

PG&E Corp  
Form 8-K  
March 10, 2017

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report: March 10, 2017**

**(Date of earliest event reported)**

| <b>Commission</b>  | <b>Exact Name of Registrant</b>    | <b>State or Other Jurisdiction</b> | <b>IRS Employer</b>   |
|--------------------|------------------------------------|------------------------------------|-----------------------|
| <b>File Number</b> | <b>as specified in its charter</b> | <b>of Incorporation or</b>         | <b>Identification</b> |
|                    |                                    | <b>Organization</b>                | <b>Number</b>         |
| <b>1-12609</b>     | <b>PG&amp;E CORPORATION</b>        | <b>California</b>                  | <b>94-3234914</b>     |
| <b>1-2348</b>      | <b>PACIFIC GAS AND</b>             | <b>California</b>                  | <b>94-0742640</b>     |
|                    | <b>ELECTRIC COMPANY</b>            |                                    |                       |

**77 Beale Street**

**77 Beale Street**

**P.O. Box 770000**

**P.O. Box 770000**

**San Francisco, California 94177**

**San Francisco, California 94177**

**(Address of principal executive offices) (Zip Code)**

**(Address of principal executive offices) (Zip Code)**

**(415) 973-1000**

**(415) 973-7000**

**(Registrant's telephone number, including area code)**

**(Registrant's telephone number, including area code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting Material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events**

On March 10, 2017, Pacific Gas and Electric Company completed the sale of (i) 3.30% Senior Notes due March 15, 2027 in the aggregate principal amount of \$400,000,000 and (ii) 4.00% Senior Notes due December 1, 2046 in the aggregate principal amount of \$200,000,000. For further information concerning the notes, refer to the exhibits attached to this report.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits.

**Exhibit**

| <b>No.</b> | <b>Description</b>                                                                                                                                                                                                                                                                                           |
|------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 4.1        | Twenty-Ninth Supplemental Indenture, dated as of March 10, 2017, relating to the issuances by Pacific Gas and Electric Company of \$400,000,000 aggregate principal amount of 3.30% Senior Notes due March 15, 2027 and \$200,000,000 aggregate principal amount of 4.00% Senior Notes due December 1, 2046. |
| 4.2        | Specimen of 3.30% Senior Notes due March 15, 2027 (included as Exhibit A to Twenty-Ninth Supplemental Indenture filed as Exhibit 4.1).                                                                                                                                                                       |
| 4.3        | Specimen of 4.00% Senior Notes due December 1, 2046 (included as Exhibit B to Twenty-Ninth Supplemental Indenture filed as Exhibit 4.1).                                                                                                                                                                     |
| 5.1        | Opinion of Orrick, Herrington & Sutcliffe LLP regarding the legality of the notes.                                                                                                                                                                                                                           |
| 23.1       | Consent of Orrick, Herrington & Sutcliffe LLP (included in Exhibit 5.1).                                                                                                                                                                                                                                     |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

**PG&E CORPORATION**

By: /s/ David S. Thomason  
David S. Thomason  
Vice President and Controller

Dated: March 10, 2017

**PACIFIC GAS AND ELECTRIC COMPANY**

By: /s/ David S. Thomason  
David S. Thomason  
Vice President, Chief Financial Officer and  
Controller

Dated: March 10, 2017

EXHIBIT INDEX

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