

**Note 9. Supplemental Cash Flows Information**

The following is Edison International's supplemental cash flows information:

(in millions)	Years ended December 31,		
	2009	2008	2007
Cash payments (receipts) for interest and taxes:			
Interest – net of amounts capitalized	\$ 661	\$ 608	\$ 709
Tax payments (refunds) – net	427	377	332
Noncash investing and financing activities:			
Details of capital lease obligations:			
Capital lease purchased	\$ (223)	\$ —	\$ (10)
Capital lease obligation issued	223	—	10
Dividends declared but not paid:			
Common Stock	\$ 103	\$ 101	\$ 99
Preferred and preference stock of utility not subject to mandatory redemption	\$ 13	\$ 13	\$ 13
Details of assets acquired:			
Fair value of assets acquired	\$ 14	\$ —	\$ 41
Liabilities assumed	3	—	—
Net assets acquired	\$ 11	\$ —	\$ 41
Details of consolidation of variable interest entities:			
Assets	\$ 3	\$ 3	\$ 12
Liabilities	(4)	(4)	(5)

In connection with certain wind projects acquired during the past three years, the purchase price included payments that were due upon the start and/or completion of construction. Accordingly, EME accrued for estimated payments or made payments that were due upon commencement of construction and/or completion of construction scheduled during 2007 through 2009.

**Note 10. 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 for a liability should reflect the entity's non-performance risk. Fair value is determined using a hierarchy to prioritize the inputs to valuation models. The hierarchy gives the highest priority to unadjusted quoted market prices in active markets for identical assets and 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—Unadjusted quoted prices in active markets that are accessible at the measurement date for identical assets and liabilities;



Level 2—Pricing inputs that include quoted prices for similar assets and liabilities in active markets and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the derivative instrument; and

Level 3—Prices or valuations that require inputs that are both significant to the fair value measurements and unobservable.

Edison International's assets and liabilities carried at fair value primarily consist of derivative contracts, SCE nuclear decommissioning trust investments and money market funds. Derivative contracts primarily relate to power and gas and include contracts for forward physical sales and purchases, options and forward price swaps which settle only on a financial basis (including futures contracts). Derivative contracts can be exchange traded or over-the-counter traded.

The fair value of derivative contracts takes into account quoted market prices, time value of money, volatility of the underlying commodities and other factors. Derivatives that are exchange traded in active markets for identical assets or liabilities are classified as Level 1. The majority of EME's derivative contracts used for hedging purposes are based on forward market prices in active markets (PJM West Hub, Northern Illinois Hub peak and AEP/Dayton) adjusted for nonperformance risks. EME obtains forward market prices from traded exchanges (ICE Futures U.S. or New York Mercantile Exchange) and available broker quotes. Then, EME selects a primary source that best represents traded activity for each market to develop observable forward market prices in determining the fair value of these positions. Broker quotes or prices from exchanges are used to validate and corroborate the primary source. These price quotations reflect mid-market prices (average of bid and ask) and are obtained from sources that EME believes to provide the most liquid market for the commodity. EME considers broker quotes to be observable when corroborated with other information which may include a combination of prices from exchanges, other brokers and comparison to executed trades.

SCE's Level 2 derivatives primarily consist of financial natural gas swaps, fixed float swaps, and natural gas physical trades for which SCE obtains the applicable Henry Hub and basis forward market prices from the New York Mercantile Exchange and Intercontinental Exchange. Level 2 also includes Edison Capital's foreign currency swap contract which is valued primarily using published foreign currency rates.

Level 3 includes the majority of SCE's derivatives, including over-the-counter options, bilateral contracts, capacity contracts, and QF contracts. The fair value of these SCE derivatives is determined using uncorroborated non-binding broker quotes (from one or more brokers) and models which may require SCE to extrapolate short-term observable inputs in order to calculate fair value. Broker quotes are obtained from several brokers and compared against each other for reasonableness. SCE has Level 3 fixed float swaps for which SCE obtains the applicable Henry Hub and basis forward market prices from the New York Mercantile Exchange. However, these swaps have contract terms that extend beyond observable market data and the unobservable inputs incorporated in the fair value determination are considered significant compared to the overall swap's fair value.

