

EDISON INTERNATIONAL
Form 4
November 09, 2006

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Sullivan Linda G

(Last) (First) (Middle)

P. O. BOX 800, 2244 WALNUT
GROVE AVENUE

(Street)

ROSEMEAD, CA 91770

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

EDISON INTERNATIONAL [EIX]

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

11/07/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)

Vice President and Controller

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

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	11/07/2006		M		500	A	\$ 28.9375	500		D
Common Stock	11/07/2006		M		2,908	A	\$ 13.215	3,408		D
Common Stock	11/07/2006		M		1,311	A	\$ 18.725	4,719		D
Common Stock	11/07/2006		M		4,875	A	\$ 12.29	9,594		D
Common Stock	11/07/2006		M		4,006	A	\$ 21.875	13,600		D

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Common Stock	11/07/2006	M	1,504	A	\$ 31.935	15,104	D	
Common Stock	11/07/2006	M	75	A	\$ 35.42	15,179	D	
Common Stock	11/07/2006	M	1,363	A	\$ 37.145	16,542	D	
Common Stock	11/07/2006	S	200	D	\$ 44.86	16,342	D	
Common Stock	11/07/2006	S	13,300	D	\$ 44.85	3,042	D	
Common Stock	11/07/2006	S	42	D	\$ 44.83	3,000	D	
Common Stock	11/07/2006	S	3,000	D	\$ 44.82	0	D	
Common Stock						364.5848	I	By Edison 401(k) Savings Plan ⁽¹⁾

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

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(9-02)

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

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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Options (right to buy)	\$ 28.9375	11/07/2006		M		500		<u>(2)</u>	01/02/2008	Common Stock	500
Non-Qualified Stock Options	\$ 13.215	11/07/2006		M		2,908		<u>(3)</u>	09/16/2011	Common Stock	2,908

(right to buy)

Non-Qualified Stock Options (right to buy)	\$ 18.725	11/07/2006	M	1,311	<u>(4)</u>	05/30/2012	Common Stock	1,31
Non-Qualified Stock Options (right to buy)	\$ 12.29	11/07/2006	M	4,875	<u>(5)</u>	01/02/2013	Common Stock	4,87
Non-Qualified Stock Options (right to buy)	\$ 21.875	11/07/2006	M	4,006	<u>(6)</u>	01/02/2014	Common Stock	4,00
Non-Qualified Stock Options (right to buy)	\$ 31.935	11/07/2006	M	1,504	<u>(7)</u>	01/02/2015	Common Stock	1,50
Non-Qualified Stock Options (right to buy)	\$ 35.42	11/07/2006	M	75	<u>(7)</u>	01/02/2015	Common Stock	75
Non-Qualified Stock Options (right to buy)	\$ 37.145	11/07/2006	M	1,363	<u>(7)</u>	01/02/2015	Common Stock	1,36

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sullivan Linda G P. O. BOX 800 2244 WALNUT GROVE AVENUE ROSEMEAD, CA 91770			Vice President and Controller	

Signatures

/s/ Sullivan,
Linda G. 11/09/2006

 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) The holdings reported herein include transactions pursuant to the Edison 401(k) Savings Plan exempt from reporting under Section 16(a).
- (2) The options vested in four equal annual installments beginning on January 2, 1999.
- (3) The options vested in four equal annual installments beginning on May 18, 2002.
- (4) The options vested in four equal annual installments beginning on May 30, 2003.
- (5) The options vest in four equal annual installments beginning on January 2, 2004.
- (6) The options vest in four equal annual installments beginning on January 2, 2005.

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(7) The options vest in four equal annual installments beginning on January 2, 2006.

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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