

EDISON INTERNATIONAL
Form 11-K
June 26, 2015

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 11-K

FOR ANNUAL REPORTS OF EMPLOYEE STOCK
PURCHASE, SAVINGS AND SIMILAR PLANS
PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

(Mark One):

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2014

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number 1-9936

EDISON 401(K) SAVINGS PLAN
(Full Title of the Plan)

EDISON INTERNATIONAL
(Name of Issuer)

2244 Walnut Grove Avenue (P.O. Box 976), Rosemead, California 91770
(Address of principal executive office)

Edison 401(k) Savings Plan

Financial Statements and Supplemental Schedule
As of December 31, 2014 and 2013 and for the Year Ended December 31, 2014

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Consent of Independent Registered Public Accounting Firm Exhibit 23
Note: All schedules other than that listed above have been omitted since the information is either disclosed elsewhere in the financial statements or not required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, as amended.

Report of Independent Registered Public Accounting Firm

Southern California Edison Company
Benefits Committee
Edison 401(k) Savings Plan
Rosemead, California

We have audited the accompanying statements of net assets available for plan benefits of the Edison 401(k) Savings Plan (the "Plan") as of December 31, 2014 and 2013, and the related statement of changes in net assets available for plan benefits for the year ended December 31, 2014. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for plan benefits of the Plan as of December 31, 2014 and 2013, and the changes in net assets available for plan benefits for the year ended December 31, 2014, in conformity with accounting principles generally accepted in the United States of America.

The accompanying supplemental schedule of assets (held at end of year) as of December 31, 2014 has been subjected to audit procedures performed in conjunction with the audit of the Plan's financial statements. The supplemental schedule is the responsibility of the Plan's management. Our audit procedures included determining whether the supplemental schedule reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental schedule. In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. In our opinion, the supplemental schedule is fairly stated in all material respects in relation to the financial statements as a whole.

/s/ BDO USA, LLP
Costa Mesa, California
June 26, 2015

Financial Statements

Statements of Net Assets Available for Plan Benefits (in thousands)	Edison 401(k) Savings Plan December 31,	
	2014	2013
Assets		
Investments, at fair value	\$ 4,076,668	\$ 3,988,860
Receivables		
Notes receivable from participant	81,878	91,443
Dividends receivable	4,610	4,621
Receivable from brokers and other	285	7,157
Total receivables	86,773	103,221
Total assets	4,163,441	4,092,081
Liabilities		
Payable to brokers and others	10,376	48,555
Total liabilities	10,376	48,555
Net assets available for plan benefits	\$ 4,153,065	\$ 4,043,526

See accompanying notes to financial statements.

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Statements of Changes in Net Assets Available for Plan Benefits	Edison 401(k) Savings Plan
(in thousands)	For year ended December 31, 2014
Additions	
Investment income	
Dividends	\$29,411
Interest income and other	6,792
Net appreciation in fair value of investments	401,025
Total investment income	437,228
Less: Management fees	(5,521)
Net investment income	431,707
Interest income on notes receivables from participants	3,707
Contributions	
Employer contributions, net of forfeitures	72,027
Participant and rollover contributions	142,314
Total net contributions	214,341
Total additions	649,755
Deductions	
Distributions to participants	540,216
Total deductions	540,216
Net increase	109,539
Net assets available for plan benefits	
Beginning of year	4,043,526
End of year	\$4,153,065

See accompanying notes to financial statements.

NOTES TO FINANCIAL STATEMENTS

1. Plan Description

The following description of the Edison 401(k) Savings Plan (the "Plan") provides only general information. The Plan sponsor is the Southern California Edison Company (the "Plan Sponsor"). Participants should refer to the summary plan description and Plan document, as amended, for a more complete description of the Plan's provisions.

Nature of Plan

Eligibility

The Plan is a defined-contribution plan with a 401(k) feature, in which qualifying full-time and part-time employees of Edison International (the "Company") and many of its subsidiary companies are eligible to participate. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"), as amended. An employee, as defined by the Plan document, is eligible to participate in the Plan immediately upon employment.

Contributions

Subject to statutory limits, all participants may defer pre-tax and after-tax dollars up to 84% of eligible pay. Participating employers provide matching contributions up to 6% of a participant's eligible pay. The Company allows employees who have attained age fifty before the close of a Plan year to make catch up contributions subject to Internal Revenue Service ("IRS") limitations. Certain participating subsidiaries also provide a fixed profit sharing contribution of 3% of eligible pay each pay period to the accounts of eligible employees. Fixed profit sharing contributions in 2014 amounted to approximately \$540,000. The Plan also accepts rollover contributions from other qualified plans.

Vesting

Participants immediately vest in their contributions plus actual earnings thereon. Employer contributions plus actual earnings thereon vest at a rate of 20% per year, except for certain employer contributions made to participating subsidiaries which vest in accordance with the provisions of the Plan document. After five years of service or reaching age 65, all existing and future employer contributions and their related earnings are fully vested.

Forfeitures

At December 31, 2014, and 2013, the unused portion of forfeited non-vested accounts totaled \$43,000 and \$30,000, respectively. These accounts are used to reduce future employer contributions. During 2014, employer contributions were reduced by \$1,455,000 from forfeited non-vested accounts.

Plan Trust

Plan assets are held in trust with State Street Bank and Trust Company (the "Trustee") for the benefit of participants and their beneficiaries. The mutual covenants to which the Plan Sponsor and the Trustee agree are disclosed in the trust agreement between the Plan Sponsor and the Trustee.

Plan Administration

The Plan is administered by the Southern California Edison Company Benefits Committee (the "Plan Administrator") and Xerox HR Solutions, LLC is the Plan's record keeper. The Plan provides to participants a detailed description of each investment fund choice and lists the respective investment manager.

Administrative and Investment Expenses

The Plan Sponsor pays the cost of administering the Plan, including fees and expenses of the Trustee and record keeper. The fees, taxes and other expenses incurred by the Trustee or investment managers in making investments are paid out of the applicable investment funds. These expenses also include brokerage fees for sales or purchases of Edison International Common Stock on the open market. No additional costs are incurred in connection with sales of Edison International Common Stock within the trust or the transfer of assets between funds.

Mutual funds pay fees to the Plan record keeper for administrative services to participants that would otherwise have to be provided by the mutual funds. The majority of fees received by the Plan record keeper are used to reduce the record keeping and communication expenses of the Plan paid by the Plan Sponsor. See Note 7 for a discussion of related party transactions.

Participant Accounts

Each participant account is adjusted for certain activities, including participant's contribution, the employer's contribution, distributions, loan activities, if applicable, and allocation of investment earnings/losses. Allocation of earnings/losses and expenses is based on account balances. The benefit to which a participant is entitled is the benefit that can be provided from the vested portion of the participant's account.

Notes Receivable from Participants

Participants may borrow from the vested portion of their account, a minimum of \$1,000 to a maximum of \$50,000, with certain restrictions. Loan transactions are treated as transfers from (to) the investment fund to (from) participant loans. Loan terms range from one to four years for general purpose loans or up to 15 years for the purchase of a primary residence. Loans bear interest at the prime rate in effect at time of loan issuance plus one percent. Interest rates on outstanding loans range from 4.22% to 10.52% as of December 31, 2014 and mature on various dates through November 2029. Principal and interest are paid ratably through payroll deductions. Some separated participants may repay loan obligations directly, rather than through payroll deductions. Participant loans amounted to approximately \$81,878,000 and \$91,443,000 as of December 31, 2014 and 2013, respectively.

Distribution to Participants

Account balances are distributed as soon as practicable after a participant dies, becomes entitled to and requests a distribution, or terminates employment with an account balance of \$5,000 or less. Participants may otherwise delay distribution, subject to the minimum distribution requirements under Internal Revenue Code ("IRC") Section 401(a)-(9). Participants may receive lump sum distributions. An installment form of distribution payment is also available to certain participants. In-service withdrawals may be taken from after-tax contributions, upon attainment of age 59½, or for certain financial hardships. Participants taking in-service withdrawals will be required to pay all applicable taxes on the withdrawals and may be subject to penalty taxes for early withdrawals taken prior to age 59½. Participants who terminate employment with a vested account balance greater than \$1,000 but less than or equal to \$5,000 will have their vested account balance automatically rolled over to individual retirement accounts ("IRA") selected by the Chair or Secretary of the Plan Administrator, unless the participants make a timely distribution election.

Edison Mission Energy Chapter 11 Bankruptcy Filing and Sale

In December 2012, Edison Mission Energy and certain of its wholly-owned subsidiaries ("EME") filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court. In March 2014, the Bankruptcy Court approved the sale of substantially all of EME's assets to NRG Energy, Inc., as well as transactions called for in the Settlement Agreement between EME and Edison International. The sale was completed on April 1, 2014.

As of December 31, 2013 and through March 31, 2014, employees of EME were eligible for benefits in accordance with the provisions of the Plan. Effective April 1, 2014, these employees were no longer eligible for certain benefits, including matching contributions, fixed profit sharing contributions and variable profit sharing contributions. As a result of the completion of the sale of EME, the Plan's distributions increased \$63,234,000 and contributions decreased \$6,069,000 in 2014 compared to 2013.

In addition, on January 27, 2014, the Plan was amended such that any unvested balance in the Plan for EME's employees as of March 11, 2014 shall fully vest on the date that they cease to be an employee.

Labor Contract Negotiation

Approximately 3,900 of the Company's full-time employees are covered by collective bargaining agreements with the International Brotherhood of Electrical Workers, Local 47 ("IBEW"). The IBEW collective bargaining agreements expired on December 31, 2014 and are currently under negotiation. The parties have agreed to allow the expired agreements to remain in force during ongoing negotiations, subject to either party's right to terminate the agreement on 120 days written notice. The Company has made proposals to IBEW that include, among other things, changes to benefits. The parties have reached a tentative agreement, which is subject to the approval of the IBEW members. As a result, these labor negotiations did not impact the Plan's financial statements at December 31, 2014.

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements are prepared and presented on the accrual basis of accounting and in conformity with U.S. generally accepted accounting principles ("GAAP") applicable to employee benefit plans and ERISA.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ materially from those estimates.

Risks and Uncertainties

The Plan's investment in Edison International Common Stock amounted to approximately \$739,704,000 and \$608,398,000 as of December 31, 2014 and 2013, respectively. Such investments represented approximately 18% and 15% of the Plan's net assets as of December 31, 2014 and 2013, respectively. For risks and uncertainties regarding investment in the Company's common stock, participants should refer to the annual report on Form 10-K for the period ended December 31, 2014, and the quarterly report on Form 10-Q for the period ended March 31, 2015 of Edison International.

The Plan provides for various funds that hold investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risk in the near term could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Plan Benefits and the Statement of Changes in Net Assets Available for Plan Benefits.

The Plan participates in various investment options that include securities of foreign companies, which involve special risks and considerations not typically associated with investing in U.S. companies. These risks include devaluation of currencies, less reliable information about issuers, different securities transaction clearance and settlement practices, and possible adverse political and economic developments. Moreover, securities of many foreign companies and their markets may be less liquid and their prices more volatile than securities of comparable U.S. companies.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Net Appreciation (Depreciation) in Fair Value of Investments

Realized and unrealized appreciation (depreciation) in the fair value of investments is based on the difference between the fair value of the assets at the beginning of the year, or at the time of assets purchased during the year, and the related fair value on the day investments are sold with respect to realized appreciation (depreciation), or on the last day of the year for unrealized appreciation (depreciation).