Level 3 also includes derivatives that trade infrequently (such as firm transmission rights and CRRs in the California market, financial transmission rights traded in markets outside California and over-the-counter derivatives at illiquid locations) and long-term power agreements. For illiquid financial transmission rights and CRRs, Edison International reviews objective criteria related to system congestion and other underlying drivers and adjusts fair value when Edison International concludes a change in objective criteria would result in a new valuation that better reflects the fair value.

Changes in fair values are based on the hypothetical sale of illiquid positions. For illiquid long-term power agreements, fair value is based upon a discounting of future electricity and natural gas prices derived from a proprietary model using the risk free discount rate for a similar duration contract, adjusted for credit risk and market liquidity. Changes in fair value are based on changes to forward market prices, including forecasted prices for illiquid forward periods. In circumstances where Edison International cannot verify fair value with observable market transactions, it is possible that a different valuation model could produce a materially different estimate of fair value. As markets continue to develop and more pricing information becomes available, Edison International continues to assess valuation methodologies used to determine fair value.

Derivatives with counterparties that have significant nonperformance risks are classified as Level 3. In assessing nonperformance risks, Edison International reviews credit ratings of counterparties (and related default rates based on such credit ratings) and prices of credit default swaps. The market price (or premium) for credit default swaps represents the price that a counterparty would pay to transfer the risk of default, typically bankruptcy, to another party. A credit default swap is not directly comparable to the credit risks of derivative contracts, but provides market information of the related risk of nonperformance. The fair value of derivative assets and derivative liabilities nonperformance risk was \$4 million and \$7 million, respectively, at December 31, 2009 and was \$6 million and zero, respectively, at December 31, 2008.

Investments in money market funds are generally classified as Level 1 as fair value is determined by observable market prices (unadjusted) in active markets.

The SCE nuclear decommissioning trust investments include equity securities, U.S. treasury securities and other fixed-income securities. Equity and treasury securities are classified as Level 1 as fair value is determined by observable market prices in active or highly liquid and transparent markets. The remaining fixed-income securities are classified as Level 2. The fair value of these financial instruments is based on evaluated prices that reflect significant observable market information such as reported trades, actual trade information of similar securities, benchmark yields, broker/dealer quotes, issuer spreads, bids, offers and relevant credit information.

The following table sets forth assets and liabilities that were accounted for at fair value as of December 31, 2009 by level within the fair value hierarchy.

(in millions)	Netting and					Total
	Level 1	Level 2	Level 3	collateral <sup>1</sup>		
<b>Assets at Fair Value</b>						
Money market funds <sup>2</sup>	\$ 1,526	\$ —	\$ —	\$ —	\$ —	\$ 1,526
Derivative contracts	17	245	516	(153)		625
Long-term disability plan	8	—	—	—		8
<b>Nuclear decommissioning trusts <sup>3</sup></b>						
Stocks <sup>4</sup>	1,772	—	—	—		1,772
Municipal bonds	—	634	—	—		634
Corporate bonds <sup>5</sup>	—	393	—	—		393
U.S. government and agency securities	240	68	—	—		308
Short-term investments, primarily cash equivalents	1	14	—	—		15
Sub-total of nuclear decommissioning trusts	\$ 2,013	\$ 1,109	\$ —	\$ —		\$ 3,122
Total assets <sup>6</sup>	\$ 3,564	\$ 1,354	\$ 516	\$ (153)		\$ 5,281
<b>Liabilities at Fair Value</b>						
Derivative contracts	(3)	(256)	(454)	77		(636)
Net assets (liabilities)	\$ 3,561	\$ 1,098	\$ 62	\$ (76)		\$ 4,645

The following table sets forth assets and liabilities that were accounted for at fair value as of December 31, 2008 by level within the fair value hierarchy:

