

EDISON INTERNATIONAL  
Form 4  
May 23, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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 \*  
SMITH ROBERT HOWARD

(Last) (First) (Middle)

ROBERT H. SMITH  
INVESTMENTS &  
CONSULTING, 750 EAST GREEN  
STREET, ROOM 203

(Street)

PASADENA, CA 91101

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
EDISON INTERNATIONAL [EIX]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/19/2005

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 (D) Price                                                |                                                                                               |                                                          |                                                       |
| Common Stock                    | 05/20/2005                           |                                                    | S                              | 8,000 D \$ 37.1515                                                | 0 <sup>(1)</sup>                                                                              | D                                                        |                                                       |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 6,900                                                                                         | I                                                        | By Family Trust                                       |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 3,000                                                                                         | I                                                        | By Spouse                                             |

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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|-------------------------------|
| Non-Qualified Stock Option (right to buy)  | \$ 37.08                                               | 05/19/2005                           |                                                    | A                              | 2,500<br>(2)                                                                            | 05/19/2005 05/19/2015                                    | Common Stock                                                | 2,500                         |
| Phantom Stock                              | (3)                                                    | 05/19/2005                           |                                                    | A                              | 2,000<br>(2)                                                                            | (4) (4)                                                  | Common Stock                                                | 2,000                         |

## Reporting Owners

| Reporting Owner Name / Address                                                                                           | Relationships |           |         |       |
|--------------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                                          | Director      | 10% Owner | Officer | Other |
| SMITH ROBERT HOWARD<br>ROBERT H. SMITH INVESTMENTS & CONSULTING<br>750 EAST GREEN STREET, ROOM 203<br>PASADENA, CA 91101 | X             |           |         |       |

## Signatures

By: Eileen B. Guerrero, Attorney-in-Fact for 05/23/2005

\*\*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) The reporting person no longer has a reportable beneficial interest in Edison International Common Stock owned by his daughter and included in the reporting person's prior ownership reports.
  - (2) These phantom stock units, also called deferred stock units, and these non-qualified stock options were granted to the Reporting Person upon re-election as a director at the Issuer's annual meeting and were authorized under the Equity Compensation Plan approved by EIX

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shareholders on April 16, 1998.

- (3) 1 for 1: Each phantom stock unit is equal in value to one share of Edison International Common Stock.
- (4) The phantom stock units are to be settled upon the Reporting Person's retirement, resignation or death.
- (5) Includes additional phantom stock units acquired pursuant to dividend reinvestment and exempt from reporting under Section 16(a).

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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