



# Our **Ethics** and **Compliance Code**

EDISON INTERNATIONAL

SOUTHERN CALIFORNIA EDISON

EDISON MISSION GROUP



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## A letter to all employees from our Chairman

Dear fellow employee:

High standards of business conduct are essential to our company's success. We have a long history of commitment to high standards, but more recently we also have seen and heard things that do not measure up to our standards. That means we can and must do better.

This Ethics and Compliance Code will help us. Please read and make sure you understand it. I know it isn't easy reading, but it is critically important to each of us.

We are governed by many rules and regulations and must comply with each of them. You must understand these obligations; and our management team must do everything we reasonably can to make the obligations clear and understandable. We are redoubling our efforts to do that well.

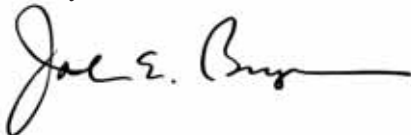
As you know, we have in the past year created the position of Vice President and Chief Ethics and Compliance Officer and appointed Ken Stewart to it. Ken and his team are there to help answer any questions you have about exactly what our compliance obligations are and how to deal with difficult issues that arise in the course of your work.

Here's what I ask of you: First, follow the code. Second, if you have concerns, please raise them. You can do it anonymously through the helpline or, better, you can express your concerns directly to your supervisor, manager, officer, or to the Ethics and Compliance Office. Where corrections are needed, that will allow us to make them promptly and decisively.

In short, each employee must be personally accountable for "doing it right." "Doing it right" means meeting performance objectives, not by cutting corners, but by achieving goals honestly, safely, and in full compliance with laws and this code.

Thank you for doing your part. Ours is a very good company. With your help in honoring these standards of conduct, we can make it better yet.

Sincerely,



John E. Bryson  
Chairman of the Board, President  
and Chief Executive Officer



## Introduction

### Why We Have This Code

The ideas and ideals found in this Ethics and Compliance Code are an extension of our values at Edison International and reflect our continued commitment to ethical business conduct and compliance with the law.

We can achieve long-term success as a company and as individuals only by acting ethically and complying with the laws, rules, and regulations that apply to our business. It is critical that each of us does this every day. This Code defines what is expected of us in specific situations and tells us where to go if we need additional guidance.

We all should become familiar with the standards and guidelines in this Code and apply them in both letter and spirit. This Code applies to all employees and officers at every level and in every assignment within the Edison International companies, and to our board of directors when they act in that role. As you would expect, no one is above the requirements of this Code.

We acknowledge our individual and collective responsibilities in following these standards. Each of us must live up to these values, both when we act alone and when we work together with others.

**Q:** I heard a manager say it is okay to “bend the rules” and depart from the Code when necessary to achieve our goals. Is that right?

**A:** No. This Code applies to all of us; and we must not violate it even to achieve individual, department, or corporate goals.

### A Tradition of Trust, a Future of Promise

A century ago, Edison put forth the motto, “Good Service, Square Dealing, Courteous Treatment.” Over the past 100 years, our customers, shareholders, regulators, and business partners have trusted us to live up to those ideals. Our success was built upon that trust. We must not betray it.

Now we express the same values with the words, “Integrity, Excellence, and Respect.” These values are a commitment we make to our present stakeholders, to ourselves, and to future generations. These values must be the foundation of our continuing success.

This Ethics and Compliance Code supports Edison’s values, which in turn empower us to serve our customers and create value for our shareholders. Good business conduct is essential in supporting these values. Values are not real until they are put into action.

## Our Values

### The people of Edison International:

- **Hold integrity as our paramount value,**
- **Commit to excellence, and**
- **Respect each other and the people with whom we deal.**

**These values we hold and the customer value we deliver are essential to create shareholder value.**

**Q:** Is this Ethics and Compliance Code really about our values of Integrity, Excellence, and Respect?

**A:** Yes. Edison's values provide the foundation for how we conduct our business. This Code supports those values and provides more details about specific standards and guidelines.