(in millions)	Netting and					Total
	Level 1	Level 2	Level 3	Collateral <sup>1</sup>		
<b>Assets at Fair Value</b>						
Money market funds <sup>2</sup>	\$ 3,583	\$ —	\$ 3	\$ —	\$ —	\$ 3,586
Derivative contracts	4	419	448	(300)		571
Long-term disability plan	7	—	—	—		7
<b>Nuclear decommissioning trusts <sup>3</sup></b>						
Stocks <sup>4</sup>	1,308	—	—	—		1,308
Municipal bonds	—	629	—	—		629
U.S. government and agency securities	172	132	—	—		304
Corporate bonds <sup>5</sup>	—	260	—	—		260
Short-term investments, primarily cash equivalents	4	23	—	—		27
Sub-total of nuclear decommissioning trusts	\$ 1,484	\$ 1,044	\$ —	\$ —		\$ 2,528
Total assets <sup>6</sup>	\$ 5,078	\$ 1,463	\$ 451	\$ (300)		\$ 6,692
<b>Liabilities at Fair Value</b>						
Derivative contracts	(2)	(397)	(753)	198		(954)
Net assets (liabilities)	\$ 5,076	\$ 1,066	\$ (302)	\$ (102)		\$ 5,738

<sup>1</sup> Represents cash collateral and the impact of netting across the levels of the fair value hierarchy. Netting among positions classified within the same level is included in that level.

<sup>2</sup> Included in cash and cash equivalents, restricted cash, short-term investments and prepaid expenses and other on Edison

International's consolidated balance sheet.

- 3 Excludes net assets/(liabilities) of \$18 million and \$(4) million at December 31, 2009 and 2008, respectively, of interest and dividend receivables and receivables related to pending securities sales and payables related to pending securities purchases.
- 4 At December 31, 2009 and 2008, respectively, approximately 67% and 68% of the equity investments were located in the United States.
- 5 Corporate bonds are diversified. At December 31, 2009 and 2008, respectively, this category included \$50 million and \$72 million for collateralized mortgage obligations and other asset backed securities.
- 6 Excludes \$32 million at both December 31, 2009 and December 31, 2008, of cash surrender value of life insurance investments for deferred compensation.

The following table sets forth a summary of changes in the fair value of Level 3 assets and liabilities:

(in millions)	December 31,	
	2009	2008
Fair value, net at beginning of period	\$ (302)	\$ 98
Total realized/unrealized gains (losses):		
Included in earnings <sup>1</sup>	7	297
Included in regulatory assets and liabilities <sup>2</sup>	312	(645)
Included in accumulated other comprehensive income	3	(2)
Purchases and settlements, net	27	(52)
Transfers in or out of Level 3	15	2
Fair value, net at end of period	\$ 62	\$ (302)
Change during the period in unrealized gains (losses) related to assets and liabilities held at the end of the period <sup>3</sup>	\$ 449	\$ (448)

- <sup>1</sup> Reported in "Competitive power generation" revenue on Edison International's consolidated statement of income.
- <sup>2</sup> Due to regulatory mechanisms, SCE's realized and unrealized gains and losses are recorded as regulatory assets and liabilities.
- <sup>3</sup> Amounts reported in "Competitive power generation" revenue on Edison International's consolidated statements of income were \$64 million and \$125 million for the years ended December 31, 2009 and 2008, respectively. The remainder of the unrealized gains relate to SCE. See (2) above.

### *Nuclear Decommissioning Trusts*

SCE is collecting in rates amounts for the future costs of removal of its nuclear assets, and has placed those amounts in independent trusts. Funds collected, together with accumulated earnings, will be utilized solely for decommissioning. The CPUC has set certain restrictions related to the investments of these trusts.

The following table sets forth amortized cost and fair value of the trust investments:

(in millions)		December 31,			
		2009		2008	
		Amortized Cost	Fair Value	Amortized Cost	Fair Value
Stocks	–	\$ 822	\$ 839	\$ 1,772	\$ 1,308
Municipal bonds	2010 – 2047	545	561	634	629
Corporate bonds	2010 – 2044	309	214	393	260
U.S. government and agency securities	2010 – 2039	287	268	308	304
Short-term investments and receivables/payables	2010	33	24	33	23
Total		\$ 1,996	\$ 1,906	\$ 3,140	\$ 2,524

Note: Maturity dates as of December 31, 2009.

Trust fund earnings (based on specific identification) increase the trust fund balance and the ARO regulatory liability. Realized gains were \$242 million, \$201 million and \$85 million in 2009, 2008 and 2007, respectively. Realized losses were \$147 million, \$155 million and less than a million for 2009, 2008 and 2007, respectively. Proceeds from sales of securities (which are reinvested) were \$2.2 billion, \$3.1 billion and \$3.7 billion for 2009, 2008 and 2007, respectively. Unrealized holding gains, net of losses, were \$1.1 billion and \$618 million at December 31, 2009 and 2008, respectively. Approximately 92% of the cumulative trust fund contributions were tax-deductible.

