

PACIFIC GAS & ELECTRIC CO

Form 8-K

June 11, 2009

Table of Contents

**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:**  
**June 11, 2009**  
**(Date of earliest event reported)**  
**PG&E CORPORATION**  
(Exact Name of Registrant as specified in Charter)

**California** **1-12609** **94-3234914**

(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

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

(Address of principal executive offices) (Zip code)

**415-267-7000**

(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** **1-2348** **94-0742640**

(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

**77 Beale Street, P. O. Box 770000, San Francisco, California** **94177**

(Address of principal executive offices) (Zip code)

**(415) 973-7000**

(Registrant's Telephone Number, Including Area Code)

**N/A**

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

Edgar Filing: PACIFIC GAS & ELECTRIC CO - Form 8-K

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):

- 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))
-

**TABLE OF CONTENTS**

Item 8.01. Other Events

Item 9.01. Financial Statements and Exhibits

SIGNATURES

EXHIBIT INDEX

EX-1.1

EX-4.1

EX-5.1

---

**Table of Contents**

**Item 8.01. Other Events**

On June 11, 2009, Pacific Gas and Electric Company completed its sale of \$500,000,000 aggregate principal amount of its Floating Rate Senior Notes due June 10, 2010. For further information concerning the notes, refer to the exhibits attached to this report.

**Item 9.01. Financial Statements and Exhibits**

Exhibits.

**Exhibit No. Description**

- 1.1 Underwriting Agreement, dated June 8, 2009 in connection with the offering of \$500,000,000 aggregate principal amount of Pacific Gas and Electric Company's Floating Rate Senior Notes due June 10, 2010.(1)
- 4.1 Seventh Supplemental Indenture dated as of June 11, 2009 relating to the issuance of \$500,000,000 aggregate principal amount of Pacific Gas and Electric Company's Floating Rate Senior Notes due June 10, 2010.
- 4.2 Specimen of Floating Rate Senior Note due June 10, 2010 (included as Exhibit A to Seventh Supplemental Indenture filed as Exhibit 4.1).
- 5.1 Opinion of Orrick, Herrington & Sutcliffe LLP regarding the legality of the notes.

(1) Certain schedules have been omitted from this exhibit. The registrants hereby undertake to furnish supplementally copies of any of the omitted schedules upon request by the Commission.

**Table of Contents**

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

Dated: June 11, 2009

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

PACIFIC GAS AND ELECTRIC  
COMPANY

Dated: June 11, 2009

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

3

---

**Table of Contents**

EXHIBIT INDEX

**Exhibit No. Description**

- 1.1 Underwriting Agreement, dated June 8, 2009 in connection with the offering of \$500,000,000 aggregate principal amount of Pacific Gas and Electric Company's Floating Rate Senior Notes due June 10, 2010.(1)
- 4.1 Seventh Supplemental Indenture dated as of June 11, 2009 relating to the issuance of \$500,000,000 aggregate principal amount of Pacific Gas and Electric Company's Floating Rate Senior Notes due June 10, 2010.
- 4.2 Specimen of Floating Rate Senior Note due June 10, 2010 (included as Exhibit A to Seventh Supplemental Indenture filed as Exhibit 4.1).
- 5.1 Opinion of Orrick, Herrington & Sutcliffe LLP regarding the legality of the notes.
- (1) Certain schedules have been omitted from this exhibit. The registrants hereby undertake to furnish supplementally copies of any of the omitted schedules upon request by the Commission.