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Notes receivable from participants that are in default, as provided in the Plan document, are treated as deemed distributions for active participants, or loan offsets for terminated participants, for tax purposes and also reported as such in the Form 5500. There were no deemed distributions in 2014. Management has determined that to the extent these notes are loan offsets, they are uncollectible and written-off. For the year ended December 31, 2014, \$9,676,000 of notes receivable from participants were loan offsets. This amount is included in "Distributions to participants" in the Statements of Changes in Net Assets Available for Plan Benefits.

Distributions to Participants

Distributions to participants, other than notes receivable from participants, are recorded when paid.

Fair Value Measurements

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (referred to as an "exit price"). Fair value of an asset or liability considers assumptions that market participants would use in pricing the asset or liability, including assumptions about nonperformance risk. The Plan categorizes financial assets and liabilities into a three-level fair value hierarchy based on valuation inputs used to derive fair value. The hierarchy gives the highest priority to unadjusted quoted market prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are:

Level 1: The fair value of Level 1 assets and liabilities is determined using unadjusted quoted prices in active markets that are available at the measurement date for identical assets and liabilities;

Level 2: Pricing inputs other than Level 1 that are observable, either directly or indirectly, such as quoted market prices for similar assets; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the financial instrument; and

Level 3: The fair value of Level 3 assets and liabilities is determined using the income approach through various models and techniques that require significant unobservable inputs. The Plan does not have any Level 3 assets and liabilities.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques maximize the use of observable inputs and minimize the use of unobservable inputs. There were no changes in the valuation methods during 2014 and 2013. Plan assets carried at fair value are described below.

Edison International Common Stock and investments in equity mutual funds are valued at the unadjusted quoted prices in active or highly liquid and transparent markets and are classified as Level 1.

Collective investment funds and the money market fund are valued at the net asset value of shares held by the Plan and the unit value as reported by the investment manager. These fair values are determined by observable prices and are classified as Level 2 because they trade in markets that are not considered active. Collective investment funds consist of fixed income index funds that seek to track the Barclays Capital Aggregate Bond Index, equity index funds that seek to track the performance of the Standard and Poor's 500 index, the Russell 1000 growth index, the Russell 2500 index, the MSCI AC World Index excluding the U.S., and a fund that invests in inflation-index bonds issued by the U.S. Treasury.

Investments in separately managed accounts (separate accounts) are managed by external investment managers and include the following: Cash and short-term interest bearing investments with initial maturities of three months or less are recorded at cost, plus accrued interest, which approximates fair value. The value of equity investments, real estate investment trusts, and US Treasury investments in separate accounts is based on quoted market prices in active or highly liquid and transparent markets and is therefore classified as Level 1. The fair value of fixed income investments (including asset-backed securities) in separate accounts are based on evaluated prices that reflect significant observable market information but are classified as Level 2 because they trade in markets that are not considered active. Separate accounts also include minor investments in derivative contracts, including options and futures traded in active markets and swap contracts valued at fair value, as determined by the investment managers taking into consideration exchange quotations on underlying instruments, dealer quotations and other market information.

The self-directed brokerage accounts contain investments stated at quoted market prices for equities and mutual funds and therefore are classified as Level 1. Fixed income investments in this category are classified as Level 2.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following presents information about the Plan's investments that are measured at fair value on a recurring basis as of December 31, 2014 and 2013, by level within the fair value hierarchy:

(in thousands)	Investments at Fair Value as of December 31, 2014			
	Level 1	Level 2	Level 3	Total
Edison International common stock fund	\$728,711	\$10,993	\$—	\$739,704
Money market fund	—	453,499	—	453,499
Self-directed brokerage accounts ^a	350,892	1,566	—	352,458
Mutual fund	164,874	—	—	164,874
Collective investment funds:				
U.S. stock index fund	—	751,470	—	751,470
Treasury inflation protected securities fund	—	139,215	—	139,215
International fund	—	335,469	—	335,469
Fixed income (bond) fund ^b	—	99,068	—	99,068
Large cap equity fund	—	170,920	—	170,920
Small/Mid cap equity fund	—	122,847	—	122,847
Total collective investment funds	—	1,618,989	—	1,618,989
Separate managed funds:				
Cash and other short-term investments	—	6,655	—	6,655
Mutual funds	—	4,599	—	4,599
Fixed income securities ^b	44,320	141,824	—	186,144
Common and preferred stocks				
Large cap equity funds	306,255	—	—	306,255
Small/Mid cap equity funds	222,193	—	—	222,193
Other	13,113	8,185	—	21,298
Total separate managed funds	585,881	161,263	—	747,144
Total investments at fair value	\$1,830,358	\$2,246,310	\$—	\$4,076,668

(in thousands)	Investments at Fair Value as of December 31, 2013			
	Level 1	Level 2	Level 3	Total
Edison International common stock fund	\$604,434	\$3,964	\$—	\$608,398
Money market fund	—	492,451	—	492,451
Self-directed brokerage accounts ^a	313,188	4,938	—	318,126
Mutual fund	185,931	—	—	185,931
Collective investment funds:				
U.S. stock index fund	—	703,164	—	703,164
Treasury inflation protected securities fund	—	147,300	—	147,300
International fund	—	338,515	—	338,515
Fixed income (bond) fund ^b	—	72,154	—	72,154
Large cap equity fund	—	307,117	—	307,117
Small/Mid cap equity fund	—	132,650	—	132,650
Total collective investment funds	—	1,700,900	—	1,700,900
Separate managed funds:				
Cash and other short-term investments	—	8,928	—	8,928
Mutual funds	—	34,116	—	34,116
Fixed income securities ^b	40,057	165,067	—	205,124
Common and preferred stocks				
Large cap equity funds	155,157	—	—	155,157
Small/Mid cap equity funds	254,030	—	—	254,030
Other	12,076	13,623	—	25,699
Total separate managed funds	461,320	221,734	—	683,054
Total investments at fair value	\$1,564,873	\$2,423,987	\$—	\$3,988,860

For self-directed accounts, at December 31, 2014 and 2013, respectively, approximately 43% and 41% was invested
^a in mutual funds, 42% and 41% in equities, 14% and 17% in money market mutual funds and 1% and 1% in fixed-income investments.

^b The majority of dollar amounts of these securities consist of U.S. government securities and agency securities including U.S. treasury notes and bonds.

The Plan determines the fair value for transfers in and transfers out of each level at the end of each reporting period. There were no transfers between levels during 2014 and 2013.

New Accounting Guidance Not Yet Adopted

On May 1, 2015, the FASB issued an accounting standards update which removes the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using net asset value per share or its equivalent. This new guidance is effective January 1, 2016.

3. Investment Elections

The Trustee invests contributions in accordance with participant instructions.

Participants may elect changes to their investment mix effective each business day, with certain restrictions. The Plan imposes a seven-day trading restriction for most participants that applies to all funds except the Edison International Common Stock Fund. Reallocation elections are also subject to trading restrictions, redemption fees, or other measures imposed by investment fund managers. Participants may effect changes to their deferral percentages and deferral investment elections coincident with their pay frequency.

4. Investment Options

The transfer of a participant's investment from one fund to any other fund is based on the net asset value of the units allocated to the participant's account, as of close of market on the date of transfer.

As of December 31, 2014, all participants were able to choose from among 18 investment fund offerings. These investment funds consisted of the following:

Tier 1 – Ten Target Date Funds: Premixed allocation of stocks, bonds and cash. Each Target Date fund is built from a combination of the Tier 2 core funds and designed to be more conservative over time as each fund approaches its target date.

Tier 2 – Edison International Common Stock Fund and Seven Institutional Funds representing a range of asset classes: large and small U.S. stocks (including Edison International Common Stock), cash equivalents, non-U.S. stocks and fixed income instruments, with varying degrees of risk and return.

Tier 3 – Self-Directed Brokerage Accounts: Allows participants to select investments from among thousands of publicly traded securities including individual equities, mutual funds, fixed income products, exchange traded funds, real estate investment trusts, and taxable unit investment trusts.

The Plan Sponsor's Trust Investment Committee may direct the Trustee to establish new investment funds or discontinue existing ones as well as change the investment medium for each investment fund. Participants should refer to the summary plan description for a more complete discussion of the various investment options.

5. Investments

The following presents investments that represent 5 percent or more of the Plan's net assets:

(in thousands, except share amounts)	December 31, 2014	2013
Investments at fair value as determined by quoted market prices:		
Edison International Common Stock Fund, 11,128,761 and 13,054,717 shares, respectively (See Note 7)	\$739,704	\$608,398
Investments at estimated fair value:		
Money market fund (see Note 7)	453,499	492,451
U.S. stock index fund	751,470	703,164

Net Appreciation in Fair Value of Investments:

During 2014, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value as follows:

(in thousands)	For year ended December 31, 2014
Investments at fair value as determined by quoted market prices:	
Edison International common stock fund	\$224,122
Self-directed brokerage accounts	21,644
	245,766
Investments at estimated fair value:	
Investment funds	155,259
Net appreciation in fair value of investments	\$401,025

6. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for plan benefits per the financial statements to the Form 5500:

(in thousands)	December 31,	
	2014	2013
Net assets available for plan benefits per the financial statements	\$4,153,065	\$4,043,526
Less: Amounts allocated to withdrawing participants	(1,253)	(2,619)
Net assets available for plan benefits per the Form 5500	\$4,151,812	\$4,040,907

The following is a reconciliation of total deductions per the financial statements to the Form 5500:

(in thousands)	For year ended December 31,	
	2014	
Total deductions per the financial statements	\$540,216	
Add: Amounts allocated to withdrawing participants at December 31, 2014	1,253	
Less: Amounts allocated to withdrawing participants at December 31, 2013	(2,619)	
Benefits paid to participants per the Form 5500	\$538,850	

Amounts allocated to withdrawing participants are recorded on the Form 5500 for benefit claims that have been processed and approved for payment prior to December 31 but not paid as of that date.

7. Related-Party Transactions

Certain Plan investments, including investments held in the trust, are shares of funds managed by the Trustee. The Plan also invests in the Edison International Common Stock Fund. The Plan Sponsor provides services to the Plan. These transactions qualify as party-in-interest transactions under ERISA.

The Money Market Fund is managed by State Street Bank and Trust Company, which also serves as the Plan's Trustee. Fees earned by the Trustee in its capacity as fund manager for the Plan were \$233,000 for 2014 and were reported as "Management fees" on the Statement of Changes in Net Assets Available for Plan Benefits.

The Plan's investment options include the Company's Common Stock as a fund option. See Note 2 for a discussion of the amount of the Plan's investment in the Company's Common Stock. In addition, State Street Global Advisors, an affiliate of State Street Bank and Trust Company, is the investment manager of the Edison International Common Stock Fund. Fees earned by State Street Global Advisors in its capacity as the investment manager of the Edison International Common Stock Fund were \$106,000 for 2014 and were reported as "Management fees" on the Statement of Changes in Net Assets Available for Plan Benefits.

Certain investment fund managers have provided credits to Xerox HR Solutions LLC of \$424,000 for administrative and other services rendered to the Plan by the Plan Sponsor. These credits were used to reduce Xerox HR Solutions LLC's charge to the Plan Sponsor for services provided to the Plan.

See Note 10 below regarding Edison International Common Stock Fund dividend payments.

8. Plan Termination

Although it has not expressed intent to do so, the Plan Sponsor has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become fully vested in their accounts. The Trust will continue after termination until all Trust assets have been distributed to participants and their beneficiaries.

