

Clarke Mark
Form 3
August 13, 2009

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 Clarke Mark | | (Month/Day/Year) | EDISON INTERNATIONAL [EIX] | |
| (Last) | (First) | 08/08/2009 | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| P.O. BOX 800,Â 2244 | | | (Check all applicable) | |
| WALNUT GROVE AVENUE | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (Street) | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| ROSEMEAD,Â CAÂ 91770 | | | (give title below) | (specify below) |
| (City) | (State) | (Zip) | Vice President and Controller | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

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 | 583 | I | By Clarke Family Trust |

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

SEC 1473 (7-02)

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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) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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| | Date Exercisable | Expiration Date | Amount or Number of Shares | | | or Indirect (I) (Instr. 5) | |
|--|------------------|-----------------|----------------------------|------------|---------------|----------------------------|---|
| Non-qualified Stock Options (Right to Buy) | 01/02/2008 | 01/02/2014 | Common Stock | 5,161 | \$ 21.875 | D | Â |
| Non-qualified Stock Options (Right to Buy) | Â <u>(1)</u> | 01/02/2015 | Common Stock | 7,312 | \$ 31.935 | D | Â |
| Non-qualified Stock Options (Right to Buy) | Â <u>(2)</u> | 01/04/2016 | Common Stock | 8,551 | \$ 44.295 | D | Â |
| Non-qualified Stock Options (Right to Buy) | Â <u>(3)</u> | 01/03/2017 | Common Stock | 7,108 | \$ 47.41 | D | Â |
| Non-qualified Stock Options (Right to Buy) | Â <u>(4)</u> | 01/02/2018 | Common Stock | 8,780 | \$ 49.95 | D | Â |
| Non-qualified Stock Options (Right to Buy) | Â <u>(5)</u> | 01/02/2019 | Common Stock | 24,064 | \$ 24.84 | D | Â |
| Restricted Stock Units | 01/02/2010 | 01/02/2010 | Common Stock | 882.3791 | \$ <u>(6)</u> | D | Â |
| Restricted Stock Units | 01/02/2011 | 01/02/2011 | Common Stock | 923.317 | \$ <u>(6)</u> | D | Â |
| Restricted Stock Units | 01/02/2012 | 01/02/2012 | Common Stock | 1,468.8236 | \$ <u>(6)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Clarke Mark P.O. BOX 800 2244 WALNUT GROVE AVENUE ROSEMEAD, CA 91770 | Â | Â | Â Vice President and Controller | Â |

Signatures

/s/ Mark C. 08/13/2009
Clarke

 Date
**Signature of Reporting Person

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) 3,656 of the options vested on January 2, 2006, and 3,656 of the options vested on January 2, 2007.
- (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.

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- (5) The options vest in four equal annual installments beginning on January 2, 2010.
- (6) 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.

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