

Edgar Filing: EDISON INTERNATIONAL - Form 8-K

EDISON INTERNATIONAL  
Form 8-K  
December 15, 2004

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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 (Date of earliest event reported): December 15, 2004

EDISON INTERNATIONAL  
(Exact name of registrant as specified in its charter)

CALIFORNIA  
(State or other jurisdiction  
of incorporation)

001-9936  
(Commission  
File Number)

95-41  
(I.R.S.  
Identific

2244 Walnut Grove Avenue  
(P.O. Box 800)  
Rosemead, California 91770  
(Address of principal executive offices, including zip code)

626-302-2222  
(Registrant's telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the obligation of the registrant under any of the following provisions:

- 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)
- 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))

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Section 5 - Corporate Governance and Management

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**Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Officers.**

On December 15, 2004, Edison International announced the following management changes: directors has elected Thomas R. McDaniel to become Edison International's Executive Vice President, Financial Officer and Treasurer. Mr. McDaniel will replace Theodore F. Craver, Jr., who will resign his position with Edison International to become Chairman, President and Chief Executive Officer of Edison International and Chief Executive Officer of Edison Capital. Mr. McDaniel will resign from those positions with Edison Mission Energy and Edison Capital. All the changes are effective January 1, 2005. A copy of the press release announcing the management changes is attached as Exhibit 99.

As set forth in Article IV of Edison International's bylaws, the elected officers of Edison International are chosen annually by and serve at the pleasure of Edison International's board of directors. Officers hold their respective offices until their resignation, removal, or other disqualification from service. When their respective successors are elected.

Mr. McDaniel, age 55, has been employed as an officer of Edison Mission Energy or Edison Capital, both of which are wholly owned subsidiaries of Edison International, for more than five years. During the past five years, Mr. McDaniel has held the following positions with those companies:

<u>Company</u>	<u>Position</u>	<u>Effective Date</u>
Edison Mission Energy	Chairman of the Board, President and Chief Executive Officer	January 2003 to present
	President and Chief Executive Officer	August 2002 to present
Edison Capital	Chief Executive Officer	August 2002 to present
	President and Chief Executive Officer	September 1987 to present

Edison Mission Energy is engaged in owning or leasing and operating electric generation facilities, in energy trading and price risk management activities. Edison Capital has investments in energy infrastructure projects and affordable housing projects.

**Section 9 - Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits

See the Exhibit Index below.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EDISON INTERNATIONAL  
(Registrant)

/s/ KENNETH S. STEWART  
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KENNETH S. STEWART  
Assistant General Counsel and Assistant

Date: December 15, 2004

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**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99	Press Release of Edison International of December 15, 2004.