9. Tax Status

The IRS has determined and informed the Plan Sponsor by a letter dated September 29, 2014 that the Plan and related trust are designed in accordance with the applicable qualification sections of the IRC.

Accounting principles generally accepted in the United States require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that

as of December 31, 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits relative to the Plan for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examination for years prior to 2011.

10. Employee Stock Ownership Plan

The Edison International Common Stock Fund constitutes an employee stock ownership plan that allows for the current distribution of dividends to the accounts of all participants through the Plan. Such distributions amounted to approximately \$2,778,000 for the year ended December 31, 2014. On December 11, 2014, the Board of Directors of Edison International declared a common stock dividend of \$0.4175 per share which was paid on February 2, 2015 to the shareholders of record as of December 31, 2014. As the record date was at year end, dividend income of \$0.4175 per share amounting to approximately \$4,610,000 was accrued and included in "Dividends receivable" in the accompanying financial statements at December 31, 2014. For the year ended December 31, 2013, \$4,621,000 was accrued in dividend receivable and paid on April 30, 2014.

Supplemental Schedule

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Form 5500 Schedule H, Line 4i - Schedule of Assets (Held at End of
Year)
December 31, 2014

Edison 401(k) Savings Plan

EIN: 95-1240335
Plan Number: 002

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	Cost**	Current Value (in thousands)
	Edison International common stock fund			
*	Edison International	Common stock - no par value		\$739,704
	Money market fund			
*	State Street Bank & Trust Co.	Money market fund - collective instrument in the State Street Bank short-term income fund		453,499
	Investment funds			
	BlackRock Global Investors	Collective investment in the core Standard & Poor 500 index fund		751,470
	BlackRock Global Investors	Collective investment in the core treasury inflation protected securities fund		139,215
	PIMCO***	Separate managed account in the core bond fund		102,571
	BlackRock Global Investors	Collective investment in the core bond fund		99,068
	Dodge & Cox***	Separate managed account in the core bond fund		97,752
	Thornburg Investment Dodge & Cox	Collective investment in the core international stock fund		173,784
	BlackRock Global Investors	Mutual fund in the core international stock fund		164,874
	BlackRock Global Investors	Collective investment in the core international stock fund		161,685
	BlackRock Global Investors	Collective investment in the core Standard & Poor 500 index (large company stock) fund		170,920
	Institutional Capital Corporation***	Separate managed account in the core U.S. large company stock fund		157,322
	Westwood Group***	Separate managed account in the core U.S. small-medium company stock fund		59,165
	Delaware Investments***	Separate managed account in the core U.S. small-medium company stock fund		60,812
	BlackRock Global Investors	Collective investment in the core U.S. small-medium company stock fund		122,847
	AJO Partners***	Separate managed account in the core U.S. small-medium company stock fund		59,239
	Next Century***	Separate managed account in the core U.S. small-medium company stock fund		59,323
	Loomis Sayles***	Separate managed account in the core U.S. large company stock fund		150,960
		Total common collective and separate managed funds		2,531,007
	Self-directed brokerage accounts			
	Charles Schwab	Self-directed brokerage accounts		352,458
		Total investments		4,076,668

Notes receivable from participants

*	Notes receivable from participants	Loans with maturities varying from one to four years (or up to 15 years for purchase of a primary residence) and interest rates of 4.22% to 10.52%	81,878
		Total	\$4,158,546

* Party-in-interest

** Investments are participant-directed; therefore, disclosure of cost is not required.

*** See investment details of the separate managed investments in the appendix of the Schedule of Assets.

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Appendix of Schedule H - Schedule of Assets (Held at End of Year)
December 31, 2014

Edison 401(k) Savings Plan

EIN: 95-1240335
Plan Number: 002

(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party PIMCO	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
	AETNA INC SR UNSECURED 11/24 3.5	\$559,042
	FNMA TBA 15 YR 3.5 SINGLE FAMILY MORTGAGE	1,054,824
	FNMA TBA 30 YR 5 SINGLE FAMILY MORTGAGE	1,103,574
	FNMA TBA 30 YR 6 SINGLE FAMILY MORTGAGE	(1,134,023)
	ALLY FINANCIAL INC COMPANY GUAR 02/15 8.3	502,500
	ALLY FINANCIAL INC COMPANY GUAR 02/17 5.5	525,000
	ALLY FINANCIAL INC COMPANY GUAR 06/15 4.625	201,500
	AMAZON.COM INC SR UNSECURED 12/21 3.3	354,792
	AMAZON.COM INC SR UNSECURED 12/24 3.8	486,647
	AMGEN INC SR UNSECURED 05/19 2.2	647,268
	APPLE INC SR UNSECURED 05/21 2.85	102,296
	MORGAN STANLEY + CO INC CASH COLL (CCP)	69,000
	BP CAPITAL MARKETS PLC COMPANY GUAR 11/22 2.5	232,932
	BANC OF AMERICA COMMERCIAL MOR BACM 2006 5 A2	290,719
	BANK OF AMERICA CORP SR UNSECURED 04/15 4.5	1,312,215
	BANK OF AMERICA CORP SR UNSECURED 03/16 3.625	1,439,333
	BARCLAYS CASH COLLATERAL CCBCYCUS6	9,000
	BEAR STEARNS ADJUSTABLE RATE M BSARM 2004 10 11A1	557,391
	BEAR STEARNS COMMERCIAL MORTGA BSCMS 2005 PW10 A4	502,699
	CD COMMERCIAL MORTGAGE TRUST CD 2005 CD1 A4	570,623
	COUNTRYWIDE ALTERNATIVE LOAN T CWALT 2004 28CB 5A1	329,826
	COUNTRYWIDE HOME LOANS CWHL 2004 HYB2 6A	300,140
	CARDINAL HEALTH INC SR UNSECURED 11/19 2.4	498,374
	CISCO SYSTEMS INC SR UNSECURED 09/15 VAR	1,300,034
	CITIGROUP MORTGAGE LOAN TRUST CMLTI 2005 8 3A1	394,634
	CITIGROUP CAPITAL XIII PREFERRED STOCK 10/40 VAR	265,800
	CLOROX COMPANY SR UNSECURED 01/15 5	700,838
	CONOCOPHILLIPS COMPANY GUAR 11/21 2.875	605,982
	CREDIT SUISSE MORTGAGE TRUST CSMC 2006 C5 A1A	1,069,963
	CREDIT SUISSE NY	1,400,000
	DEUTSCHE TELEKOM INT FIN COMPANY GUAR 03/16 5.75	316,799
	DISH DBS CORP COMPANY GUAR 04/18 4.25	1,429,750
	EKSPORTFINANS ASA SR UNSECURED 09/15 2	901,053
	FANNIE MAE NOTES 05/17 5	109,414
	FANNIE MAE NOTES 02/18 0.875	98,854
	FANNIE MAE NOTES 05/18 0.875	98,337
	FANNIE MAE NOTES 09/18 1.875	101,628
	FANNIE MAE FNR 2012 55 PC	1,765,401
	FNMA POOL 257290 FN 07/18 FIXED 4.5	745,640
	FREDDIE MAC FHR 3901 LA	131,484

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December 31, 2014

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	FREDDIE MAC NOTES 10/19 1.25	\$3,717,810
	FREDDIE MAC NOTES 01/18 0.75	4,632,550
	FREDDIE MAC NOTES 03/18 0.875	98,795
	FNMA POOL 469379 FN 11/21 FIXED 3.14	3,591,272
	FNMA POOL 471600 FN 06/22 FIXED 2.64	303,856
	FNMA POOL AH2317 FN 02/41 FIXED 6	19,371
	FNMA POOL AL1983 FN 05/22 FIXED VAR	512,290
	FNMA POOL AW3558 FN 05/29 FIXED 3	493,164
	FNMA POOL 654528 FN 12/17 FIXED 4.5	114,522
	FANNIE MAE FNR 2004 10 ZB	56,826
	FREDDIE MAC FHR 2882 ZC	15,810
	FNMA POOL 702657 FN 06/18 FIXED 4.5	124,516
	FNMA POOL 725236 FN 03/34 FIXED VAR	18,260
	FNMA POOL 831834 FN 09/36 FIXED 6	1,285,430
	FNMA POOL 888638 FN 09/37 FIXED VAR	552,624
	FNMA POOL 894948 FN 08/36 FIXED 6	34,998
	FNMA POOL 995279 FN 12/38 FIXED VAR	29,900
	FORD MOTOR CREDIT CO LLC SR UNSECURED 04/15 7	1,627,531
	GOLDMAN SACHS GROUP INC SR UNSECURED 12/17 VAR	998,523
	INDU + COML BNK CHINA NY SR UNSECURED 11/19 3.231	502,104
	INDYMAC INDA MORTGAGE LOAN TRU INDA 2005 AR1 3A1	553,437
	INGRAM MICRO INC SR UNSECURED 12/24 4.95	249,918
	INTL LEASE FINANCE CORP SR UNSECURED 03/17 8.75	886,000
	INTL LEASE FINANCE CORP SR UNSECURED 05/16 5.75	311,250
	INTESA SANPAOLO NEW YORK CERT OF DEPO 04/15 1.65	1,403,310
	JPMORGAN CHASE + CO SR UNSECURED 02/17 VAR	897,728
	JP MORGAN MORTGAGE TRUST JPMMT 2005 A5 2A2	1,587,341
	JPMORGAN CHASE + CO SR UNSECURED 06/15 3.4	1,519,415
	JP MORGAN CHASE COMMERCIAL MOR JPMCC 2006 LDP8 A1A	177,656
	KLA TENCOR CORP SR UNSECURED 11/21 4.125	102,433
	KLA TENCOR CORP SR UNSECURED 11/24 4.65	310,574
	KINDER MORGAN INC/DELAWA COMPANY GUAR 12/19 3.05	99,205
	KOREA DEVELOPMENT BANK SR UNSECURED 08/17 3.5	208,198
	KRAFT FOODS GROUP INC SR UNSECURED 06/15 1.625	401,704
	KROGER CO/THE COMPANY GUAR 10/15 3.9	735,462
	MCKESSON CORP SR UNSECURED 09/15 VAR	900,281
	MERRILL LYNCH MORTGAGE INVESTO MLMI 2003 A2 2A2	98,039
	MLCC MORTGAGE INVESTORS INC MLCC 2004 G A1	139,287