## Seeking Help or Guidance

If you still have questions after reading this Code, if you feel pressured to do something you feel is not right, or if you are otherwise unsure what to do, you should ask for help. You may contact your manager or supervisor, a more senior manager or officer, the Ethics and Compliance Office, or the Ethics and Compliance Helpline.

The Helpline number is 1-800-877-7089.

**Q:** How can I be expected to know every policy? Must I memorize this Code?

**A:** You do not need to memorize this Code or other Edison policies, but you should read this Code and become familiar with it and other policies that apply to you. You are expected to seek guidance when you are uncertain about what to do. Remembering our values of Integrity, Excellence, and Respect will help guide you.

It would be impossible to include in this Code answers to every issue you may encounter. Nor does this Code replace the manuals and policies adopted by particular companies or business units. This Code takes precedence over conflicting provisions of other manuals and policies, but companies and business units may adopt more detailed policies consistent with this Code. Please use all these resources and good judgment to guide your decisions.

You may find more information about helpful resources under the heading "Where to Go for Information and Help" at the end of this Code.





## Reporting Violations

If you know about a violation of this Ethics and Compliance Code or any other legal or regulatory requirement, you have an obligation to report it. **You should report violations to your supervisor or manager, a more senior manager or officer, the Ethics and Compliance Office, or the Ethics and Compliance Helpline at 1-800-877-7089.** When you report a possible violation, your report will be handled professionally. Edison will not tolerate any retaliation against you by another employee, supervisor, manager, or officer for making a report. If you are not satisfied with the response to your report, you should contact the Ethics and Compliance Office or the Ethics and Compliance Helpline.

Edison recognizes that failure to act on a violation would undermine this Code and our commitment to integrity. Reports of violations will be investigated and appropriate action taken. Employees are required to cooperate during all company investigations and audits, including any investigation of a violation of this Code. Forthrightness is expected of everyone during any investigation.

**Q:** Why must I report violations?

**A:** If employees don't actively participate in the process of protecting our reputation by speaking up, Edison's ability to resolve important issues would be undermined. Unreported violations also could cause fines or other penalties to the company and disciplinary action against employees who should have made the report but didn't.

**Q:** Can I ask a question or report something and not give my name?

**A:** Yes. We understand that some employees would rather stay anonymous when reporting an issue. You may call the Ethics and Compliance Helpline or the Ethics and Compliance Office and not give your name, or you may send an anonymous letter to the Ethics and Compliance Office.

## Conduct in the Workplace

*Edison is committed to providing a workplace environment that is based upon respect and dignity and that promotes excellent performance by our employees. Each employee is expected to act in ways that support these goals.*

### Guiding Principle on Workplace Conduct

No code of conduct can anticipate every question or issue that we might face. We should use common sense and our company values of Integrity, Excellence, and Respect as our guides to resolving unique issues.

### Discrimination

Edison is determined to maintain a work environment free of discrimination. Our company will be stronger and more successful by honoring the diversity of people and ideas.

Employment discrimination against anyone on any unlawful basis such as gender, gender identity, race, religion, color, national origin, ancestry, sexual orientation, age, medical condition, physical or mental disability, marital status, veteran status, or family leave status is prohibited.

We will not tolerate discrimination against any employee. Nor will we tolerate unlawful retaliatory conduct toward any employee.

### Workplace Harassment and Violence

Harassment or violence in the workplace is prohibited. Some forms of harassment, such as sexual harassment, are illegal, as well as against company policy. Whether overt or subtle, harassment is forbidden and will not be tolerated. Reporting harassment and violence in the workplace is critical in helping Edison deal with it properly.

#### Some forms of harassment are:

- Unwelcome sexual advances, requests for sexual favors, suggestive comments, inappropriate physical contact, and any other unwelcome verbal or physical conduct of a sexual nature.
- Derogatory comments, jokes, insults, threats, slurs, and other unwelcome actions based on race, ethnicity, religion, or any other protected category noted under “Discrimination” above.
- Verbal or physical threats or acts of violence.

**Q:** My co-worker sometimes forwards e-mails containing offensive material to his friends. Is that improper since only a small group of people get the messages?