The following table sets forth a summary of changes in the fair value of the trust for the year ended December 31, 2009:

<b>(in millions)</b>	<b>2009</b>
Balance at beginning of period	\$ 2,524
Realized gains – net	95
Unrealized gains – net	526
Other-than-temporary impairments	(111)
Interest, dividends, contributions and other	106
Balance at end of period	\$ 3,140

Due to regulatory mechanisms, earnings and realized gains and losses (including other-than-temporary impairments) have no impact on operating revenue or earnings.

Nuclear decommissioning costs are recovered in utility rates. These costs are expected to be funded from independent decommissioning trusts, which currently receive contributions of approximately \$46 million per year. Contributions to the decommissioning trusts are reviewed every three years by the CPUC. These contributions are determined based on an analysis of the liquidation value of the trusts, long-term forecasts of cost escalation, the estimate and timing of decommissioning costs, and after-tax return on trust investments. Favorable or unfavorable investment performance during the intervening period will not change the amount of contributions for that period. However, trust performance for the three years leading up to a CPUC review proceeding will provide input into future contributions. On April 3, 2009, SCE submitted its triennial nuclear decommissioning application, requesting that its trust fund contributions increase to approximately \$64.5 million per year, beginning on January 1, 2011. The CPUC has set certain restrictions related to the investments of these trusts. If additional funds are needed for decommissioning, it is probable that the additional funds will be recoverable through customer rates.

### ***Long-term Debt***

The carrying amounts and fair values of long-term debt are:

<b>(in millions)</b>	<b>December 31,</b>			
	<b>2009</b>		<b>2008</b>	
	<b>Carrying Amount</b>	<b>Fair Value</b>	<b>Carrying Amount</b>	<b>Fair Value</b>
Long-term debt, including current portion	\$ 10,814	\$ 10,452	\$ 11,124	\$ 10,812

Fair values of long-term debt are based on third-party evaluated prices that reflect significant observable market information such as reported trades, actual trade information of similar securities, benchmark yields, broker/dealer quotes of new issue prices and relevant credit information.

**Note 11. Regulatory Assets and Liabilities**

Included in SCE's regulatory assets and liabilities are regulatory balancing accounts. Sales balancing accounts accumulate differences between recorded electric utility revenue and revenue SCE is authorized to collect through rates. Cost balancing accounts accumulate differences between recorded costs and costs SCE is authorized to recover through rates. Under-collections are recorded as regulatory balancing account assets. Over-collections are recorded as regulatory balancing account liabilities. SCE's regulatory balancing accounts accumulate balances until they are refunded to or received from SCE's customers through authorized rate adjustments. Primarily all of SCE's balancing accounts can be classified as one of the following types: generation-revenue related, distribution-revenue related, generation-cost related, distribution-cost related, transmission-cost related or public purpose and other cost related.

Balancing account under-collections and over-collections accrue interest based on a three-month commercial paper rate published by the Federal Reserve. Income tax effects on all balancing account changes are deferred.

Amounts included in regulatory assets and liabilities are generally recorded with corresponding offsets to the applicable income statement accounts.

Regulatory assets included on the consolidated balance sheets are:

(in millions)	December 31,	
	2009	2008
<b>Current:</b>		
Regulatory balancing accounts	\$ 94	\$ 455
Energy derivatives	25	138
Other	1	12
	<u>\$ 120</u>	<u>\$ 605</u>
<b>Long-term:</b>		
Regulatory balancing accounts	\$ 43	\$ 29
Deferred income taxes – net	1,561	1,337
ARO	—	224
Unamortized nuclear investment – net	340	375
Nuclear-related ARO investment – net	258	278
Unamortized coal plant investment – net	73	79
Unamortized loss on reacquired debt	287	309
Pensions and other postretirement benefits	1,014	1,882
Energy derivatives	357	723
Environmental remediation	36	40
Other	170	138
	<u>\$ 4,139</u>	<u>\$ 5,414</u>
<b>Total Regulatory Assets</b>	<b>\$ 4,259</b>	<b>\$ 6,019</b>