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Edison 401(k) Savings Plan

EIN: 95-1240335

Plan Number: 002

(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party PIMCO	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
	MORGAN STANLEY CAPITAL I TRUST MSC 2005 HQ7 A4	\$450,418
	MORGAN STANLEY SR UNSECURED 05/19 7.3	474,458
	MORGAN STANLEY CAPITAL I TRUST MSC 2007 HQ13 A2	784,620
	HELLENIC RAILWAY ORG GOVT GUARANT 12/16 4.5	86,495
	ONEOK PARTNERS LP COMPANY GUAR 02/16 3.25	306,007
	OWENS CORNING COMPANY GUAR 12/24 4.2	246,717
	PETROBRAS GLOBAL FINANCE COMPANY GUAR 03/18 5.875	585,882
	PETROBRAS GLOBAL FINANCE COMPANY GUAR 03/19 7.875	1,052,370
	PIMCO FDS SHORT TERM FLTG NAV MUTUAL FUND	4,599,337
	SLM STUDENT LOAN TRUST SLMA 2002 7X A5 REGS	54,785
	RESIDENTIAL ACCREDIT LOANS, IN RALI 2005 QA1 A1	319,807
	ROYAL BK OF CANADA	1,295,057
	NAVIENT CORP SR UNSECURED 01/17 6	733,250
	SAN FRANCISCO CITY CNTY CA C SFOCTF 11/41 FIXED 6.487	1,936,710
	SANTANDER DRIVE AUTO RECEIVABL SDART 2014 4 A1	370,007
	SPRINT CAPITAL CORP COMPANY GUAR 05/19 6.9	204,000
	STATOIL ASA COMPANY GUAR 11/18 VAR	901,352
	STATE STREET BANK + TRUST CO SHORT TERM INVESTMENT FUND	83,660
	STRUCTURED ADJUSTABLE RATE MOR SARM 2005 2 A2	143,231
	STRUCTURED ASSET SECURITIES CO SASC 2004 13 2A1	682,560
	TELEFONICA EMISIONES SAU COMPANY GUAR 02/16 3.992	308,548
	THORNBURG MORTGAGE SECURITIES TMST 2006 5 A1	167,640
	TSY INFL IX N/B 01/25 2.375	8,430,239
	US TREASURY N/B 05/44 3.375	4,615,702
	US TREASURY N/B 08/44 3.125	9,473,746
	US TREASURY N/B 09/21 2.125	657,313
	US TREASURY N/B 11/24 2.25	4,857,419
	US TREASURY N/B 12/17 1	399,062
	UNITEDHEALTH GROUP INC SR UNSECURED 12/19 2.3	602,478
	VERIZON COMMUNICATIONS SR UNSECURED 09/23 5.15	110,423
	VERIZON COMMUNICATIONS SR UNSECURED 11/21 3	961,578
	WACHOVIA BANK COMMERCIAL MORTG WBCMT 2006 C27 A1A	120,660
	WALGREENS BOOTS ALLIANCE SR UNSECURED 05/16 VAR	499,985
	WELLS FARGO MORTGAGE BACKED SE WFMBS 2003 E A1	444,858
	WELLS FARGO HOME EQUITY TRUST WFHET 2005 2 M5	104,479
	DEUTCHE BANK CCD CCDEUCUS4 DEUTCHE CCD	1,000
	GOLDMAN CCP USD GOLDMAN CCP CCGSCCUS0	460,000
	WORLD OMNI AUTOMOBILE LEASE SE WOLS 2014 A A1	200,332

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Appendix of Schedule H - Schedule of Assets (Held at End of Year)
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Edison 401(k) Savings Plan

EIN: 95-1240335
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(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
PIMCO	CCFOBZUS0 CREDIT SUISSE CCP US CCFOBZUS0 CASH COLL CCP COC US	\$413,000
	SWAP BANK OF AMERICA BOC SWAP CASH COLLATERAL USD	(270,000)
	MORGAN STANLEY CAP SVCS BOC SWAP CASH COLLATERAL USD	(33,000)
	SWPC383G9 CDS USD R F 5.00000	280,026
	SWPC383G9 CDS USD P V 03MEVENT	(282,000)
	SWPC885M9 CDS USD R F 1.00000	1,317,408
	SWPC885M9 CDS USD P V 03MEVENT	(1,300,000)
	SWU001RO4 IRS MXN R F 5.50000 VANILLA	19,838
	SWU001RO4 IRS MXN P V 01MTIIE VANILLA	(20,353)
	SWU003FJ4 IRS USD R F 1.00000 OIS 1.0 FEDL01 101515 CME CCP	993,418
	SWU003FJ4 IRS USD P V 00MFFED FEDL01 10/15/15 CME CCP	(1,000,000)
	SWU004M21 IRS MXN R F 5.75000 VANILLA	6,686
	SWU004M21 IRS MXN P V 01MTIIE VANILLA	(6,784)
	SWU004MY1 IRS MXN R F 5.75000 VANILLA	6,686
	SWU004MY1 IRS MXN P V 01MTIIE VANILLA	(6,784)
	SWU004NJ3 IRS MXN R F 5.75000 VANILLA	3,343
	SWU004NJ3 IRS MXN P V 01MTIIE VANILLA	(3,392)
	BWU004X94 IRS USD R V 03MLIBOR CME CCP	1,745,401
	BWU004X94 IRS USD P F 3.50000 CME CCP	(2,100,000)
	SWPC00Y83 CDS USD R F 1.00000 SOVEREIGN	398,613
	SWPC00Y83 CDS USD P V 03MEVENT SOVEREIGN	(400,000)
	SWPC236P8 CDS USD R F 1.00000 SOVEREIGN	1,594,454
	SWPC236P8 CDS USD P V 03MEVENT SOVEREIGN	(1,600,000)
	SWPC02DJ8 CDS USD R F 1.00000	4,024,993
	SWPC02DJ8 CDS USD P V 03MOTC	(4,000,000)
	SWPC02PY2 CDS USD R F 1.00000 CORPORATE	1,843,693
	SWPC02PY2 CDS USD P V 03MEVENT CORPORATE	(1,800,000)
	SWPC02RC8 CDS USD R F 1.00000 CORPORATE	1,846,439
	SWPC02RC8 CDS USD P V 03MEVENT CORPORATE	(1,800,000)
	SWPC02RA2 CDS USD R F 1.00000 CORPORATE	1,837,406
	SWPC02RA2 CDS USD P V 03MEVENT CORPORATE	(1,800,000)
	SWPC02R87 CDS USD R F 1.00000 CORPORATE	1,832,890
	SWPC02R87 CDS USD P V 03MEVENT CORPORATE	(1,800,000)
	SWPC03EO4 CDS USD R F 1.00000 SOVEREIGN	896,506
	SWPC03EO4 CDS USD P V 03MEVENT SOVEREIGN	(900,000)
	SWPC03EP1 CDS USD R F 1.00000 SOVEREIGN	597,670
	SWPC03EP1 CDS USD P V 03MEVENT SOVEREIGN	(600,000)
	SWPC03EQ9 CDS USD R F 1.00000 SOVEREIGN	896,506

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Appendix of Schedule H - Schedule of Assets (Held at End of Year)
December 31, 2014

Edison 401(k) Savings Plan

EIN: 95-1240335

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(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party PIMCO	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
	SWPC03EQ9 CDS USD P V 03MEVENT SOVEREIGN	\$ (900,000)
	SWPC03FY1 CDS USD R F 1.00000 SOVEREIGN	397,669
	SWPC03FY1 CDS USD P V 03MEVENT SOVEREIGN	(400,000)
	SWPC04S66 CDS EUR R F 1.00000 FIX SOVEREIGN	572,185
	SWPC04S66 CDS EUR P V 03MEVENT FLO SOVEREIGN	(605,025)
	SWPC04XX1 CDS USD R F 1.00000 4AB951AB1	301,761
	SWPC04XX1 CDS USD P V 00MEVENT US465410AH18	(300,000)
	SWU009GC5 IRS MXN R F 5.50000 SWU009GC5 CCPVANILLA CME	132,382
	SWU009GC5 IRS MXN P V 01MTIIE SWUV09GC7 CCPVANILLA CME	(135,688)
	SWPC02J45 CDS USD R F .11000 1 ABX	1,012,004
	SWPC02J45 CDS USD P V 01MEVENT 2 ABX	(1,265,252)
	SWPC02J52 CDS USD R F .11000 1 ABX	289,144
	SWPC02J52 CDS USD P V 01MEVENT 2 ABX	(361,500)
	BWU009X02 IRS USD R V 03MLIBOR SWUV09X04 CCPVANILLA	4,964,628
	BWU009X02 IRS USD P F 3.00000 SWU009X02 CCPVANILLA	(5,300,000)
	SWU00AFR0 IRS MXN R F 5.60000 SWU00AFR0 CCPVANILLA CME	417,474
	SWU00AFR0 IRS MXN P V 01MTIIE SWUV0AFR2 CCPVANILLA CME	(407,063)
	SWU00AFO7 IRS MXN R F 5.00000 SWU00AFO7 CCPVANILLA CME	27,457
	SWU00AFO7 IRS MXN P V 01MTIIE SWUV0AFO9 CCPVANILLA CME	(27,138)
	SWU00AI63 IRS MXN R F 6.35000 SWU00AI63 CCPVANILLA	35,221
	SWU00AI63 IRS MXN P V 01MTIIE SWUV0AI65 CCPVANILLA	(33,922)
	SWPC06NT6 CDS USD R F 1.00000 FIX SOVEREIGN	297,115
	SWPC06NT6 CDS USD P V 03MEVENT FLO SOVEREIGN	(300,000)
	SWPC06O16 CDS USD R F 1.00000 FIX SOVEREIGN	297,115
	SWPC06O16 CDS USD P V 03MEVENT FLO SOVEREIGN	(300,000)
	SWPC06SY0 CDS USD R F 1.00000 FIX SOVEREIGN	198,077
	SWPC06SY0 CDS USD P V 03MEVENT FLO SOVEREIGN	(200,000)
	SWPC06WV1 CDS USD R F 1.00000 1 CCPCDX	22,556,727
	SWPC06WV1 CDS USD P V 03MEVENT 2 CCPCDX	(22,200,000)
	BWU00AO66 IRS USD R V 03MLIBOR SWUV0AO68 CCPVANILLA	2,631,909
	BWU00AO66 IRS USD P F 2.55000 SWU00AO66 CCPVANILLA	(2,700,000)
	SWPC07DX6 CDS USD R F 1.00000 FIX SOVEREIGN	403,584
	SWPC07DX6 CDS USD P V 03MEVENT FLO SOVEREIGN	(400,000)
	SWPC31H95 CDS USD R F 5.00000 FIX CDXTRANCHE	284,857
	SWPC31H95 CDS USD P V 03MEVENT FLO CDXTRANCHE	(250,000)
	SWPC31J02 CDS USD R F 5.00000 FIX CDXTRANCHE	284,857
	SWPC31J02 CDS USD P V 03MEVENT FLO CDXTRANCHE	(250,000)