**A:** E-mails containing offensive material are prohibited because they violate our anti-harassment policy and our policy against improper use of company computers. It does not matter if only a few people receive them. Anyone receiving such e-mails should not forward them and should report them.

**Q:** I told a sexually suggestive joke in a meeting and everyone laughed, both men and women. Isn't that OK?

**A:** No. Any joke of a sexual or racial nature is improper. Sometimes people laugh to cover up their embarrassment or discomfort. You can't assume that a joke is acceptable just because nobody objects at the time.





## Fitness for Duty

Edison is committed to a drug- and alcohol-free workplace. Any employee who uses, manufactures, possesses, or distributes illegal drugs or controlled substances at any time (except the proper use of medically prescribed drugs) is in violation of this policy. It also is a violation for any employee to use or possess alcohol on company premises, except when specifically authorized for special events, or to be under the influence of alcohol while performing company business or job-related duties.

For safety reasons, it is important that employees take appropriate care in using even prescription drugs and over-the-counter medications while performing their duties. Employees should not report for work if they are too impaired, fatigued, or ill to perform their duties safely.

You should review Human Resources policies, safety manuals, and any related policies that apply to your business unit or work site for more detailed information on these issues.

**Q:** My supervisor occasionally returns from lunch with alcohol on his breath and appears a little tipsy. What should I do?

**A:** You should report the problem to a more senior manager or supervisor, or call the Ethics and Compliance Helpline. Being under the influence of alcohol at work is a violation of company policy and can create a serious safety risk.

## Fair Dealing

We always should treat those with whom we work or do business fairly, honestly, and straightforwardly. We must never take unfair advantage of others through manipulation, concealment, abuse of privileged or confidential information, or misrepresentation.

Our duty to act fairly extends to our customers, suppliers, contractors, competitors, co-workers, regulatory agencies, investors, and communities.

Fairness is at the heart of our value of Respect.



## Complying with Laws, Rules, and Regulations

*Edison employees must adhere to all laws, regulations, and other legal requirements that apply to our business. We can be a company and people with integrity only if we obey the law.*

### Guiding Principles of Legal and Regulatory Compliance

Our businesses are governed by many laws, rules, regulations, and regulatory decisions. We are regulated by the Federal Energy Regulatory Commission, California Public Utilities Commission, Securities and Exchange Commission, United States Environmental Protection Agency, Nuclear Regulatory Commission, and other agencies. Federal, state and local laws, rules, regulations, and ordinances apply to us.

While no one person could know every law, rule, or regulation, as a company we are accountable for obeying them all. There are no exceptions.

You should become familiar with the legal and regulatory requirements that apply to your job and to the jobs of any employees that report to you. You also are expected to seek appropriate legal guidance and training, as necessary, in areas that relate to your responsibilities.

We all share the responsibility for detecting and preventing noncompliance with legal and regulatory requirements. We also share the responsibility for reporting any actual or suspected noncompliance.

We are honest and straightforward in our discussions with regulatory agency representatives and government officials. During investigations, audits, and other inquiries, we fully cooperate with appropriate requests for information under the guidance of our Law Department.

**Q:** Some of the regulations that apply to my job seem trivial, burdensome, or inconsistent. Must I really obey them all even if they make it difficult to do my job?

**A:** Yes. We must obey every applicable law and regulation. If you have questions about the interpretation or application of any requirement, you or your management should consult the Law Department or call the Ethics and Compliance Office.

### Limitations on Affiliate Transactions

Transactions between Southern California Edison and other Edison International companies are governed by rules of the California Public Utilities Commission, standards and codes of conduct of the Federal Energy Regulatory Commission, and related company policies. We all are expected to comply with these regulatory requirements.