SCE's regulatory asset related to energy derivatives is primarily an offset to unrealized losses on recorded derivatives. Based on current regulatory ratemaking and income tax laws, SCE expects to recover its net regulatory assets related to income taxes over the life of the assets that give rise to the accumulated deferred income taxes. SCE's regulatory asset related to the ARO represents timing differences between the recognition of AROs in accordance with generally accepted accounting principles and the amounts recognized for rate-making purposes. SCE's nuclear-related regulatory assets related to San Onofre are expected to be recovered by 2022. SCE's nuclear-related regulatory assets related to Palo Verde are expected to be recovered by 2027. SCE's net regulatory asset related to its unamortized coal plant investment is being recovered through June 2016. Although SCE's unamortized nuclear and coal plant investments are classified as regulatory assets on the consolidated balance sheets, they continue to be a component of rate base and earned an 8.75% return in both 2009 and 2008. SCE's net regulatory asset related to its unamortized loss on reacquired debt will be recovered over the remaining original amortization period of the reacquired debt over periods ranging from one year to 29 years. SCE's regulatory asset related to pensions and other post-retirement plans represents the recoverable portion of the additional amounts recorded in accordance with authoritative guidance on accounting for pensions and post-retirement plans (see "Pension Plans and Postretirement Benefits Other Than Pensions" discussion in Note 5). This amount will be recovered through rates charged to customers. SCE's regulatory asset related to environmental remediation represents the portion of SCE's environmental liability recognized at the end of the period in excess of the amount that has been recovered through rates charged to customers. This amount will be recovered in future rates as expenditures are made.

**Regulatory Liabilities**

Regulatory liabilities included on the consolidated balance sheets are:

(in millions)	December 31,	
	2009	2008
Current:		
Regulatory balancing accounts	\$ 363	\$ 1,068
Other	4	43
	<u>\$ 367</u>	<u>\$ 1,111</u>
Long-term:		
Regulatory balancing accounts	\$ 642	\$ 43
ARO	171	—
Costs of removal	2,515	2,368
Employee benefit plans	—	70
	<u>\$ 3,328</u>	<u>\$ 2,481</u>
<b>Total Regulatory Liabilities</b>	<b>\$ 3,695</b>	<b>\$ 3,592</b>

SCE's regulatory liability related to the ARO represents timing differences between the recognition of AROs in accordance with generally accepted accounting principles and the amounts recognized for rate-making purposes. SCE's regulatory liabilities related to costs of removal represent operating revenue collected for asset removal costs that SCE expects to incur in the future. SCE's regulatory liabilities related to employee benefit plan expenses represent pension costs recovered through rates charged to customers in excess of the amounts recognized as expense or the difference between these costs calculated in accordance with rate-making methods and these costs calculated in accordance with authoritative guidance on employers accounting for pensions, and PBOP costs recovered through rates charged to customers in excess of the amounts recognized as expense. These balances will be returned to ratepayers in some future rate-making proceeding, be charged against expense to the extent that future expenses exceed amounts recoverable through the rate-making process, or be applied as otherwise directed by the CPUC.

**Note 12. Other Income and Expenses**

Other income and expenses are as follows:

(in millions)	Years ended December 31,		
	2009	2008	2007
Equity AFUDC	\$ 116	\$ 54	\$ 46
Increase in cash surrender value of life insurance policies	23	24	23
Energy settlement	9	3	4
Other	12	20	16
<b>Total utility other income</b>	<b>\$ 160</b>	<b>\$ 101</b>	<b>\$ 89</b>
Competitive power generation other income	11	12	6
<b>Total other income</b>	<b>\$ 171</b>	<b>\$ 113</b>	<b>\$ 95</b>
Various penalties	\$ —	\$ 59	\$ 5
Civic, political and related activities and donations	28	34	25
Other	21	30	15
<b>Total utility other expenses</b>	<b>\$ 49</b>	<b>\$ 123</b>	<b>\$ 45</b>
Competitive power generation other expenses	8	2	—
<b>Total other expenses</b>	<b>\$ 57</b>	<b>\$ 125</b>	<b>\$ 45</b>

**Note 13. Jointly Owned Utility Projects**

SCE owns interests in several generating stations and transmission systems for which each participant provides its own financing. SCE's proportionate share of expenses for each project is included on the consolidated statements of income.

