

EDISON INTERNATIONAL  
Form 8-K  
October 24, 2006

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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): October 18, 2006

EDISON INTERNATIONAL  
(Exact name of registrant as specified in its charter)

CALIFORNIA  
(State or other jurisdiction  
of incorporation)

001-9936  
(Commission  
File Number)

95-4137452  
(I.R.S. Employer  
Identification No.)

2244 Walnut Grove Avenue  
(P.O. Box 800)  
Rosemead, California 91770  
(Address of principal executive offices, including zip code)

626-302-2222  
(Registrant's telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the obligation of the registrant under any of the following provisions:

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

Page

Section 1 - Registrant's Business and Operations

Item 1.01 Entry into a Material Definitive Agreement

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On October 18, 2006, Edison International entered into a First Amendment to Credit Agreement ("Amendment") with JPMorgan Chase Bank, N.A., as Administrative Agent, Citicorp North America, Inc. as Syndication Agent, and Credit Suisse First Boston, Lehman Commercial Paper Inc., and Wells Fargo as Documentation Agents.

The Amendment provides an exception to the covenant restricting Edison International from restrictions on the ability of Southern California Edison Company to pay dividends on its capital. Amendment also deletes two sections which are no longer applicable.

The Amendment is filed as Exhibit 10.1 hereto and incorporated by reference herein.

**Section 9 - Financial Statements and Exhibits**

**Item 9.01. Financial Statements and Exhibits**

(c) **Exhibits**

See the Exhibit Index below.

Page 1

**SIGNATURES**

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

EDISON INTERNATIONAL  
(Registrant)

/s/ Linda G. Sullivan  
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Linda G. Sullivan  
Vice President and Controller

Date: October 24, 2006

Page 2

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
10.1	First Amendment to Credit Agreement among Edison International and JPMorgan Chase Bank, N.A., as Administrative Agent, Citicorp North America, Inc., as Syndication Agent, and Credit Suisse First Boston, Lehman Commercial Paper Inc., and Wells Fargo Bank, N.A., as Documentation Agents, dated as of October 18, 2006.