**Some important provisions of the affiliate rules, standards, and codes are:**

- SCE may not share transmission information with its Energy Supply & Marketing employees or with other Edison International companies engaging in energy-related businesses, in any nonpublic communication.
- SCE and other Edison International companies engaging in energy-related businesses may not share marketing information with each other unless the information is disclosed simultaneously to the public.
- SCE and other Edison International companies may not participate in joint sales, marketing, or communications to existing or potential utility customers.
- Transactions between SCE and other Edison International companies must be thoroughly documented.
- SCE may not release information about any of its retail customers without prior written consent of the customer, except as authorized by the California Public Utilities Commission.
- SCE may not release nonpublic or proprietary information about any of its suppliers without prior written consent of the supplier.
- SCE may not promote or refer business to other Edison International companies, even if a customer requests a referral.
- SCE employees may work for other Edison International companies only with the consent of SCE's affiliate officer.

Employees who are involved in transactions between Southern California Edison and other Edison International companies should become familiar with all the applicable requirements of the California Public Utilities Commission and the Federal Energy Regulatory Commission.

**Entertainment, Gifts, and Improper Payments**

We do not accept or give entertainment, favors, gifts, or any other things of material value that are designed or intended to obtain preferential treatment in a business transaction.

We should never act in a manner that would place any person or business in a position where they may feel obligated to make a gift, provide entertainment, or provide personal favors in order to do business with Edison in any way.

Gifts of nominal value generally may be accepted, unless your business unit has a more restrictive policy. Gifts of any significant value should be declined or returned and should be reported to your supervisor or manager. If you have questions or need guidance, you are encouraged to talk to your supervisor or manager, contact the Ethics and Compliance Office, or call the Ethics and Compliance Helpline.

Kickbacks and bribes are unlawful and prohibited in all situations. Gifts, entertainment, food, drink, and other favors provided to governmental officials are subject to specific limits and reporting requirements, as described under “Political Contributions and Activities” below.

**Q:** I received a gift basket of fruit from a supplier for the holidays. May I accept it?

**A:** Yes. Typically, a single basket of fruit is acceptable. A basket of fruit every month from the same supplier is not.

**Q:** For my birthday, one of Edison’s suppliers offered me a T-shirt with the supplier’s logo on it and a leather briefcase. I’m afraid it would embarrass him to decline the gifts. Should I keep them?

**A:** The T-shirt is probably acceptable because it has nominal value, but the briefcase is not. Even if the gift of the briefcase were not intended to influence your decisions, it would have the appearance of doing so and should be declined and reported.

## The United States Foreign Corrupt Practices Act

In compliance with the United States Foreign Corrupt Practices Act, Edison will not offer or make any direct or indirect payment or gift to any foreign government or political official for the purpose of influencing the official to take any action, violate any duty, or give Edison any improper advantage.

If we are involved in foreign business transactions, we are expected to understand the laws associated with those transactions and follow them to the letter and in spirit. Before engaging in any foreign business activities, you should check with the Ethics and Compliance Office for guidance and appropriate training.

We must report any effort by anyone to offer any improper payment, gift, or bribe. You may make a report to the Ethics and Compliance Office or the Ethics and Compliance Helpline. When any doubt exists as to gifts or payments, we should seek approval from management and the Law Department.





## Political Contributions and Activities

Corporate political activities are subject to federal, state, and local government regulations, limits, and reporting requirements. We do not provide campaign contributions or engage in lobbying or political activity of any kind on behalf of the company without advance approval from a company officer with responsibility for Public Affairs. Of course, employees are free to engage in personal political activity on their own time and with their own resources.

Gifts of any kind to a governmental official or political candidate also are subject to limits and reporting requirements. Gifts might include meals, drinks, entertainment, transportation, holiday or birthday presents, tickets to sporting events, or anything else of value. We cannot provide such gifts unless we have prior approval from a company officer with responsibility for Public Affairs.

This policy also covers any use of company property, resources, payroll hours, or equipment for the benefit of a government official or political candidate.

The company is committed to reporting accurately and completely all lobbying activities, campaign contributions, and gifts to public officials, as required by law. If you engage in any of those activities, you should be sure you understand and fulfill your reporting obligations. You should contact the Public Affairs Department if you need more guidance.

**Q:** My friend is running for city council. May I support him by making phone calls on the company phone at my desk during my lunch break, copying flyers on the office copier, sending e-mails from my work computer, or faxing information to his campaign manager from a company fax machine?