The following is SCE's investment in each project as of December 31, 2009:

(in millions)	Investment in Facility	Accumulated Depreciation and Amortization	Ownership Interest
Transmission systems:			
Eldorado	\$ 73	\$ 13	60%
Pacific Intertie	182	62	50
Generating stations:			
Four Corners Units 4 and 5 (coal)	580	477	48
Mohave (coal)	351	303	56
Palo Verde (nuclear)	1,858	1,527	16
San Onofre (nuclear)	5,131	4,075	78
<b>Total</b>	<b>\$ 8,175</b>	<b>\$ 6,457</b>	

All of Mohave and a portion of San Onofre and Palo Verde are included in regulatory assets on the consolidated balance sheets. See Note 11. Mohave ceased operations on December 31, 2014.

2005. In December 2006, SCE acquired the City of Anaheim's approximately 3% ownership interest of San Onofre Units 2 and 3.

#### **Note 14. Variable Interest Entities**

As of December 31, 2009, the FASB authoritative guidance defines a variable interest entity as a legal entity whose equity owners do not have sufficient equity at risk or a controlling financial interest in the entity. This guidance identifies the primary beneficiary as the variable interest holder that absorbs a majority of expected losses; if no variable interest holder meets this criterion, then it is the variable interest holder that receives a majority of the expected residual returns. The primary beneficiary is required to consolidate the variable interest entity unless specific exceptions or exclusions are met. Edison International uses variable interest entities to conduct its business as described below.

##### *Description of Use of Variable Interest Entities*

EME is a holding company which operates primarily through its subsidiaries and affiliates which are engaged in the business of developing, acquiring, owning or leasing, operating and selling energy and capacity from independent power production facilities. EME's subsidiaries or affiliates have typically been formed to own all or some of the interests in one or more power plants and ancillary facilities, with each plant or group of related plants being individually referred to by EME as a project.

EME's subsidiaries and affiliates have financed the development and construction or acquisition of its projects by capital contributions from EME and the incurrence of debt or lease obligations by its subsidiaries and affiliates owning the operating facilities. These project level debt or lease obligations are generally structured as non-recourse to EME, with several exceptions, including EME's guarantee of the Powerton and Joliet leases as part of a refinancing of indebtedness incurred by its project subsidiary to purchase the Midwest Generation plants. As a result, these project level debt or lease obligations have structural priority with respect to revenues, cash flows and assets of the project companies over debt obligations incurred by EME as a holding company. Distributions to EME from projects are generally only available after all current debt service or lease obligations at the project level have been paid and are further restricted by contractual restrictions on distributions included in the documentation evidencing the project level debt obligations. Assets of EME's subsidiaries are not available to satisfy EME's obligations or the obligations of any of its other subsidiaries. However, unrestricted cash or other assets that are available for distribution may, subject to applicable law and the terms of financing arrangements of the parties, be advanced, loaned, paid as dividends or otherwise distributed or contributed to EME or to its subsidiary holding companies.

In seeking to find and invest in new wind projects, EME has entered into joint development agreements with third-party development companies that provide for funding by an EME subsidiary of development costs including through loans (referred to as development loans) and joint decision-making on key contractual agreements such as power purchase contracts, site agreements and permits. Joint development agreements and development loans may be for a specific project or a group of identified and future projects and generally grant EME the exclusive right to acquire related projects. In addition to joint development agreements,

EME may purchase wind projects from third-party developers in various stages of development, construction or operation.

In general, EME funds development costs under joint development agreements through development loans which are secured by project specific assets. A project's development loans are repaid upon the completion of the project. If the project is purchased by EME, repayment is made from proceeds received from EME in connection with the purchase. In the event EME declines to purchase a project, repayment is to be made from proceeds received from the sale of the project to third parties or from other sources as available.

Edison Capital, through its subsidiaries, has invested in real estate projects. These projects consist primarily of multi-family residential properties located throughout the United States that provide affordable housing for low and moderate income households. These real estate investments qualify for various tax credits, including state and federal low-income housing tax credits, and the federal historic tax credit. With a few exceptions, the projects are managed and operated by unrelated parties and project debt is non-recourse to Edison Capital. The general partner in these entities is generally the primary beneficiary based on absorbing the majority of expected losses.

