#### **EDISON INTERNATIONAL**

Form 4

February 24, 2012

FO	R	M	4
----	---	---	---

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

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

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CRAVER THEODORE F JR		2. Issuer Name <b>and</b> Ticker or Trading Symbol EDISON INTERNATIONAL [EIX]				Iss	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)			Transaction		· J	(Check a	ll applicable)		
` '	LNUT GROVE A	` ′	(Month	/Day/Year)				K Director K Officer (give titl		Owner (specify	
22 <del>44</del> WAI	LNUT GROVE A	AVENUE	02/22/	/2012				ow) Chairman, Pi	below)		
	(Street)		4. If Ar	nendment,	Date Original		6. ]	Individual or Joint	/Group Filing	g(Check	
DOGEME	AD CA 01770		Filed(M	Ionth/Day/Y	ear)			plicable Line) _ Form filed by One _ Form filed by More			
ROSEME	AD, CA 91770						Per	•	· · · · · · · · · · · · · · · · · · ·		
(City)	(State)	(Zip)	Ta	ble I - Nor	-Derivative Secu	rities A	Acquire	ed, Disposed of, o	r Beneficially	y Owned	
1.Title of Security (Month/Day/Year) Execution Date (Instr. 3) Execution Date any (Month/Day/Year)			Date, if	Date, if TransactionDisposed of (D)  Code (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V		(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)		
Common Stock	02/22/2012			A	24,918.5492 (1)	A	\$0	44,949.5492	D		
Common Stock	02/22/2012			D	12,459.5492 (1) (2)	D	\$ 41.4	32,490	D		
Common Stock								131,289	I	By Living	

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

Trust

#### Edgar Filing: EDISON INTERNATIONAL - Form 4

# displays a currently valid OMB control

#### 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. Tit	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration D	ate	Amou	unt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	rities	(Instr. 5)	Bene
	Derivative				Securities			(Instr	. 3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	Title	or Number		
						Exercisable	Date	Title	of		
				Code V	(A) (D)				Shares		
				Code v	(A) (D)				Shares		

### **Reporting Owners**

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

CRAVER THEODORE F JR 2244 WALNUT GROVE AVENUE

X ROSEMEAD, CA 91770

Chairman, President and CEO

## **Signatures**

/s/ Theodore F. 02/23/2012 Craver, Jr.

\*\*Signature of Reporting Date Person

### **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).

These transactions resulted from the payment of performance shares with a three-year performance measurement period that were not derivative securities reportable under Section 16. Pursuant to the terms of this award, these transactions were an automatic, scheduled **(1)** payment. Only a portion of the award was actually paid in shares of Edison International Common Stock, while a portion of the award was paid in cash only.

(2) This transaction is the portion of the award that was paid in cash only.

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.

Reporting Owners 2