**A:** No. Each of those activities involves the use of company resources to support a political candidate. You need to get approval first from a company officer with responsibility for Public Affairs.

## Safety, Health, and the Environment

Edison is committed to ensuring the safety and health of our employees and the public. Safety must be a primary concern in everything we do; and we should be familiar with safety laws, rules, regulations, and reporting requirements. We each share responsibility for our own safety and the safety of our fellow employees and the public.

Edison is committed to protecting the environment and natural resources. We comply with applicable laws, rules, and regulations regarding environmental protection. We should become familiar with and carefully follow those laws, rules, and regulations.

If you see any potential safety or environmental problems, you should report them to your manager or supervisor, the Ethics and Compliance Office, or the Ethics and Compliance Helpline. Steps should be taken for correction as soon as possible. Conditions that pose an imminent risk to the safety of employees or the public should be reported and corrected without delay.

The company has adopted safety and environmental policies and maintains manuals and other materials providing detailed information about safety and environmental rules and protective measures. We should read the information that applies to our job duties and follow it at all times.

**Q:** I sometimes feel pressured to shortcut safety procedures in order to complete projects on time. What should I do?

**A:** The company does not expect you to violate applicable safety rules for any reason. If you feel pressure to do so, you should discuss it with your supervisor or manager or report it to the Ethics and Compliance Helpline.

## Insider Trading


United States securities laws prohibit insider trading. Directors, officers, and employees may be guilty of insider trading if they buy or sell securities when they know material information that is not available to the public.

In the course of doing our jobs, we may become aware of material, nonpublic information, such as earnings forecasts or a pending regulatory decision. Information is material if there is a substantial likelihood that a reasonable investor would consider it important in making a decision to buy or sell securities. Individuals who have access to this type of information may be insiders.

It is illegal to buy or sell the securities of a company, including our own, when we know such information, or to share this information with others. If you have any doubt about whether it is proper for you to buy or sell securities, you are encouraged to consult the Corporate Secretary or call the Ethics and Compliance Office. Directors and certain officers are required to get clearance from the Corporate Secretary before buying or selling company securities.

**Q:** My crew noticed some oil that leaked onto the ground from a transformer. We were in a hurry so someone just shoveled the oily dirt into a nearby dumpster. What should we have done?

**A:** You should have followed prescribed procedures to test the oil for contamination, clean up the spill properly, and report the incident. Failure to follow proper procedures can bring liability on the company and discipline on you. If you need guidance, you should contact Environmental Affairs.



**Q:** I was in a meeting where we discussed sensitive and confidential information about EIX that would give me an opportunity to make lots of money in the stock market. Can I use the information? Or can I recommend that a friend buy stock without telling him why?

**A:** No. In either case you would be misusing inside information and could be found guilty of insider trading.

## Our Suppliers

We expect our suppliers to act ethically and comply with the laws that apply to their businesses. Our suppliers should establish and adhere to their own high standards of business conduct.

We do not allow suppliers to induce our employees to violate this Code. Similarly, we do not try to influence suppliers to violate our standards or their own standards of proper business conduct.

We never engage in any unethical or illegal conduct with our suppliers. We do not accept incentives such as gifts, entertainment, kickbacks, or bribes in return for conducting business with them. Unless expressly authorized to do so, we do not share our confidential or proprietary information with suppliers, or disclose their confidential and proprietary information to others.

We do not participate in any activities with our suppliers that may give the appearance to competitors of providing unfair advantage or preferential treatment.

## Conflicts of Interest

*We are expected to act in Edison's best interests. We should never use our position at Edison to benefit personally or to benefit someone else at the expense of Edison. Avoiding conflicts of interest is a key aspect of acting with integrity and striving for excellence.*

## Avoiding Conflicts of Interest

Situations where you may have a personal interest or potential gain that could be inconsistent with the company's best interests may involve a conflict of interest. We must avoid conflicts of interest and should avoid even the appearance of a conflict.



Conflicts are likely if you are in a position to gain financially from decisions you make or if a family member or friend is involved or could gain financially. We are expected to make decisions unclouded by personal interests.

