

PG&E Corp  
Form 4  
June 02, 2015

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**WILLIAMS BARRY LAWSON**

(Last) (First) (Middle)

**C/O PG&E CORPORATION, 77  
BEALE ST., P.O. BOX 770000**

(Street)

**SAN FRANCISCO, CA 94177**

(City) (State) (Zip)

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

**PG&E Corp [PCG]**

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

**05/29/2015**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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)
Common Stock	05/29/2015		A	(A) or (D) 2,244 (1)	\$ 0 35,469.55 (2)	D	

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**

SEC 1474  
(9-02)

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

## Edgar Filing: PG&E Corp - Form 4

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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WILLIAMS BARRY LAWSON C/O PG&E CORPORATION 77 BEALE ST., P.O. BOX 770000 SAN FRANCISCO, CA 94177	X

## Signatures

/s/ Eric A. Montizambert, attorney-in-fact for Barry Lawson Williams (signed Power of Attorney on file with SEC)

06/02/2015

\_\_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) Restricted Stock Units granted under the PG&E Corporation 2014 Long-Term Incentive Plan (LTIP). RSUs are payable in shares of PG&E Corporation common stock on a one-for-one basis. As described in the LTIP, RSUs vest upon the earliest of one year from the date of grant, the last day of a director's elected term, or a director's death, disability, or termination following a change in control.

(2) This total includes 1,819.15 units of phantom stock granted under the PG&E Corporation Non-Employee Director Stock Incentive Plan (SIP), and reflects the acquisition of 16.88 phantom stock units on 7/15/14, 17.63 phantom stock units on 10/15/14, 14.13 phantom stock units on 1/15/15, and 15.80 phantom stock units on 4/15/15 pursuant to a dividend reinvestment feature of the SIP. The total also reflects the acquisition of 98.06 RSUs on 7/15/14, 102.37 RSUs on 10/15/14, 82.07 RSUs on 1/15/15, and 91.77 RSUs on 4/15/15 pursuant to a dividend reinvestment feature of the LTIP. The phantom stock units and RSUs are automatically payable in shares of PG&E Corporation common stock only. This total also includes 6,711.10 shares held in the PG&E Corporation Dividend Reinvestment and Stock Purchase Plan (DRSPP), and reflects 155.32 shares acquired on 7/15/14, 162.18 shares acquired on 10/15/14, 130.07 shares acquired on 1/15/15, and 143.51 shares acquired on 4/15/15 pursuant to a dividend reinvestment feature of the DRSPP.

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.