

PG&amp;E CORP

Form 4

April 28, 2003

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 20549**

**FORM 4****STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.  
 See Instruction 1(b).

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  
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(Print or Type Responses)

1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<b>Lawrence David M.</b> (Last) (First) (Middle) <b>c/o Kaiser Foundation Health Plan</b> <b>One Kaiser Plaza</b> <b>(Street)</b> Oakland CA 94162 (City) (State) (Zip)	<b>PG&amp;E Corporation (PCG)</b> 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)		<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)				
	4. Statement for Month/Day/Year		7. Individual or Joint/Group Filing (Check Applicable Line)				
	<b>04-25-2003</b> 5. If Amendment, Date of Original (Month/Day/Year)		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person				
	<b>Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>						
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)
<b>Common Stock</b>	<b>04-25-03</b>	<b>P</b>	<b>636</b>	<b>A</b>	<b>\$14.919,938.0651<sup>(1)</sup></b>	<b>D</b>	
<b>Common Stock</b>	<b>(No reportable transactions)</b>				<b>360</b>	<b>I</b>	<b>Held by Lawrence Family Trust</b>
Reflects purchase of 636 shares under the Directors' Voluntary Stock Purchase Program.							

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

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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(Over)  
 SEC 1474  
 (9-02)

FORM 4 (continued)	Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative	2. Conversion or	3. Transaction	3A. Deemed	4. Transaction	5. Number of Deriv-	6. Date Exercisable and	7. Title and Amount of	8. Price of	9. Number of deriv-	10. Ownership	11. Nature of

Common Stock

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Security (Instr. 3)	Exercise Price of Deri- vative Security	Date (Month/ Day/ Year)	Execution Date, if any (Month/ Day/ Year)	Code (Instr. 8)		ative Securities Ac- quired (A) or Dis- posed of (D) (Instr. 3, 4 and 5)	Expiration Date (Month/Day/ Year)		Underlying Securities (Instr. 3 and 4)		Deriv- ative Secur- ity (Instr. 5)	ative Secur- ities Bene- ficially Owned Follow- ing Reported Trans- action(s) (Instr. 4)	Form of Deri- vative Security: Direct (D) or Indirect (I) (Instr. 4)	Indirect Benefi- cial Owner- ship (Instr. 4)
				Code	V		Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares				

Explanation of Responses:

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Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

\*\*Signature of Reporting Person

04-25-2003

Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Eric Montizambert, Attorney-in-Fact  
  
For David M. Lawrence  
  
(Signed Power of Attorney on file with SEC)

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.