You should report any potential conflict of interest to your manager or supervisor and resolve the conflict before proceeding. Even in cases where you believe no conflict is present, but you are aware that there may be an appearance of a conflict, you should disclose and discuss this issue with your manager or supervisor.

If you would like to receive general guidance about whether a conflict of interest may exist, or how to avoid or resolve a potential conflict, you may call the Ethics and Compliance Office or the Ethics and Compliance Helpline.

Full disclosure and candid discussion are elements of integrity, and they will help assure no conflict is present or perceived by others to be present. Full disclosure also will help prevent others from questioning your decisions.

**Some examples of conflicts of interest are:**

- Directly or indirectly supervising or managing a relative or other person with whom you have an intimate relationship. For instance, your spouse, domestic partner, or significant other cannot work for Edison and be in your chain of command.
- Supervising, managing, or working with any person with whom you have a close personal or financial relationship, if it could adversely affect the workplace.
- Moonlighting for a contractor that does work for Edison.
- Having a second job that interferes with your responsibilities for Edison. If your outside work requires you to receive phone calls and respond to problems during your work time at Edison, it is a conflict of interest.
- Having a significant financial interest or other substantial relationship with a supplier, contractor, or competitor of Edison.
- Taking advantage of a personal opportunity that comes to you because you work for Edison. For instance, you should not try to obtain a personal patent on something that you developed as part of your job at Edison.

**Q:** I own a stationery store as a second job. May I sell office products to my department at Edison? How about if I give Edison a discount?

**A:** No. This sort of arrangement would be a conflict of interest and would appear to most to be self-serving, even if you are giving Edison a special discount.





## Using Your Position for Personal Gain

Edison employees are expected to refrain from using their positions for any personal gain or advantage. We should not pursue business opportunities that would cause us to compete with Edison or benefit financially from Edison's decisions.

In the course of our business duties we should never use our inside knowledge or position to obtain a personal financial gain.

**Q:** When my group works late, I'm usually the one that makes a pizza run paid for by the company. The owner of the pizza place now recognizes me and sometimes doesn't charge me for my lunch if I go there during the day. Is that OK?

**A:** No. This would be gaining personally from your position at Edison. The owner is rewarding you for bringing company business to him.

**Q:** I found out at work that Edison is negotiating to sell some company property to a developer for an upscale retail project. Since the surrounding property values are likely to go up, I want to buy a nearby parcel now and resell it later. Can I do that?

**A:** No. You would be using your inside knowledge to gain a personal financial benefit. You also would be taking unfair advantage of the potential seller.

## Company Records and Property

*Edison property and internal records are not intended for personal use or gain. Accurate records are essential to maintain the trust of investors, regulators, and others. Keeping good records and handling disclosures and documents properly help us uphold our value of Integrity.*

### Company Assets

We all have a responsibility to safeguard company assets. We should not misuse company property by using it for personal purposes. Except for limited incidental use permitted by our management, we do not use company telephones, computers, copiers, or other equipment for personal purposes. Preventing loss, misuse, waste, or theft of company property is part of our responsibilities as Edison employees.

**Some forms of Company assets are:**

- Furniture and equipment
- Office or field supplies
- Nonpublic company and customer information
- Intellectual property and ideas
- Employee time
- Company funds

### Confidential and Proprietary Information

As a general rule, we should keep confidential any company information that is not public knowledge. Confidential information includes all nonpublic information that might be of use to competitors or harmful to the company, its employees, or its customers, if disclosed. Company business statistics, employee information, and individual customer data are examples of confidential and proprietary information.

We also need to safeguard confidential information about other employees and the company's business partners, contractors, and suppliers. We never use confidential and proprietary information for our own personal gain.

To help us identify and safeguard confidential and proprietary information, the company has adopted specific policies about information management, computer security, and document retention. We should become familiar with those policies.

**Q:** I sell cosmetics from home to make a little extra money. Once a week I distribute flyers in my neighborhood to advertise my latest products. May I use the company copier to run off the flyers?