### *Categories of Variable Interest Entities*

#### *Projects or Entities that are Consolidated*

EME has purchased a majority interest in a number of wind projects under joint development agreements with third-party developers. At December 31, 2009 and 2008, EME had majority interests in 15 wind projects with a total generating capacity of 700 MW and 630 MW, respectively, that have minority interests held by others. The projects are located in Iowa, Minnesota, New Mexico, Nebraska and Texas. Minority interest holders have key rights over matters such as incurrence of debt and sale of the project, and in certain cases, receive a higher allocation of income and losses after a minimum return is earned by EME. In determining that EME was the primary beneficiary, a key factor was the conclusion that the power sales agreements did not constitute a variable interest since the agreements are operating leases and do not absorb expected losses. Based on the allocation of income and losses, EME expects to earn a majority of the expected gains or absorb the majority of the expected losses from these entities and, therefore, determined that it is the primary beneficiary.

SCE has variable interests in contracts with certain QFs that contain variable contract pricing provisions based on the price of natural gas. Four of these contracts are with entities that are partnerships owned in part by a related party, EME. The QFs sell electricity to SCE and steam to nonrelated parties. SCE has determined that it is the primary beneficiary of these four variable interest entities and therefore consolidates these projects.

In determining that SCE was the primary beneficiary, SCE considered the term of the contract, percentage of plant capacity, pricing, and other variable interests. SCE performed a quantitative assessment which included the analysis of the expected losses and expected residual returns of the entity by using the various estimated projected cash flow scenarios associated with the assets and activities of that entity. The quantitative analysis provided

sufficient evidence to determine that SCE was the primary beneficiary absorbing a majority of the entity's expected losses, receiving a majority of the entity's expected residual returns, or both.

<b>Project</b>	<b>Capacity</b>	<b>Termination Date <sup>1</sup></b>	<b>EME Ownership</b>
Kern River	300 MW	June 2011	50%
Midway-Sunset	225 MW	May 2009	50%
Sycamore	300 MW	December 2007	50%
Watson	385 MW	December 2007	49%

<sup>1</sup> As mandated by the CPUC, Midway-Sunset, Sycamore Cogeneration and Watson sell electricity to SCE under an extension of their prior power purchase agreements, with revised pricing. On September 28, 2009, Midway-Sunset entered into a power purchase agreement with PG&E, that expires in 2016, for which CPUC approval is pending. Sycamore Cogeneration entered into a new steam supply agreement with Chevron North America Exploration and Production Company that expires in 2013.

The following table presents summarized financial information of the SCE QFs and EME wind projects that were consolidated at December 31, 2009 and 2008:

<b>(in millions)</b>	<b>December 31,</b>	
	<b>2009</b>	<b>2008</b>
Current assets	\$ 247	\$ 206
Competitive power generation and other property	1,197	1,239
Other long-term assets	6	3
Total assets	\$ 1,450	\$ 1,448
Current liabilities	\$ 80	\$ 92
Asset retirement obligation	17	15
Long-term obligations net of current maturities	20	25
Deferred revenues	58	15
Other long-term liabilities	21	18
Total liabilities	\$ 196	\$ 165
Noncontrolling interests <sup>1</sup>	\$ 250	\$ 268

<sup>1</sup> The noncontrolling interests related to SCE's VIEs take into consideration EME's ownership in the Big 4 projects.

Assets serving as collateral for the debt obligations related to the wind projects had a carrying value of \$81 million and \$85 million at December 31, 2009 and 2008, respectively, and primarily consist of property, plant and equipment. The consolidated statements of income and cash flow for the years ended December 31, 2009 and 2008 includes \$12 million and \$4 million of pre-tax loss, respectively, and \$37 million and \$30 million of operating cash flow, respectively, related to variable interest entities that are consolidated.

SCE's VIE projects do not have any third party debt outstanding. SCE has no investment in, nor obligation to provide support to, these entities other than its requirement to make

contract payments. Any profit or loss generated by these entities will not affect SCE's income statement. Any liabilities of these projects are nonrecourse to SCE.

