EARLEY ANTHONY F JR

Form 4

September 15, 2011

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

SECURITIES

OMB

Washington, D.C. 20549 Check this box

3235-0287 Number: January 31,

0.5

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

obligations

Expires: 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Estimated average

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

burden hours per response...

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * EARLEY ANTHONY F JR

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

PG&E CORP [PCG]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

4. If Amendment, Date Original

(Month/Day/Year)

09/13/2011

_X__ Director 10% Owner X_ Officer (give title Other (specify

Chairman, CEO, and President

C/O PG&E CORPORATION, ONE

(Zip)

below)

MARKET, SPEAR TOWER, SUITE

(Street)

(State)

2400

(City)

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

> _X_ 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

SAN FRANCISCO, CA 94105

		Tuble 1 Tron Derivative Securities required, Disposed 61, 61 Beneficially 6 wheat								
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired		5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	Transactio	ransaction(A) or Disposed of			Securities	Form: Direct	Indirect	
(Instr. 3)	•	any	Code	(D)			Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)			Owned	Indirect (I)	Ownership	
						Following	(Instr. 4)	(Instr. 4)		
					()		Reported			
					(A)		Transaction(s)			
			$\alpha + \alpha$	A	or	ъ.	(Instr. 3 and 4)			
			Code V	Amount	(D)	Price				
Common	09/13/2011		A	19,710	Α	\$ 0	19,710	D		
Stock	07/13/2011		11	(1)	11	ΨΟ	17,710	D		
~				64 60 #						
Common	09/13/2011		A	61,605	Α	\$ 0	81,315	D		
Stock	07/13/2011		11	(1)	11	ΨΟ	01,515	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amount	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								^	mount		
									mount		
						Date	Expiration Date	or Title Number of			
						Exercisable					
				C + V	(A) (D)						
				Code V	(A) (D)			S	hares		

Reporting Owners

Reporting Owner Name / Address Officer Other Director 10% Owner

EARLEY ANTHONY F JR C/O PG&E CORPORATION ONE MARKET, SPEAR TOWER, SUITE 2400 SAN FRANCISCO, CA 94105

Chairman, CEO, and President X

Relationships

Signatures

/s/ Eileen O. Chan, attorney-in-fact for Anthony F. Earley, Jr. (signed Power of Attorney on file with SEC)

09/15/2011

**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).

Restricted Stock Units (RSUs) granted under the PG&E Corporation 2006 Long Term Incentive Plan (LTIP), as disclosed in the Form (1) 8-K filed by PG&E Corporation, dated August 8, 2011. RSUs are payable in shares of PG&E Corporation common stock on a one-for-one basis.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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