**A:** No. That would be an improper use of company equipment for personal purposes.

**Some forms of confidential and proprietary information are:**

- Financial forecasts and other internal financial data
- Business plans and strategies
- Information about specific customers
- Employee records
- Drafts of regulatory filings
- Certain purchase orders
- Plant outage and overhaul schedules



## Public Disclosures

Whenever we are asked to prepare or contribute to any public disclosure, we must be certain that all information is accurate, reliable, and complete. We should never knowingly provide or allow others to provide misleading or false information. We want our disclosures to be full, fair, accurate, timely, and understandable.

Disclosures include public filings with regulatory agencies, press releases, media statements, marketing brochures, and any other information that is provided to outsiders. Communications with the media are to be made by authorized company spokespersons, such as employees in the Corporate Communications Department. Communications with investors should be made by authorized officers or by authorized employees in the Investor Relations Department.

Edison will never ask or encourage any employee to misstate or falsify any information provided to anyone. If you are ever asked to do so, you should report it and not comply with the request.

Some employees, such as the principal executive, financial, and accounting officers of Edison companies, have special responsibilities to ensure that reports filed with the Securities and Exchange Commission comply with securities laws and do not contain untrue or misleading statements or omit necessary information.

**Q:** My supervisor asked me to provide data to be included in a regulatory filing. Some of the data may not be verifiable, and I may need to rely on some estimated data. What should I do?

**A:** You should not provide data that may be unreliable or estimated, unless you have explained the limitations to the person requesting the information. When in doubt, ask for more guidance about what is needed.

## Document Retention

We have document retention policies that specify how long we should keep documents in our files. Some documents should be kept for a period of years or until no longer needed. Some documents need to be kept indefinitely. If any documents are relevant to litigation or regulatory proceedings, including threatened or foreseeable proceedings, we must preserve the documents until the proceeding is completed and the Law Department has determined that it is no longer necessary to keep them.

We should become familiar with our document retention policies and follow them carefully in determining whether and when to save or dispose of documents. If we have any doubt about the right thing to do with a document, we should ask a supervisor or manager, consult with the Law Department, or call the Ethics and Compliance Office.

**Q:** I just accepted a new assignment and found many files that appear to be old and worthless. Can I just throw them out and start over?

**A:** No. First, you should check the document retention policy. When in doubt about any record retention issue, contact your manager or the Law Department before destroying anything.

## Accurate Records

Accurate records and disclosures are critical to our company's ability to meet compliance, legal, financial, and management obligations.

When asked to participate in the creation of any company records, we are responsible for the integrity of those records. We must never make any false or misleading entries. If anyone suggests that we engage in falsifying information, we are obligated to report it, and under no circumstances may we comply with such a request.

We may never knowingly offer or enter misleading or inaccurate information in the preparation of any record or report. Proper internal controls must be established and followed to ensure accurate reports and record keeping. This includes all forms of reports and records, including time sheets, expense reimbursement forms, goal reports, performance evaluations, and so forth.

**Q:** My department had a safety contest last month and I decided not to report a small accident I had in the file room, even though I knew it should have been reported. Since I only needed a Band-Aid, I didn't think it would matter.

**A:** Yes, it does matter. Any intentional non-reporting is the same as misreporting or falsifying records and results in improper company records. And in this case it was cheating to win a contest.

**Q:** Each month I am asked to report certain numbers in my department. Is it OK that my manager asked me to put some of this month's numbers into next month's report?

**A:** No. Changing or altering figures even between months represents a falsification of records, is prohibited, and should be reported to a more senior manager or the Ethics and Compliance Helpline.



## Responsibilities

### Individuals

Directors, officers, and employees are personally responsible for compliance with this Ethics and Compliance Code and the other policies of the company. Each of us should become familiar with this Code and the other policies that apply to us. Each of us also has a duty to report any unethical or illegal conduct that we see or hear and cooperate with all company investigations and audits.

### Boards of Directors

The board of directors of each Edison International company is responsible for the ultimate direction of the business affairs of that company, including matters related to this Code and company policies. The boards should receive regular reports about ethics and compliance matters and take action as they deem appropriate to ensure the company complies with the law and fosters an ethical culture.

