

EDISON INTERNATIONAL
Form 3
October 07, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â FEATHERSTONE DIANE L | | (Month/Day/Year) | EDISON INTERNATIONAL [EIX] | |
| (Last) | (First) | (Middle) | 09/29/2008 | |
| 2244 WALNUT GROVE AVENUE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| ROSEMEAD,Â CAÂ 91770 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Senior Vice President | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 1,568.027 | D | Â |
| Common Stock | 9,769.937 | I | By Living Trust |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|------------------------------------|---------------------------------|---|
|--|--|---|------------------------------------|---------------------------------|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|--|------------------|-----------------|--------------|----------------------------|---------------------|---|---|
| Non-qualified Stock Options (Right to Buy) | 01/02/2008 | 01/02/2014 | Common Stock | 5,460 | \$ 21.875 | D | Â |
| Non-qualified Stock Options (Right to Buy) | Â <u>(1)</u> | 01/02/2015 | Common Stock | 16,037 | \$ 31.935 | D | Â |
| Non-qualified Stock Options (Right to Buy) | Â <u>(2)</u> | 01/04/2016 | Common Stock | 11,347 | \$ 44.295 | D | Â |
| Non-qualified Stock Options (Right to Buy) | Â <u>(3)</u> | 01/03/2017 | Common Stock | 9,028 | \$ 47.41 | D | Â |
| Non-qualified Stock Options (Right to Buy) | Â <u>(3)</u> | 01/03/2017 | Common Stock | 5,120 | \$ 49.13 | D | Â |
| Non-qualified Stock Options (Right to Buy) | Â <u>(4)</u> | 01/02/2018 | Common Stock | 23,523 | \$ 49.95 | D | Â |
| Restricted Stock Units | 01/02/2010 | 01/02/2010 | Common Stock | 1,087.2545 | \$ <u>(5)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FEATHERSTONE DIANE L 2244 WALNUT GROVE AVENUE ROSEMEAD, Â CA Â 91770 | Â | Â | Â Senior Vice President | Â |

Signatures

/s/ Diane L. Featherstone 10/06/2008

 Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 options vest in four equal annual installments beginning on January 2, 2006.
- (2) The options vest in four equal annual installments beginning on January 2, 2007.
- (3) The options vest in four equal annual installments beginning on January 2, 2008.
- (4) The options vest in four equal annual installments beginning on January 2, 2009.
- (5) 1 for 1: Each restricted stock unit is equal in value to one share of Edison International Common Stock.

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.