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	SWPC07B18 CDS USD P V 03MEVENT FLO CORPORATE	\$(200,000)
	SWU00B664 IRS MXN R F 6.00000 SWU00B664 CCPVANILLA CME	6,810
	SWU00B664 IRS MXN P V 01MTIIE SWUV0B666 CCPVANILLA CME	(6,784)
	SWU00A3Z5 IRS MXN R F 5.75000 SWU00A3Z5 CCPVANILLA CME	3,344
	SWU00A3Z5 IRS MXN P V 01MTIIE SWUV0A3Z7 CCPVANILLA CME	(3,392)
	SWU00B649 IRS MXN R F 5.75000 SWU00B649 CCPVANILLA CME	68,720
	SWU00B649 IRS MXN P V 01MTIIE SWUV0B641 CCPVANILLA CME	(67,844)
	BWU00B888 IRS USD R V 03MLIBOR SWUV0B880 CCPVANILLA	3,491,881
	BWU00B888 IRS USD P F 1.80000 SWU00B888 CCPVANILLA	(3,500,000)
	BWU00B938 IRS USD R V 03MLIBOR SWUV0B930 CCPVANILLA	1,692,028
	BWU00B938 IRS USD P F 1.85000 SWU00B938 CCPVANILLA	(1,700,000)
	3175030L5 OTC EPUT USD VS JPY FEB19 80.0 PUT	(1,560)
	317U557G4 IRO EUR 10Y GLM JAN15 1.2 CALL	(67,022)
	317U729G7 IRO USD 10Y P 2.8000 FEB15 2.8 PUT	(110)
	317U958G9 IRO USD 5Y P 2.6000 SEP15 2.6 PUT	(7,878)
	317U986G5 IRO EUR 10Y C 0.9500 MAR15 0.95 CALL	(5,743)
	317U987G4 IRO EUR 10Y P 1.5500 MAR15 1.55 PUT	(81)
	317515NM2 CDX.O P 1.10 IG23 5Y JAN15 1.1 PUT	(60)
	317541GI5 ITRAXX P1.1EU22 5Y JAN15 1.1 PUT	(6)
	317541GL8 ITRAXX.O P 1.20 EU22 JAN15 1.2 PUT	(4)
	317541GT1 ITRAXX.O C 0.60 EU22 JAN15 0.6 CALL	(1,296)
	317541GQ7 ITRAXX.O P 1.00 EU22 JAN15 1 PUT	(33)
	317541GW4 ITRAXX.O EU22 5Y GST JAN15 0.6 CALL	(707)
	317541GV6 ITRAXX.O EU22 5Y GST JAN15 1 PUT	(33)
	317541LV0 ITRAXX.O P 0.90 EU22 JAN15 0.9 PUT	(78)
	317541LX6 ITRAXX.O P 0.90 EU22 JAN15 0.9 PUT	(78)
	317541LW8 ITRAXX.O C 0.60 EU22 JAN15 0.6 CALL	(589)
	317541HG8 ITRAXX.O EU22 5Y SOG JAN15 0.9 PUT	(47)
	317541HI4 ITRAXX.O C 0.60 EU22 JAN15 0.6 CALL	(353)
	3175NAB24 CDX.O C 0.55 IG23 5Y FEB15 0.55 CALL	(435)
	3175NAB16 CDX.O P 0.80 IG23 5Y FEB15 0.8 PUT	(5,175)
	317541T59 ITRAXX.O C 0.55 EU22 FEB15 0.55 CALL	(377)
	317541F62 ITRAXX.O P 0.85 EU22 FEB15 0.85 PUT	(379)
	317U480H4 IRO USD 2Y C 1.1400 DEC15 1.14 CALL	29,782
	317U476H0 IRO USD 10Y C 2.1500 DEC15 2.15 CALL	(43,258)
	317U518H0 IRO USD 10Y P 2.4200 JAN15 2.42 PUT	(1,566)
	3175NA232 CDX.O P 0.85 IG23 5Y FEB15 0.85 PUT	(2,334)

317U536H8 IRO USD 10Y C 2.0000 DEC15 2 CALL

(8,354)

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(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
PIMCO	317U535H9 IRO USD 2Y C 1.1250 DEC15 1.125 CALL 317515QN7 CDX.O P 1.00 IG23 5Y MAR15 1 PUT 3175NA315 ITRAXX.O P 0.90 EU22 JAN15 0.9 PUT 3175NA323 ITRAXX.O P 0.85 EU22 JAN15 0.85 PUT BUONI POLIENNALI DEL TES BONDS 05/17 4.75 BUONI POLIENNALI DEL TES BONDS 06/17 4.75 GRANITE MASTER ISSUER PLC GRANM 2006 1X A7 REGS BONOS Y OBLIG DEL ESTADO BONDS 01/18 4.5 BUONI POLIENNALI DEL TES BONDS 05/16 2.25 BUONI POLIENNALI DEL TES BONDS 05/17 1.15 LETRA TESOURO NACIONAL BILLS 10/15 0.00000 GRANITE MASTER ISSUER PLC GRANM 2005 1 A5 REGS GRANITE MASTER ISSUER PLC GRANM 2005 1 A6 REGS ICICI BANK LTD/HONG KONG SR UNSECURED REGS 11/20 5.75 Total PIMCO	\$7,130 (2,972) (533) (399) 132,589 132,902 245,524 405,654 371,818 244,937 1,030,709 214,819 218,243 1,109,728 102,570,970
Dodge & Cox	TIME WARNER INC COMPANY GUAR 04/31 7.625 TIME WARNER INC COMPANY GUAR 05/32 7.7 AT+T INC SR UNSECURED 02/39 6.55 AMERICAN EXPRESS CREDIT ACCOUN AMXCA 2014 4 A BNP PARIBAS SUBORDINATED 10/24 4.25 BAC CAPITAL TRUST XI LIMITD GUARA 05/36 6.625 BANK OF AMERICA CORP SR UNSECURED 06/19 7.625 BANK OF AMERICA CORP SR UNSECURED 07/20 5.625 BANK OF AMERICA CORP SUBORDINATED 08/24 4.2 BARCLAYS PLC SUBORDINATED 09/24 4.375 BECTON DICKINSON AND CO SR UNSECURED 12/24 3.734 BOSTON PROPERTIES LP SR UNSECURED 05/21 4.125 BOSTON PROPERTIES LP SR UNSECURED 09/23 3.125 BOSTON SCIENTIFIC CORP SR UNSECURED 01/20 6 BURLINGTN NORTH SANTA FE SR UNSECURED 06/21 4.1 CIGNA CORP SR UNSECURED 05/19 8.5 CIGNA CORP SR UNSECURED 06/20 5.125 CIGNA CORP SR UNSECURED 03/41 5.875 CALIFORNIA ST CAS 10/39 FIXED 7.3 CALIFORNIA ST CAS 03/40 FIXED 7.625 CAPITAL ONE FINANCIAL CO SR UNSECURED 07/21 4.75 CHASE ISSUANCE TRUST CHAIT 2012 A5 A5	1,010,748 381,466 616,288 499,165 732,462 670,188 501,574 313,112 494,082 482,609 128,697 638,654 341,752 591,664 976,157 221,272 585,070 186,750 257,773 1,481,275 964,371 535,169

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Appendix of Schedule H - Schedule of Assets (Held at End of Year)
December 31, 2014

Edison 401(k) Savings Plan

EIN: 95-1240335

Plan Number: 002

(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party Dodge & Cox	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
	CHASE ISSUANCE TRUST CHAIT 2012 A8 A8	\$1,126,443
	CHASE ISSUANCE TRUST CHAIT 2014 A6 A6	1,245,861
	CHASE ISSUANCE TRUST CHAIT 2014 A7 A	474,954
	CITIGROUP INC SR UNSECURED 11/17 6.125	250,894
	CITIGROUP CAPITAL XIII PREFERRED STOCK 10/40 VAR	972,828
	COMCAST CORP COMPANY GUAR 02/18 5.875	281,281
	CONOCOPHILLIPS COMPANY GUAR 11/24 3.35	985,088
	COX COMMUNICATIONS INC SR UNSECURED 08/28 6.8	673,375
	DOMINION RESOURCES INC JR SUBORDINA 10/54 VAR	495,622
	DOW CHEMICAL CO/THE SR UNSECURED 11/29 7.375	366,085
	DOW CHEMICAL CO/THE SR UNSECURED 05/19 8.55	561,947
	DOW CHEMICAL CO/THE SR UNSECURED 05/39 9.4	405,633
	DOW CHEMICAL CO/THE SR UNSECURED 11/20 4.25	106,913
	ERP OPERATING LP SR UNSECURED 12/21 4.625	164,101
	ERP OPERATING LP SR UNSECURED 04/23 3	316,970
	FED HM LN PC POOL G30689 FG 07/32 FIXED 4.5	4,677,285
	FED HM LN PC POOL G01976 FG 12/33 FIXED 6	183,352
	FED HM LN PC POOL G07338 FG 10/38 FIXED 6	169,583
	FED HM LN PC POOL G07480 FG 05/39 FIXED 6	859,136
	FED HM LN PC POOL G07598 FG 11/43 FIXED 4.5	197,505
	FED HM LN PC POOL G07857 FG 04/40 FIXED 4.5	3,192,643
	FED HM LN PC POOL G12511 FG 02/22 FIXED 6	931,068
	FED HM LN PC POOL G13824 FG 12/24 FIXED 5.5	786,473
	FED HM LN PC POOL G14585 FG 10/26 FIXED 4	924,624
	FED HM LN PC POOL G14678 FG 12/26 FIXED 4	259,082
	FED HM LN PC POOL 1G2201 FH 09/37 FLOATING VAR	104,513
	FED HM LN PC POOL 849254 FH 01/42 FLOATING VAR	414,379
	FED HM LN PC POOL 849330 FH 05/44 FLOATING VAR	888,793
	FED HM LN PC POOL 849505 FH 10/44 FLOATING VAR	4,808,428
	FED HM LN PC POOL Q02552 FG 08/41 FIXED 4.5	213,260
	FED HM LN PC POOL Q03086 FG 09/41 FIXED 4.5	448,967
	FED HM LN PC POOL V80953 FG 01/44 FIXED 4.5	386,412
	FEDEX CORP 1998 PASS TST PASS THRU CE 07/23 6.72	425,577
	FANNIE MAE FNR 2013 106 MA	228,849
	FANNIEMAE ACES FNA 2014 M13 ASQ2	241,601
	FREDDIE MAC FHR 4283 EW	1,211,106
	FNMA POOL AL0376 FN 08/38 FLOATING VAR	240,118
	FNMA POOL AL1845 FN 06/39 FLOATING VAR	209,006

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(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party Dodge & Cox	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
	FNMA POOL AL3997 FN 09/41 FLOATING VAR	\$388,384
	FNMA POOL AL6209 FN 07/21 FIXED VAR	252,368
	FNMA POOL AL5957	846,885
	FNMA POOL AS0923 FN 11/43 FIXED 4.5	298,236
	FNMA POOL AW4688 FN 05/44 FLOATING VAR	435,961
	FANNIE MAE FNR 2005 87 FB	628,258
	FREDDIE MAC FHR 2957 VZ	622,175
	FANNIE MAE FNR 2009 66 ET	231,222
	FREDDIE MAC REFERENCE REMIC FHRR R008 ZA	260,169
	FANNIE MAE FNR 2007 50 DZ	404,868
	FNMA POOL 704235 FN 05/33 FIXED 5.5	129,175
	FNMA POOL 725228 FN 03/34 FIXED VAR	2,954
	FNMA POOL 725229 FN 03/34 FIXED VAR	195,734
	FNMA POOL 735503 FN 04/35 FIXED VAR	4,461
	FNMA POOL 888368 FN 03/37 FIXED VAR	906,475
	FNMA POOL 888560 FN 11/35 FIXED VAR	189,445
	FNMA POOL 889072 FN 12/37 FIXED VAR	740,960
	FNMA POOL 889984 FN 10/38 FIXED VAR	681,857
	FNMA POOL 965097 FN 09/38 FLOATING VAR	319,668
	FNMA POOL 976853 FN 11/29 FIXED 5.5	360,844
	FNMA POOL 995006 FN 10/38 FLOATING VAR	119,063
	FNMA POOL 995051 FN 03/37 FIXED VAR	166,857
	FNMA POOL AB1763 FN 11/30 FIXED 4	121,494
	FNMA POOL AB3301 FN 07/26 FIXED 4	144,634
	FNMA POOL MA0792 FN 07/31 FIXED 4.5	1,080,833
	FNMA POOL AD0198 FN 09/38 FIXED VAR	171,677
	FNMA POOL AD0244 FN 10/24 FIXED VAR	1,079,537
	FNMA POOL AE0952 FN 05/38 FIXED VAR	643,784
	FORD MOTOR CREDIT CO LLC SR UNSECURED 09/15 5.625	257,961
	FORD MOTOR CREDIT CO LLC SR UNSECURED 08/21 5.875	723,617
	GENERAL ELEC CAP CORP COMPANY GUAR 01/20 5.5	629,517
	GENERAL ELEC CAP CORP COMPANY GUAR 09/20 4.375	438,094
	GENERAL ELEC CAP CORP COMPANY GUAR 01/21 4.625	139,324
	HCA INC COMPANY GUAR 02/16 6.5	678,437
	HSBC HOLDINGS PLC SUBORDINATED 09/37 6.5	1,060,031
	HSBC HOLDINGS PLC SR UNSECURED 04/21 5.1	197,820
	HEALTH NET INC SR UNSECURED 06/17 6.375	297,000
	HEWLETT PACKARD CO SR UNSECURED 03/18 5.5	165,556