### Management

Acting under the direction of its board of directors, the management of each Edison International company has day-to-day responsibility for compliance and ethics matters, including the implementation and enforcement of this Code and related policies. Acting under the direction of the Chief Executive Officer, the Chief Ethics and Compliance Officer has overall responsibility, but each officer and manager is accountable to foster compliance with this Code and encourage high ethics.

### Certifications

Officers and employees of the Edison International companies are required each year to complete and sign a certification as to their compliance with this Ethics and Compliance Code and related policies.

### Investigations

All reports of violations of this Code will be investigated and resolved. Matters that could have a significant impact on the financial condition, reputation, or legal liability of any Edison International company should be brought to the attention of the Chief Ethics and Compliance Officer. Such matters also should be reported directly or through the Chief Ethics and Compliance Officer to the board of directors or audit committee of the affected Edison International companies.

Investigations into matters involving potentially significant ethics and compliance violations should be coordinated through the Ethics and Compliance Office with the Equal Opportunity, Human Resources, Audit Services, Law, Corporate Security, and other authorized departments. Employees are required to cooperate during the investigation of any violation of this Code and must not withhold information from or give misleading information to anyone conducting an authorized investigation or audit.

## Discipline

All violations of this Code will be reviewed for appropriate disciplinary action, up to and including termination from the company. Although many provisions of this Code are presented as guidelines, employees are expected to comply with all aspects of this Code. Any departure from the Code or other company policies may result in disciplinary action against an employee.

## Where to Go for Information and Help

In most situations, the right course of action will be clear. But at times you might be uncertain what you should do. The box to the right offers some questions you should ask yourself.

If you still have concerns or questions about whether what you are about to do is ethical or legal, you should take one or more of the following actions until your concerns or questions are resolved:

- Talk to your immediate manager or supervisor. If necessary, you may talk with a more senior manager or officer.
- Review written policies, manuals, procedures, and other materials. Many of those resources are available through the company's internal Internet websites under the heading "Ethics and Compliance."
- Contact the Ethics and Compliance Office. Contact information is provided below.
- Contact the Law Department if your questions relate to legal issues or matters being handled by company lawyers.
- Call the Ethics and Compliance Helpline at 1-800-877-7089.

### Helpful guidelines for making decisions:

- Is it legal?
- Does it follow company policies?
- Does it support our values of Integrity, Excellence, and Respect?
- Would I want everyone to know?
- Is it right?

When in doubt, ask for help. You should never feel left alone to decide at your own risk whether something is right. And you should never feel pressured to do anything that is unethical or illegal.







#### **Some facts about the Ethics and Compliance Helpline:**

- The telephone number is: 1-800-877-7089.
- A telephone call is the best way to contact the Helpline. However, you also may send a fax to 800-748-6159, or an e-mail to [Reportline@tnwinc.com](mailto:Reportline@tnwinc.com); or you may use the Internet at <https://www.tnwinc.com/webreport>.
- All contacts with the Helpline can be made anonymously. If you chose not to give your name, there will be no attempt to find out your identity. It's all about the issue, not finding out who reported it.
- An independent provider, The Network, answers all calls. The Helpline is available 24 hours a day, 7 days a week. Interpreters are available for most languages.
- All issues are handled in confidence to the fullest extent possible. If you give your name, it will not be shared except on a need to know basis or as required by law, and you will be notified.
- You can call with a question, for advice, or to report a violation. The goal is for employees to ask before they act.
- The company will not allow any employee, supervisor, manager, or officer to retaliate against you for making a report or asking a question.

#### **Ethics and Compliance Office**

The members of the Ethics and Compliance Office are available to help you with advice and answers. You can make reports or ask questions about this Ethics and Compliance Code, company policies, training, and other ethics and compliance matters.

Contact the Ethics and Compliance Office at:

Edison International  
Ethics and Compliance Office  
2244 Walnut Grove Avenue  
Rosemead, CA 91770

Phone: 626-302-1053

FAX: 626-302-6665

E-mail: [ethics@edisonintl.com](mailto:ethics@edisonintl.com)

**Ethics and Compliance Helpline**  
**1-800-877-7089**





