

BRYSON JOHN E
Form 4
November 24, 2004

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
BRYSON JOHN E

2. Issuer Name and Ticker or Trading Symbol
EDISON INTERNATIONAL [EIX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
P.O. BOX 800, 2244 WALNUT GROVE AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/23/2004

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, Pres. and CEO

ROSEMEAD, CA 91770

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock ⁽¹⁾	11/23/2004		M		120,000	A	\$ 14.5625
Common Stock	11/23/2004		S		25,000	D	\$ 32.25
Common Stock	11/23/2004		S		500	D	\$ 32.14
Common Stock	11/23/2004		S		500	D	\$ 32.12
Common Stock	11/23/2004		S		14,000	D	\$ 32.1

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Common Stock	11/23/2004	S	300	D	\$ 32.01	79,700	D	
Common Stock	11/23/2004	S	18,000	D	\$ 32	61,700	D	
Common Stock	11/23/2004	S	10,400	D	\$ 31.99	51,300	D	
Common Stock	11/23/2004	S	2,500	D	\$ 31.98	48,800	D	
Common Stock	11/23/2004	S	5,100	D	\$ 31.96	43,700	D	
Common Stock	11/23/2004	S	29,500	D	\$ 31.95	14,200	D	
Common Stock	11/23/2004	S	5,600	D	\$ 31.94	8,600	D	
Common Stock	11/23/2004	S	4,300	D	\$ 31.92	4,300	D	
Common Stock	11/23/2004	S	4,300	D	\$ 31.91	0	D	
Common Stock						19,732.92	I	By Edison 401(k) Savings Plan ⁽²⁾
Common Stock						6,000	I	By Father's Trust ⁽³⁾
Common Stock						242,154	I	By Living Trust
Common Stock						14,000	I	By Mother's Trust ⁽⁴⁾
Common Stock						200	I	By Spouse

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

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.

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am Nur Sha
Non-Qualified Stock Option (right to buy)	\$ 14.5625	11/23/2004		M	120,000	(5)	01/03/2005	Common Stock	12

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRYSON JOHN E P.O. BOX 800 2244 WALNUT GROVE AVENUE ROSEMEAD, CA 91770	X		Chairman, Pres. and CEO	

Signatures

/s/ Bryson, John
E. 11/23/2004

**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).
- (1) Relationship of Reporting Person to Issuer: John E. Bryson is also Chairman of the Board of Southern California Edison Company and Edison Capital, subsidiaries of Edison International.
- (2) The holdings reported herein include transactions pursuant to the Edison 401(k) Savings Plan exempt from reporting under Section 16(a).
- (3) Reporting Person is Trustee.
- (4) Reporting Person is a Co-Trustee.
- (5) The options vested in three equal annual installments beginning on January 3, 1996.

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.