

GLYNN ROBERT D JR  
 Form 4  
 May 11, 2005

**FORM 4**

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 GLYNN ROBERT D JR

(Last) (First) (Middle)

PG&E CORPORATION, ONE  
 MARKET, SPEAR TOWER, SUITE  
 2400

(Street)

SAN FRANCISCO, CA 94105

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 PG&E CORP [PCG]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 05/09/2005

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |   |
| Common Stock                    | 05/09/2005                           |  | M                              |   | 50,000 A \$ 30.5  | D  |   |
| Common Stock                    | 05/09/2005                           |  | S                              |   | 50,000 D \$ 35.7  | D  |   |
| Common Stock                    | 05/09/2005                           |  | M                              |   | 76,600 A \$ 30.9375   | D  |   |
| Common Stock                    | 05/09/2005                           |  | S                              |   | 76,600 D \$ 35.7  | D  |   |
| Common Stock                    | 05/10/2005                           |  | M                              |   | 175,924 A \$ 30.9375  | D  |   |

Edgar Filing: GLYNN ROBERT D JR - Form 4

|              |            |   |         |   |            |                         |   |
|--------------|------------|---|---------|---|------------|-------------------------|---|
| Common Stock | 05/10/2005 | S | 127,000 | D | \$ 35.5    | 76,443.81               | D |
| Common Stock | 05/10/2005 | S | 8,600   | D | \$ 35.51   | 67,843.81               | D |
| Common Stock | 05/10/2005 | S | 15,224  | D | \$ 35.52   | 56,619.81               | D |
| Common Stock | 05/10/2005 | S | 6,400   | D | \$ 35.53   | 46,219.81               | D |
| Common Stock | 05/10/2005 | S | 3,700   | D | \$ 35.54   | 42,519.81               | D |
| Common Stock | 05/10/2005 | S | 13,600  | D | \$ 35.55   | 28,919.81               | D |
| Common Stock | 05/10/2005 | S | 1,400   | D | \$ 35.56   | 27,519.81               | D |
| Common Stock | 05/11/2005 | M | 47,476  | A | \$ 30.9375 | 74,995.81               | D |
| Common Stock | 05/11/2005 | S | 47,476  | D | \$ 35.3    | 27,519.81               | D |
| Common Stock | 05/11/2005 | M | 123,324 | A | \$ 31.4375 | 150,843.81              | D |
| Common Stock | 05/11/2005 | S | 50,624  | D | \$ 35.3    | 100,219.81              | D |
| Common Stock | 05/11/2005 | S | 16,200  | D | \$ 35.31   | 84,019.81               | D |
| Common Stock | 05/11/2005 | S | 32,300  | D | \$ 35.32   | 51,719.81               | D |
| Common Stock | 05/11/2005 | S | 1,700   | D | \$ 35.33   | 50,019.81               | D |
| Common Stock | 05/11/2005 | S | 4,700   | D | \$ 35.34   | 45,319.81               | D |
| Common Stock | 05/11/2005 | S | 17,500  | D | \$ 35.35   | 27,819.81               | D |
| Common Stock | 05/11/2005 | S | 300     | D | \$ 35.36   | 27,519.81<br><u>(1)</u> | D |
| Common Stock |            |   |         |   |            | 26,397.31<br><u>(2)</u> | I |
|              |            |   |         |   |            | 113,261                 | I |

Held by  
Trustee of  
PG&E  
Corporation  
Retirement  
Savings  
Plan

Common  
Stock

Held by  
Glynn 1994  
Revocable  
Trust

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)

| 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 Number of Shares |
| Stock Option (Right to Buy)                | \$ 30.5  | 05/09/2005                           |  | M                              | 50,000  | 01/02/2002   | 01/03/2008      | Common Stock  | 50,000                  |
| Stock Option (Right to Buy)                | \$ 30.9375   | 05/09/2005                           |  | M                              | 76,600  | (3)  | 01/05/2009      | Common Stock  | 76,600                  |
| Stock Option (Right to Buy)                | \$ 30.9375   | 05/10/2005                           |  | M                              | 175,924   | (3)  | 01/05/2009      | Common Stock  | 175,924                 |
| Stock Option (Right to Buy)                | \$ 30.9375   | 05/11/2005                           |  | M                              | 47,476  | (3)  | 01/05/2009      | Common Stock  | 47,476                  |
| Stock Option (Right to Buy)                | \$ 31.4375   | 05/11/2005                           |  | M                              | 123,324   | 03/01/1999   | 03/02/2009      | Common Stock  | 123,324                 |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

GLYNN ROBERT D JR  
PG&E CORPORATION  
ONE MARKET, SPEAR TOWER, SUITE 2400  
SAN FRANCISCO, CA 94105

X

## Signatures

Eric Montizambert, Attorney-in-Fact for Robert D. Glynn, Jr. (signed Power of Attorney on file with SEC)

05/11/2005

\_\_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) This total includes 27,519.81 Special Incentive Stock Ownership Premiums (SISOPs) (phantom stock) awarded pursuant to the PG&E Corporation Executive Stock Ownership Program, and reflects the acquisition of 239.93 SISOPs on April 15, 2005, pursuant to a dividend award feature of the PG&E Corporation Executive Stock Ownership Program. SISOPs vest three years after the date of grant subject to accelerated vesting upon certain events. Unvested SISOPs are subject to forfeiture if certain stock ownership targets are not met. Vested SISOPs are automatically payable in an equal number of shares following termination of employment.

(2) Represents the approximate number of shares of PG&E Corporation common stock held for the reporting person in the PG&E Corporation Retirement Savings Plan (RSP). That fund holds units consisting of PG&E Corporation common stock and a small short-term investments component. The number of shares is computed by dividing the value of the units by the daily closing price. Dividends are automatically invested in additional units at the election of the participant. These holdings have been trued up to conform to RSP balance at May 10, 2005, and reflect the acquisition of approximately 221.61 shares on April 15, 2005, due to dividend reinvestment.

(3) The option vested in three installments on January 4, 2001, 2002, and 2003.

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.