

PG&E Corp
Form 8-K
November 12, 2013

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: November 12, 2013

(Date of earliest event reported)

PG&E CORPORATION

(Exact Name of Registrant as specified in Charter)

California
(State or other jurisdiction

of incorporation)

77 Beale Street, P. O. Box 770000, San Francisco, California

1-12609
(Commission

File Number)

94-3234914
(IRS Employer

Identification No.)

94177

(Address of principal executive offices)

415-973-1000

(Zip code)

(Registrant's Telephone Number, Including Area Code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

PACIFIC GAS AND ELECTRIC COMPANY

(Exact Name of Registrant as specified in Charter)

California
(State or other jurisdiction
of incorporation)

1-2348
(Commission
File Number)

94-0742640
(IRS Employer
Identification No.)

77 Beale Street, P. O. Box 770000, San Francisco, California
(Address of principal executive offices)
(415) 973-7000

94177
(Zip code)

(Registrant's Telephone Number, Including Area Code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. 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)

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- .. 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))

Item 8.01. Other Events

On November 12, 2013, Pacific Gas and Electric Company completed its sale of \$300,000,000 aggregate principal amount of its 3.85% Senior Notes due November 15, 2023 and \$500,000,000 aggregate principal amount of its 5.125% Senior Notes due November 15, 2043. For further information concerning the notes, refer to the exhibits attached to this report.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits.

| Exhibit No. | Description |
|--------------------|---|
| 1.1 | Underwriting Agreement, dated November 6, 2013, in connection with the offering of \$300,000,000 aggregate principal amount of Pacific Gas and Electric Company's 3.85% Senior Notes due November 15, 2023 and \$500,000,000 aggregate principal amount of its 5.125% Senior Notes due November 15, 2043. |
| 4.1 | Twentieth Supplemental Indenture, dated as of November 12, 2013, relating to the issuance of \$300,000,000 aggregate principal amount of Pacific Gas and Electric Company's 3.85% Senior Notes due November 15, 2023 and \$500,000,000 aggregate principal amount of its 5.125% Senior Notes due November 15, 2043. |
| 4.2 | Specimen of 3.85% Senior Notes due November 15, 2023 (included as Exhibit A to Twentieth Supplemental Indenture filed as Exhibit 4.1). |
| 4.3 | Specimen of 5.125% Senior Notes due November 15, 2043 (included as Exhibit B to Twentieth Supplemental Indenture filed as Exhibit 4.1). |
| 5.1 | Opinion of Orrick, Herrington & Sutcliffe LLP regarding the legality of the notes. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

PG&E CORPORATION

By: /s/ Linda Y. H. Cheng
Linda Y.H. Cheng
Vice President, Corporate Governance and
Corporate Secretary

Dated: November 12, 2013

PACIFIC GAS AND ELECTRIC COMPANY

By: /s/ Linda Y. H. Cheng
Linda Y.H. Cheng
Vice President, Corporate Governance and
Corporate Secretary

Dated: November 12, 2013

EXHIBIT INDEX

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