

SEMPRA ENERGY
Form 8-K
May 18, 2009

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 (Date of earliest event reported): May 12, 2009

SEMPRA ENERGY

(Exact name of registrant as specified in its charter)

CALIFORNIA
(State or Other Jurisdiction

1-14201
(Commission File Number)

33-0732627
(IRS Employer

of Incorporation)

Identification No.)

101 ASH STREET, SAN DIEGO, CALIFORNIA
(Address of principal executive offices)

92101
(Zip Code)

Registrant's telephone number, including area code: (619) 696-2034

None.

(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:

.. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- .. 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 May 15, 2009, Sempra Energy (the Company) closed the public offering and sale of \$750,000,000 aggregate principal amount of its 6.50% Notes due 2016 (the Notes). Proceeds to the Company (after deducting underwriting discounts but before other expenses estimated at approximately \$250,000) for the Notes were 99.153% of principal amount. The sale of the Notes was registered under the Company's Registration Statement on Form S-3 (Registration No. 333-153425). The Notes will mature on June 1, 2016. Interest on the Notes accrues from May 15, 2009 and is payable on June 1 and December 1 of each year, beginning on December 1, 2009. The Notes will be redeemable prior to maturity, at the Company's option, at the redemption prices and under the circumstances described in the form of Note, which form is attached hereto in Exhibit 4.1. Further information regarding the sale of the Notes is contained in the underwriting agreement, which is attached hereto as Exhibit 1.1.

Item 9.01 Financial Statements and Exhibits.

(d) *Exhibits.*

| Exhibit Number | Description |
|-----------------------|---|
| 1.1 | Underwriting Agreement, dated May 12, 2009, between Sempra Energy and the several underwriters named therein. |
| 4.1 | Officers Certificate of the Company, including the form of 6.50% Note due 2016. |
| 5.1 | Opinion of Gary W. Kyle, Esq. |
| 5.2 | Opinion of Latham & Watkins LLP. |
| 23.1 | Consent of Gary W. Kyle, Esq. (contained in the opinion filed as Exhibit 5.1 hereto). |
| 23.2 | Consent of Latham & Watkins LLP (contained in the opinion filed as Exhibit 5.2 hereto). |

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SEMPRA ENERGY

Date: May 15, 2009

By: /s/ Charles McMonagle

Name: Charles McMonagle

Title: Senior Vice President and Treasurer

EXHIBIT INDEX

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