to facilitate implementation of Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. Electric Generation LLC
California Limited Liability Company

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San Francisco, CA 94105

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A wholly owned subsidiary of Newco Energy Corporation formed to facilitate implementation of Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 1. Balch 1 and 2 Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain Federal Energy Regulatory Commission (FERC) licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 2. Battle Creek Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 3. Bucks Creek Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 4. Chili Bar Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's

original proposed plan of reorganization.

1. 2. 2.12.1. 5. Crane Valley Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 6. DeSabra-Centerville Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 7. Diablo Canyon LLC
California Limited Liability Company

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 8. Drum-Spaulding Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 9. Haas-Kings River Project LLC

California Limited Liability Company

77 Beale Street, 32nd Floor

San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 10. Hamilton Branch Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor

San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 11. Hat Creek 1 and 2 Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor

San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 12. Helms Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor

San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 13. Kerckhoff 1 and 2 Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor

San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 14. Kern Canyon Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 15. Kilarc-Cow Creek Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 16. McCloud-Pit Project LLC
California Limited Liability Company

77 Beale Street, 32nd Floor
San Francisco, CA 94105

A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.

1. 2. 2.12.1. 17. Merced Falls Project LLC
California Limited Liability Company

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San Francisco, CA 94105

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A wholly owned subsidiary of Electric Generation LLC formed for the purpose of holding certain FERC licenses to be transferred from Pacific Gas and Electric Company in connection with Pacific Gas and Electric Company's original proposed plan of reorganization.