



Barbara E. Mathews
Vice President,
Associate General Counsel,
Chief Governance Officer
and Corporate Secretary
barbara.mathews@sce.com

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Elizabeth M. Murphy
Secretary
Securities and Exchange Commission
100 F Street NE
Washington, DC 20549-1090

Re: Amendments to Rules Requiring Internet Availability of Proxy Material
File No. S7-22-9
Release No. 33-9073

Dear Ms. Murphy:

This letter is submitted on behalf of Edison International in response to the Securities and Exchange Commission's (the "Commission") request for comments on Release No. 33-9073 regarding proposed amendments to the Commission's rules requiring the Internet availability of proxy materials (the "Proposal"). We appreciate the opportunity to comment on the Proposal and support the Commission's efforts to improve the notice and access model for furnishing proxy materials to shareholders.

Edison International supports and uses the notice and access model for both its environmental and economic benefits. In 2009, we used the "notice-only option" for all registered and beneficial shareholders who held less than 500 shares, which eliminated full set mailings to more than 75% of our total shareholder positions. This stratified use of notice and access allowed us to print approximately 60% fewer proxy statements and annual reports, and saved us approximately 35% on proxy-related expenses.

Edison International supports the proposed changes described in the Proposal, but we feel more change is needed to improve the notice and access process for both issuers and retail shareholders. In addition to providing additional flexibility in the design of the Notice and permitting an educational insert to accompany it, we believe that two specific changes would result in less shareholder confusion and quickly improve retail participation rates.

Include a Proxy Card with the Notice

We urge the Commission to consider amending Rule 14a-16(h) to permit issuers to include a proxy card with the initial Notice sent to shareholders, eliminating the 10-day waiting period required to send a proxy card with a second Notice. The absence of a proxy card can be confusing to shareholders. Some of our shareholders attempted to vote and return the Notice when they did not find a proxy card. We believe including a proxy card with the initial Notice would result in increased retail participation. Shareholders would be able to make an informed

2244 Walnut Grove Ave.
Rosemead, CA 91770
626-302-1130
Fax 626-302-4106

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voting decision by accessing the proxy materials on the Internet or requesting paper copies. There is no assurance that shareholders who receive paper materials read the materials before returning the proxy card.

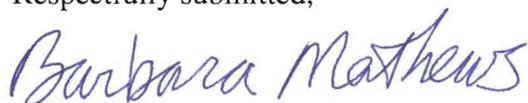
Require Broker Envelopes to Include the Issuer's Name and Logo

We have observed that beneficial shareholders receive their proxy materials from brokers in an envelope that does not contain the name or logo of the issuer, only the broker's. While this is a problem for both full set delivery and the "notice-only option," the failure to include company specific information on the outside of the broker envelopes is particularly concerning for companies that use notice and access. The broker envelopes used to mail the Notice to beneficial holders are much smaller and thinner than the envelopes used to mail full sets, making them easier to misplace or confuse with junk mail.

Issuers have the ability to include their name and logo on envelopes used to mail proxy materials to registered holders. In recent years, we have received inquiries from beneficial shareholders who believed that they did not receive a Notice or proxy materials from us, but did not realize that these were included in an envelope sent by their broker. We have asked Broadridge to modify its broker envelopes to include our name and logo, but were told that they are unable to make this change. As a result, we urge the Commission to consider issuing rules to require brokers to mail the Notice (and other proxy materials) to beneficial holders in an envelope that contains the issuer's name and logo, if provided by the issuer to the broker or its representative. We believe this simple change to the appearance of broker envelopes would help distinguish an issuer's proxy materials among others that are sent by the same broker. We hope an envelope with our name and logo would get the attention of shareholders who would otherwise ignore the mailing, resulting in increased retail participation from beneficial holders.

Thank you for considering our comments on the Proposal. If you would like to discuss any issues related to notice and access, please do not hesitate to contact me directly at (626) 302-1130.

Respectfully submitted,



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