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Appendix of Schedule H - Schedule of Assets (Held at End of Year)
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Edison 401(k) Savings Plan

EIN: 95-1240335

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(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party Dodge & Cox	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
	HEWLETT PACKARD CO SR UNSECURED 12/16 3.3	\$258,181
	ILLINOIS ST ILS 03/16 FIXED 4.961	286,476
	ILLINOIS ST ILS 03/17 FIXED 5.365	454,984
	ILLINOIS ST ILS 03/18 FIXED 5.665	383,260
	KINDER MORGAN INC/DELAWA COMPANY GUAR 06/25 4.3	175,082
	LAFARGE SA SR UNSECURED 07/16 6.5	772,125
	LLOYDS BANKING GROUP PLC SUBORDINATED 11/24 4.5	252,285
	MACYS RETAIL HLDGS INC COMPANY GUAR 12/34 4.5	100,695
	MACYS RETAIL HLDGS INC COMPANY GUAR 07/24 6.65	1,316,976
	NEW JERSEY ST TURNPIKE AUTH NJSTRN 01/41 FIXED 7.102	471,357
	21ST CENTURY FOX AMERICA COMPANY GUAR 03/37 6.15	187,996
	21ST CENTURY FOX AMERICA COMPANY GUAR 11/37 6.65	300,433
	NOKIA OYJ SR UNSECURED 05/19 5.375	347,750
	NORDSTROM INC SR UNSECURED 01/18 6.25	281,958
	PETROLEOS MEXICANOS COMPANY GUAR 06/35 6.625	490,875
	PETROBRAS GLOBAL FINANCE COMPANY GUAR 01/21 5.375	347,464
	PETROBRAS GLOBAL FINANCE COMPANY GUAR 05/23 4.375	86,008
	PETROBRAS GLOBAL FINANCE COMPANY GUAR 03/24 6.25	708,897
	PETROLEOS MEXICANOS COMPANY GUAR 01/24 4.875	467,550
	REED ELSEVIER CAPITAL COMPANY GUAR 01/19 8.625	122,313
	ROYAL BK SCOTLND GRP PLC SUBORDINATED 12/23 6	568,259
	ROYAL BK SCOTLND GRP PLC SUBORDINATED 12/22 6.125	653,044
	NAVIENT CORP SR UNSECURED 06/18 8.45	423,700
	NAVIENT CORP SR UNSECURED 01/16 6.25	130,000
	NAVIENT CORP SR UNSECURED 01/17 6	366,625
	NAVIENT CORP SR UNSECURED 09/17 4.625	50,750
	SPRINT COMMUNICATIONS SR UNSECURED 12/16 6	706,067
	STATE STREET BANK + TRUST CO SHORT TERM INVESTMENT FUND	1,311,152
	TELECOM ITALIA CAPITAL COMPANY GUAR 06/19 7.175	727,075
	TELECOM ITALIA CAPITAL COMPANY GUAR 07/36 7.2	241,875
	TELECOM ITALIA CAPITAL COMPANY GUAR 06/18 6.999	333,000
	TELECOM ITALIA CAPITAL COMPANY GUAR 06/38 7.721	139,375
	TIME WARNER CABLE INC COMPANY GUAR 04/19 8.25	1,438,368
	UNION PACIFIC CORP SR UNSECURED 07/22 4.163	329,572
	UNION PACIFIC RR CO 07 3 PASS THRU CE 01/31 6.176	613,095
	US TREASURY N/B 03/17 0.75	1,499,413
	US TREASURY N/B 03/19 1.625	2,762,246
	US TREASURY N/B 10/17 0.875	8,621,869
	US TREASURY N/B 11/24 2.25	503,359

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Appendix of Schedule H - Schedule of Assets (Held at End of Year)
December 31, 2014

Edison 401(k) Savings Plan

EIN: 95-1240335

Plan Number: 002

(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
Dodge & Cox	US TREASURY N/B 09/15 0.25	\$1,400,766
	US TREASURY N/B 10/16 0.625	375,117
	US TREASURY N/B 05/19 1.5	324,187
	US TREASURY N/B 07/19 1.625	1,978,084
	VERIZON COMMUNICATIONS SR UNSECURED 09/23 5.15	800,569
	VERIZON COMMUNICATIONS SR UNSECURED 09/43 6.55	96,086
	VERIZON COMMUNICATIONS SR UNSECURED 03/24 4.15	647,022
	VULCAN MATERIALS CO SR UNSECURED 12/16 6.5	14,910
	VULCAN MATERIALS CO SR UNSECURED 06/21 7.5	460,175
	ANTHEM INC SR UNSECURED 02/19 7	734,100
	WELLS FARGO + COMPANY SR UNSECURED 04/21 4.6	333,798
	XEROX CORPORATION SR UNSECURED 02/17 6.75	1,047,117
	Total Dodge & Cox	97,751,855
Institutional Capital Corporation	AMERIPRISE FINANCIAL INC COMMON STOCK USD.01	4,496,500
	BANK OF AMERICA CORP COMMON STOCK USD.01	6,684,598
	BOEING CO/THE COMMON STOCK USD5.	7,090,409
	BRISTOL MYERS SQUIBB CO COMMON STOCK USD.1	3,119,735
	CAMERON INTERNATIONAL CORP COMMON STOCK USD.01	2,442,555
	CITIGROUP INC COMMON STOCK USD.01	5,251,375
	COMCAST CORP CLASS A COMMON STOCK USD.01	8,324,439
	ENCANA CORP COMMON STOCK	1,452,882
	EXELON CORP COMMON STOCK NPV	3,659,796
	EXPRESS SCRIPTS HOLDING CO COMMON STOCK USD.01	4,161,530
	FORD MOTOR CO COMMON STOCK USD.01	2,853,550
	GENERAL ELECTRIC CO COMMON STOCK USD.06	9,084,565
	GOLDMAN SACHS GROUP INC COMMON STOCK USD.01	5,427,240
	HONEYWELL INTERNATIONAL INC COMMON STOCK USD1.	5,285,768
	JOHNSON CONTROLS INC COMMON STOCK USD.01388	5,066,032
	LAS VEGAS SANDS CORP COMMON STOCK USD.001	1,864,028
	LIBERTY MEDIA CORP C COMMON STOCK USD.01	2,066,770
	MONSANTO CO COMMON STOCK USD.01	6,033,235
	MOSAIC CO/THE COMMON STOCK USD.01	2,291,630
	NETAPP INC COMMON STOCK USD.001	3,212,375
	NORTHERN TRUST CORP COMMON STOCK USD1.667	3,588,915
	OCCIDENTAL PETROLEUM CORP COMMON STOCK USD.2	6,053,811
	OMNICOM GROUP COMMON STOCK USD.15	3,912,235
	ORACLE CORP COMMON STOCK USD.01	5,153,562
	PNC FINANCIAL SERVICES GROUP COMMON STOCK USD5.	4,953,789

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December 31, 2014

Edison 401(k) Savings Plan

EIN: 95-1240335

Plan Number: 002

(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
Institutional Capital Corporation	PFIZER INC COMMON STOCK USD.05	\$8,458,782
	QUALCOMM INC COMMON STOCK USD.0001	3,608,721
	STATE STREET BANK + TRUST CO SHORT TERM INVESTMENT FUND	545,709
	TEXAS INSTRUMENTS INC COMMON STOCK USD1.	3,616,907
	UNITEDHEALTH GROUP INC COMMON STOCK USD.01	4,872,538
	VALEANT PHARMACEUTICALS INTE COMMON STOCK NPV	4,343,388
	VIACOM INC CLASS B COMMON STOCK USD.001	5,474,437
	VODAFONE GROUP PLC SP ADR ADR	3,857,930
	COVIDIEN PLC COMMON STOCK USD.2	5,650,970
	PENTAIR PLC COMMON STOCK USD.01	601,101
	ASML HOLDING NV NY REG SHS NY REG SHRS EUR.09	2,760,448
	Total Institutional Capital Corporation	157,322,255
Westwood Group	AMC NETWORKS INC A COMMON STOCK	1,460,333
	ALEXANDRIA REAL ESTATE EQUIT REIT USD.01	887,400
	APOGEE ENTERPRISES INC COMMON STOCK USD.333	601,654
	ARRIS GROUP INC COMMON STOCK USD.01	1,280,056
	BANKUNITED INC COMMON STOCK USD.01	1,103,757
	B/E AEROSPACE INC COMMON STOCK USD.01	667,230
	BEACON ROOFING SUPPLY INC COMMON STOCK USD.01	633,840
	BOISE CASCADE CO COMMON STOCK USD.01	1,062,490
	BONANZA CREEK ENERGY INC COMMON STOCK USD.001	319,200
	BROADRIDGE FINANCIAL SOLUTIO COMMON STOCK USD.01	1,154,500
	CARDTRONICS INC COMMON STOCK USD.0001	1,585,638
	CLOUD PEAK ENERGY INC COMMON STOCK USD.01	501,228
	COLFAX CORP COMMON STOCK USD.001	470,731
	COMERICA INC COMMON STOCK USD5.	637,024
	CONMED CORP COMMON STOCK USD.01	269,760
	DARLING INGREDIENTS INC COMMON STOCK USD.01	110,776
	DEAN FOODS CO COMMON STOCK USD.01	569,772
	DIAMONDROCK HOSPITALITY CO REIT USD.01	322,679
	DICK S SPORTING GOODS INC COMMON STOCK USD.01	913,560
	EAST WEST BANCORP INC COMMON STOCK USD.001	627,102
	ENERGIZER HOLDINGS INC COMMON STOCK USD.01	1,234,176
	EQUIFAX INC COMMON STOCK USD1.25	1,302,007
	FLIR SYSTEMS INC COMMON STOCK USD.01	636,507
	FIRST FINANCIAL BANCORP COMMON STOCK NPV	892,320
	HAEMONETICS CORP/MASS COMMON STOCK USD.01	924,274

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Appendix of Schedule H - Schedule of Assets (Held at End of Year)
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Edison 401(k) Savings Plan

EIN: 95-1240335

Plan Number: 002

(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party Westwood Group	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
	JACK HENRY + ASSOCIATES INC COMMON STOCK USD.01	\$618,355
	HOSPIRA INC COMMON STOCK USD.01	1,243,375
	HUBBELL INC CL B COMMON STOCK USD.01	388,754
	IAC/INTERACTIVECORP COMMON STOCK USD.001	1,355,617
	INLAND REAL ESTATE CORP REIT USD.01	649,072
	INTEGRA LIFESCIENCES HOLDING COMMON STOCK USD.01	710,413
	JOY GLOBAL INC COMMON STOCK USD1.	944,356
	J2 GLOBAL INC COMMON STOCK USD.01	1,500,400
	KLX INC COMMON STOCK USD.01	237,188
	LANDSTAR SYSTEM INC COMMON STOCK USD.01	565,734
	LEAR CORP COMMON STOCK USD.01	643,993
	LIFE TIME FITNESS INC COMMON STOCK USD.02	628,595
	LITHIA MOTORS INC CL A COMMON STOCK NPV	762,872
	MANPOWERGROUP INC COMMON STOCK USD.01	613,530
	MEADWESTVACO CORP COMMON STOCK USD.01	643,655
	MEDNAX INC COMMON STOCK USD.01	1,176,758
	MEREDITH CORP COMMON STOCK USD1.	765,912
	HERMAN MILLER INC COMMON STOCK USD.2	562,113
	OASIS PETROLEUM INC COMMON STOCK USD.01	398,614
	ON SEMICONDUCTOR CORP COMMON STOCK USD.01	1,129,495
	PDC ENERGY INC COMMON STOCK USD.01	623,177
	PERKINELMER INC COMMON STOCK USD1.	647,204
	POTLATCH CORP REIT USD1.	921,266
	PREMIER INC CLASS A COMMON STOCK USD.01	945,546
	PRIMORIS SERVICES CORP COMMON STOCK USD.0001	532,196
	PRIVATEBANCORP INC COMMON STOCK NPV	1,319,600
	QUESTAR CORP COMMON STOCK NPV	1,208,384
	RSP PERMIAN INC COMMON STOCK USD.01	744,144
	RENT A CENTER INC COMMON STOCK USD.01	984,272
	REX ENERGY CORP COMMON STOCK USD.001	319,770
	ROCK TENN COMPANY CL A COMMON STOCK USD.01	707,368
	ROCKWOOD HOLDINGS INC COMMON STOCK USD.01	614,640
	RUSH ENTERPRISES INC CL A COMMON STOCK USD.01	314,090
	SVB FINANCIAL GROUP COMMON STOCK USD.001	1,288,377
	STAG INDUSTRIAL INC REIT USD.01	606,008
	STATE STREET BANK + TRUST CO SHORT TERM INVESTMENT FUND	335,503
	TELEFLEX INC COMMON STOCK USD1.	1,240,056
	TIMKEN CO COMMON STOCK NPV	584,716

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Edison 401(k) Savings Plan

EIN: 95-1240335
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Westwood Group	TREX COMPANY INC COMMON STOCK USD.01	\$698,312
	TRIMBLE NAVIGATION LTD COMMON STOCK NPV	971,364
	TRUEBLUE INC COMMON STOCK NPV	649,700
	VISHAY INTERTECHNOLOGY INC COMMON STOCK USD.1	601,375
	WATTS WATER TECHNOLOGIES A COMMON STOCK USD.1	1,256,112
	WINTRUST FINANCIAL CORP COMMON STOCK NPV	1,229,788
	WOODWARD INC COMMON STOCK USD.00292	1,230,750
	AMDOCS LTD COMMON STOCK GBP.0001	1,492,960
	AVG TECHNOLOGIES COMMON STOCK EUR.01	1,391,670
	Total Westwood Group	59,165,163
Delaware Investments	ABIOMED INC COMMON STOCK USD.01	1,889,679
	AFFILIATED MANAGERS GROUP COMMON STOCK USD.01	2,865,240
	ATHENAHEALTH INC COMMON STOCK USD.01	1,376,865
	BIO TECHNE CORP COMMON STOCK USD.01	3,116,190
	BLACKBAUD INC COMMON STOCK USD.001	2,420,397
	COUPONS.COM INC COMMON STOCK USD.00001	862,330
	DINEEQUITY INC COMMON STOCK USD.01	3,756,953
	DUNKIN BRANDS GROUP INC COMMON STOCK USD.001	1,470,145
	ELLIE MAE INC COMMON STOCK USD.0001	1,064,448
	EQUITY COMMONWEALTH REIT USD.01	2,683,798
	EXPEDITORS INTL WASH INC COMMON STOCK USD.01	2,411,170
	GRACO INC COMMON STOCK USD1.	3,237,267
	HEARTLAND PAYMENT SYSTEMS IN COMMON STOCK USD.001	3,722,550
	J2 GLOBAL INC COMMON STOCK USD.01	3,660,170
	MSCI INC COMMON STOCK USD.01	3,441,772
	NIC INC COMMON STOCK NPV	1,484,643
	OUTFRONT MEDIA INC REIT USD.01	1,062,864
	RITCHIE BROS AUCTIONEERS COMMON STOCK NPV	2,057,757
	SALLY BEAUTY HOLDINGS INC COMMON STOCK USD.01	3,291,485
	SHUTTERSTOCK INC COMMON STOCK USD.01	1,703,315
	STATE STREET BANK + TRUST CO SHORT TERM INVESTMENT FUND	756,782
	ULTA SALON COSMETICS + FRAGR COMMON STOCK USD.01	2,504,513
	VERIFONE SYSTEMS INC COMMON STOCK USD.01	2,661,362
	ZEBRA TECHNOLOGIES CORP CL A COMMON STOCK USD.01	2,838,083
	LOGITECH INTERNATIONAL REG COMMON STOCK CHF.25	2,085,119
CORE LABORATORIES N.V. COMMON STOCK EUR.02	2,386,824	
Total Delaware Investments	60,811,721	

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(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party Next Century	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
	ABIOMED INC COMMON STOCK USD.01	\$636,934
	ACADIA HEALTHCARE CO INC COMMON STOCK USD.01	590,187
	ADVISORY BOARD CO/THE COMMON STOCK USD.01	475,106
	AKORN INC COMMON STOCK NPV	1,792,443
	ALIGN TECHNOLOGY INC COMMON STOCK USD.0001	589,403
	BENEFITFOCUS INC COMMON STOCK USD.001	954,790
	BUFFALO WILD WINGS INC COMMON STOCK NPV	780,144
	CANADIAN SOLAR INC COMMON STOCK NPV	813,921
	CENTENE CORP COMMON STOCK USD.001	2,831,055
	CEPHEID INC COMMON STOCK NPV	1,335,580
	COGNEX CORP COMMON STOCK USD.002	695,667
	COSTAR GROUP INC COMMON STOCK USD.01	929,351
	DR HORTON INC COMMON STOCK USD.01	681,894
	DEALERTRACK TECHNOLOGIES INC COMMON STOCK USD.01	1,088,209
	DIAMONDBACK ENERGY INC COMMON STOCK USD.01	487,745
	EAGLE MATERIALS INC COMMON STOCK USD.01	1,050,507
	ELLIE MAE INC COMMON STOCK USD.0001	165,997
	FIESTA RESTAURANT GROUP COMMON STOCK USD.01	1,671,818
	GOGO INC COMMON STOCK USD.0001	444,426
	GRANITE CONSTRUCTION INC COMMON STOCK USD.01	1,029,734
	GREENBRIER COMPANIES INC COMMON STOCK NPV	647,661
	GUIDEWIRE SOFTWARE INC COMMON STOCK USD.0001	1,104,240
	HEALTH NET INC COMMON STOCK USD.001	941,807
	HEICO CORP COMMON STOCK USD.01	688,379
	HOMEAWAY INC COMMON STOCK USD.0001	1,119,758
	HUNT (JB) TRANSPRT SVCS INC COMMON STOCK USD.01	1,199,130
	IPG PHOTONICS CORP COMMON STOCK USD.0001	1,211,456
	INSULET CORP COMMON STOCK USD.001	1,401,283
	KANSAS CITY SOUTHERN COMMON STOCK USD.01	1,344,771
	KATE SPADE + CO COMMON STOCK USD1.0	865,614
	KNIGHT TRANSPORTATION INC COMMON STOCK USD.01	1,420,553
	LIFELOCK INC COMMON STOCK USD.001	1,568,019
	MARKETAXESS HOLDINGS INC COMMON STOCK USD.003	768,158
	MEDIVATION INC COMMON STOCK USD.01	1,370,833
	NCI BUILDING SYSTEMS INC COMMON STOCK USD.01	1,449,190
	NETSUITE INC COMMON STOCK USD.01	897,923
	NXSTAGE MEDICAL INC COMMON STOCK USD.001	609,907
	PRA GROUP INC COMMON STOCK USD.01	1,149,099

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Appendix of Schedule H - Schedule of Assets (Held at End of Year)
December 31, 2014

Edison 401(k) Savings Plan

EIN: 95-1240335

Plan Number: 002

(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party Next Century	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
	PACIRA PHARMACEUTICALS INC COMMON STOCK	\$1,331,673
	PALO ALTO NETWORKS INC COMMON STOCK USD.0001	1,181,452
	SALIX PHARMACEUTICALS LTD COMMON STOCK USD.001	1,845,477
	SERVICENOW INC COMMON STOCK USD.001	1,190,428
	SHUTTERFLY INC COMMON STOCK USD.0001	616,252
	SHUTTERSTOCK INC COMMON STOCK USD.01	1,373,846
	STATE STREET BANK + TRUST CO SHORT TERM INVESTMENT FUND	1,224,729
	TABLEAU SOFTWARE INC CL A COMMON STOCK USD.0001	719,019
	TEAM HEALTH HOLDINGS INC COMMON STOCK USD.01	1,563,608
	ULTA SALON COSMETICS + FRAGR COMMON STOCK USD.01	915,207
	ULTIMATE SOFTWARE GROUP INC COMMON STOCK USD.01	1,396,945
	UNDER ARMOUR INC CLASS A COMMON STOCK USD.000333	1,684,735
	VEEVA SYSTEMS INC CLASS A COMMON STOCK USD.00001	815,462
	VIRTUSA CORP COMMON STOCK USD.01	582,713
	VIVINT SOLAR INC COMMON STOCK USD.01	377,246
	WABCO HOLDINGS INC COMMON STOCK USD.01	549,885
	YELP INC COMMON STOCK USD.000001	1,246,038
	ZOE S KITCHEN INC COMMON STOCK USD.01	1,145,553
	ESSENT GROUP LTD COMMON STOCK USD.015	760,090
	Total Next Century	59,323,050
AJO Partners	ABERCROMBIE + FITCH CO CL A COMMON STOCK USD.01	312,176
	ALASKA AIR GROUP INC COMMON STOCK USD.01	812,736
	ARGAN INC COMMON STOCK USD.15	454,140
	ASBURY AUTOMOTIVE GROUP COMMON STOCK USD.01	141,970
	ASSURANT INC COMMON STOCK USD.01	874,535
	AVIS BUDGET GROUP INC COMMON STOCK USD.01	543,906
	BENCHMARK ELECTRONICS INC COMMON STOCK USD.1	180,624
	WR BERKLEY CORP COMMON STOCK USD.2	840,664
	BERKSHIRE HILLS BANCORP INC COMMON STOCK USD.01	251,670
	BLOUNT INTERNATIONAL INC COMMON STOCK USD.01	614,950
	BOISE CASCADE CO COMMON STOCK USD.01	586,970
	C+J ENERGY SERVICES INC COMMON STOCK USD.01	130,779
	CBL + ASSOCIATES PROPERTIES REIT USD.01	407,820
	CBOE HOLDINGS INC COMMON STOCK	684,936
	CMS ENERGY CORP COMMON STOCK USD.01	945,200
	CVR ENERGY INC COMMON STOCK USD.01	495,488
	CABLEVISION SYSTEMS NY GRP A COMMON STOCK USD.01	489,168

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Appendix of Schedule H - Schedule of Assets (Held at End of Year)
December 31, 2014

Edison 401(k) Savings Plan

EIN: 95-1240335

Plan Number: 002

(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party AJO Partners	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
	CAL MAINE FOODS INC COMMON STOCK USD.01	\$452,748
	CENTURY ALUMINUM COMPANY COMMON STOCK USD.01	226,920
	CLEARWATER PAPER CORP COMMON STOCK USD.0001	472,995
	COOPER TIRE + RUBBER COMMON STOCK USD1.	897,435
	CORE MARK HOLDING CO INC COMMON STOCK USD.01	334,422
	CORESITE REALTY CORP REIT USD.01	222,585
	DHI GROUP INC COMMON STOCK USD.01	250,250
	DOMINION DIAMOND CORP COMMON STOCK NPV	195,764
	DUCOMMUN INC COMMON STOCK USD.01	93,536
	DUPONT FABROS TECHNOLOGY REIT USD.001	724,632
	EAST WEST BANCORP INC COMMON STOCK USD.001	890,330
	EL PASO ELECTRIC CO COMMON STOCK NPV	216,324
	EMCOR GROUP INC COMMON STOCK USD.01	840,861
	ENGILITY HOLDINGS INC COMMON STOCK USD.01	376,640
	EXELIS INC COMMON STOCK USD.01	850,205
	FAIRPOINT COMMUNICATIONS INC COMMON STOCK USD.01	244,412
	FIRSTSERVICE CORP COMMON STOCK NPV	630,664
	FOOT LOCKER INC COMMON STOCK USD.01	938,206
	GENERAL COMMUNICATION INC A COMMON STOCK NPV	40,425
	GLOBAL CASH ACCESS HOLDINGS COMMON STOCK USD.001	341,055
	GREAT LAKES DREDGE + DOCK CO COMMON STOCK USD.0001	510,176
	GREAT PLAINS ENERGY INC COMMON STOCK NPV	539,790
	GREEN PLAINS INC COMMON STOCK USD.001	280,014
	HCI GROUP INC COMMON STOCK NPV	748,052
	HAWAIIAN HOLDINGS INC COMMON STOCK USD.01	758,055
	HEALTH NET INC COMMON STOCK USD.001	642,360
	HERSHA HOSPITALITY TRUST REIT USD.01	707,921
	HOSPITALITY PROPERTIES TRUST REIT USD.01	892,800
	HUNTINGTON BANCSHARES INC COMMON STOCK USD.01	377,668
	HUNTINGTON INGALLS INDUSTRIE COMMON STOCK USD.01	754,607
	HUNTSMAN CORP COMMON STOCK USD.01	184,518
	INSIGHT ENTERPRISES INC COMMON STOCK USD.01	243,366
	INTELIQUENT INC COMMON STOCK USD.001	112,873
	JABIL CIRCUIT INC COMMON STOCK USD.001	384,208
	JETBLUE AIRWAYS CORP COMMON STOCK USD.01	139,568
	JONES LANG LASALLE INC COMMON STOCK USD.01	839,608
	LAKELAND FINANCIAL CORP COMMON STOCK NPV	508,599
	LEAR CORP COMMON STOCK USD.01	755,216

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Appendix of Schedule H - Schedule of Assets (Held at End of Year)
December 31, 2014

Edison 401(k) Savings Plan

EIN: 95-1240335

Plan Number: 002

(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party AJO Partners	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
	LEXMARK INTERNATIONAL INC A COMMON STOCK USD.01	\$709,844
	MBIA INC COMMON STOCK USD1.	284,292
	MEDIFAST INC COMMON STOCK USD.001	110,715
	MERITOR INC COMMON STOCK USD1.	792,345
	MYRIAD GENETICS INC COMMON STOCK USD.01	326,976
	NVR INC COMMON STOCK USD.01	357,092
	NAUTILUS INC COMMON STOCK NPV	119,922
	NET 1 UEPS TECHNOLOGIES INC COMMON STOCK USD.001	717,060
	NORTEK INC COMMON STOCK USD.01	170,793
	OIL STATES INTERNATIONAL INC COMMON STOCK USD.01	356,970
	OMNICARE INC COMMON STOCK USD1.	940,797
	OUTERWALL INC W/I COMMON STOCK USD.001	707,068
	PDL BIOPHARMA INC COMMON STOCK USD.01	624,510
	PNM RESOURCES INC COMMON STOCK NPV	355,560
	PARKER DRILLING CO COMMON STOCK USD.167	215,821
	PATTERSON UTI ENERGY INC COMMON STOCK USD.01	290,325
	PHARMERICA CORP COMMON STOCK USD.01	86,982
	POLYCOM INC COMMON STOCK USD.0005	452,250
	PORTLAND GENERAL ELECTRIC CO COMMON STOCK NPV	820,911
	PROGRESS SOFTWARE CORP COMMON STOCK USD.01	670,096
	PROVIDENCE SERVICE CORP COMMON STOCK USD.001	196,776
	QLOGIC CORP COMMON STOCK USD.001	126,540
	RLJ LODGING TRUST REIT	821,485
	RADIAN GROUP INC COMMON STOCK USD.001	792,528
	REINSURANCE GROUP OF AMERICA COMMON STOCK USD.01	884,962
	RESOLUTE FOREST PRODUCTS COMMON STOCK USD.001	785,406
	RYMAN HOSPITALITY PROPERTIES REIT USD.01	775,278
	SM ENERGY CO COMMON STOCK USD.01	258,486
	SANDERSON FARMS INC COMMON STOCK USD1.	689,005
	SCHOLASTIC CORP COMMON STOCK USD.01	732,042
	SELECT COMFORT CORPORATION COMMON STOCK USD.01	175,695
	SPIRIT AEROSYSTEMS HOLD CL A COMMON STOCK USD.01	245,328
	STATE BANK FINANCIAL CORP COMMON STOCK USD.01	607,392
	STATE STREET BANK + TRUST CO SHORT TERM INVESTMENT FUND	915,513
	SUMMIT HOTEL PROPERTIES INC REIT	804,868
	SUNSTONE HOTEL INVESTORS INC REIT USD.01	622,427
	SUPERIOR ENERGY SERVICES INC COMMON STOCK USD.001	145,080
	TAKE TWO INTERACTIVE SOFTWARE COMMON STOCK USD.01	703,553

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Appendix of Schedule H - Schedule of Assets (Held at End of Year)
December 31, 2014

Edison 401(k) Savings Plan

EIN: 95-1240335

Plan Number: 002

(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party AJO Partners	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
	TARGA RESOURCES CORP COMMON STOCK USD.001	\$233,310
	THOMPSON CREEK METALS CO INC COMMON STOCK NPV	237,541
	TOWER INTERNATIONAL INC COMMON STOCK USD.01	620,865
	TRINITY INDUSTRIES INC COMMON STOCK USD1.	364,130
	UGI CORP COMMON STOCK NPV	881,136
	UNITED INSURANCE HOLDINGS CO COMMON STOCK USD.0001	162,430
	UNITED ONLINE INC WHEN ISSUE COMMON STOCK USD.0001	202,245
	UNITED STATES STEEL CORP COMMON STOCK USD1.	705,936
	UNITED THERAPEUTICS CORP COMMON STOCK USD.01	349,623
	VECTREN CORP COMMON STOCK NPV	915,354
	WALKER + DUNLOP INC COMMON STOCK	129,796
	WORLD ACCEPTANCE CORP COMMON STOCK NPV	826,280
	ASPEN INSURANCE HOLDINGS LTD COMMON STOCK USD.001514456	862,269
	AXIS CAPITAL HOLDINGS LTD COMMON STOCK USD.0125	955,383
	EVEREST RE GROUP LTD COMMON STOCK USD.01	909,402
	MAIDEN HOLDINGS LTD COMMON STOCK USD.01	131,737
	NABORS INDUSTRIES LTD COMMON STOCK USD.001	206,382
	PARTNERRE LTD COMMON STOCK USD1.	846,845
	RENAISSANCERE HOLDINGS LTD COMMON STOCK USD1.	797,204
	VALIDUS HOLDINGS LTD COMMON STOCK USD.175	843,668
	ALTISOURCE PORTFOLIO SOL COMMON STOCK USD1.	74,338
	AVG TECHNOLOGIES COMMON STOCK EUR.01	367,164
	ORTHOFIX INTERNATIONAL NV COMMON STOCK USD.1	613,224
	FLEXTRONICS INTL LTD COMMON STOCK NPV	222,482
	Total AJO Partners	59,238,977
Loomis Sayles	ALIBABA GROUP HOLDING SP ADR ADR USD.000025	3,450,288
	ALTERA CORP COMMON STOCK USD.001	365,189
	AMAZON.COM INC COMMON STOCK USD.01	6,689,284
	AMERICAN EXPRESS CO COMMON STOCK USD.2	2,692,950
	AMGEN INC COMMON STOCK USD.0001	4,371,714
	ANALOG DEVICES INC COMMON STOCK USD.167	656,413
	ARM HOLDINGS PLC SPONS ADR ADR NPV	3,532,227
	AUTODESK INC COMMON STOCK USD.01	4,638,494
	AUTOMATIC DATA PROCESSING COMMON STOCK USD.1	1,428,545
	CISCO SYSTEMS INC COMMON STOCK USD.001	8,189,431
	COCA COLA CO/THE COMMON STOCK USD.25	5,046,936
	DANONE SPONS ADR ADR	4,789,254
	EXPEDITORS INTL WASH INC COMMON STOCK USD.01	4,729,820

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Appendix of Schedule H - Schedule of Assets (Held at End of Year)
December 31, 2014

Edison 401(k) Savings Plan

EIN: 95-1240335
Plan Number: 002

(a) (b) Identity of Issuer, Borrower, Lessor, or Similar Party Loomis Sayles	(c) Description of Investment Including Maturity Date, Rate of Interest, Par or Maturity Value	(e) Current Value
	FACEBOOK INC A COMMON STOCK USD.000006	\$8,236,337
	FACTSET RESEARCH SYSTEMS INC COMMON STOCK USD.01	3,496,652
	GOOGLE INC CL A COMMON STOCK USD.001	3,466,802
	GOOGLE INC CL C COMMON STOCK USD.001	3,550,568
	GREENHILL + CO INC COMMON STOCK USD.01	1,011,171
	LOWE S COS INC COMMON STOCK USD.5	5,016,896
	MERCK + CO. INC. COMMON STOCK USD.5	2,355,649
	MICROSOFT CORP COMMON STOCK USD.00000625	3,720,413
	MONSTER BEVERAGE CORP COMMON STOCK USD.005	6,191,336
	NOVARTIS AG SPONSORED ADR ADR	4,777,457
	NOVO NORDISK A/S SPONS ADR ADR	4,000,086
	ORACLE CORP COMMON STOCK USD.01	7,100,808
	PROCTER + GAMBLE CO/THE COMMON STOCK	5,358,187
	QUALCOMM INC COMMON STOCK USD.0001	5,992,931
	SEI INVESTMENTS COMPANY COMMON STOCK USD.01	4,587,703
	SABMILLER PLC SPONS ADR ADR	2,804,555
	SCHLUMBERGER LTD COMMON STOCK USD.01	4,343,696
	STATE STREET BANK + TRUST CO SHORT TERM INVESTMENT FUND	1,481,655
	UNITED PARCEL SERVICE CL B COMMON STOCK USD.01	4,997,758
	VARIAN MEDICAL SYSTEMS INC COMMON STOCK USD1.	3,909,214
	VISA INC CLASS A SHARES COMMON STOCK USD.0001	7,954,624
	YUM BRANDS INC COMMON STOCK	3,096,344
	ZIMMER HOLDINGS INC COMMON STOCK USD.01	2,928,958
	Total Loomis Sayles	150,960,345
	Grand Total	747,144,336

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the Plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 26, 2015

EDISON 401 (K) SAVINGS PLAN

By:

/s/ Patricia H. Miller
Patricia H. Miller
Chair of the Southern California Edison Company
Benefits Committee