#### *Projects that are not Consolidated*

EME has a number of investments in power projects that are accounted for under the equity method. Under the equity method, the project assets and related liabilities are not consolidated on EME's consolidated balance sheet. Rather, EME's financial statements reflect its investment in each entity and it records only its proportionate ownership share of net income or loss.

EME owns a number of domestic energy projects through partnerships in which it has a 50% or less ownership interest. Entities formed to own these projects are generally structured with a management committee in which EME exercises significant influence but cannot exercise unilateral control over the operating, funding or construction activities of the project entity. Two of these projects have long-term debt that is secured by a pledge of the assets of the project entity, but do not provide for any recourse to EME. Accordingly, a default on a long-term financing of a project could result in foreclosure on the assets of the project entity resulting in a loss of some or all of EME's project investment, but would not require EME to contribute additional capital. At December 31, 2009, entities which EME has accounted for under the equity method had indebtedness of \$245 million, of which \$104 million is proportionate to EME's ownership interest in these projects. At December 31, 2008, entities which EME has accounted for under the equity method had indebtedness of \$294 million, of which \$128 million is proportionate to EME's ownership interest in these projects.

Edison Capital has a number of investments in real estate projects that are accounted for under the equity method. Under the equity method, the project assets and related liabilities are not consolidated in Edison Capital's consolidated balance sheet. Rather, Edison Capital's financial statements reflect its investment in each entity and it records only its proportionate ownership share of net income or loss.

Edison Capital's maximum exposure to loss from affordable housing investments in this category is generally limited to its net investment balance of \$3 million and recapture of tax credits (estimated at \$31 million as of December 31, 2009).

#### *Entities with Unavailable Financial Information*

SCE also has seven other contracts with QFs that contain variable pricing provisions based on the price of natural gas and are potential VIEs. SCE might be considered to be the consolidating entity under this standard and continues to attempt to obtain information for these projects in order to determine whether the projects should be consolidated. These entities are not legally obligated to provide financial information to SCE and have declined to do so. Because these potential VIEs were created prior to December 31, 2003, SCE is not required to apply this accounting guidance to these entities as long as SCE continues to be unable to obtain this information. The aggregate capacity dedicated to SCE for these projects was 263 MW at both December 31, 2009 and 2008. The amount that SCE paid to these projects was \$129 million, \$203 million and \$180 million for 2009, 2008 and 2007, respectively. These amounts are recoverable in utility customer rates. SCE has no exposure to loss as a result of its involvement with these projects.

**Note 15. Preferred and Preference Stock of Utility Not Subject to Mandatory Redemption**

SCE's authorized shares are: \$100 cumulative preferred – 12 million shares, \$25 cumulative preferred – 24 million shares and preference with no par value – 50 million shares. There are no dividends in arrears for the preferred stock or preference shares. Shares of SCE's preferred stock have liquidation and dividend preferences over shares of SCE's common stock and preference stock. All cumulative preferred stock is redeemable. When preferred shares are redeemed, the premiums paid, if any, are charged to common equity. No preferred stock not subject to mandatory redemption was issued or redeemed in the years ended December 31, 2009 and 2008. In January 2008, SCE repurchased 350,000 shares of 4.08% cumulative preferred stock at a price of \$19.50 per share. There is no sinking fund requirement for redemptions or repurchases of preferred stock.

Shares of SCE's preference stock rank junior to all of the preferred stock and senior to all common stock. Shares of SCE's preference stock are not convertible into shares of any other class or series of SCE's capital stock or any other security. The preference shares are noncumulative and have a \$100 liquidation value. There is no sinking fund for the redemption or repurchase of the preference shares.

SCE's preferred and preference stock not subject to mandatory redemption is:

(in millions, except per-share amounts)	Shares Outstanding	Redemption Price	December 31,	
			2009	2008
Cumulative preferred stock				
\$25 par value:				
4.08% Series	650,000	\$ 25.50	\$ 16	\$ 16
4.24% Series	1,200,000	\$ 25.80	30	30
4.32% Series	1,653,429	\$ 28.75	41	41
4.78% Series	1,296,769	\$ 25.80	33	33
Preference stock				
No par value:				
5.349% Series A	4,000,000	\$ 100.00	400	400
6.125% Series B	2,000,000	\$ 100.00	200	200
6.00% Series C	2,000,000	\$ 100.00	200	200
			920	920
Less issuance costs			(13)	(13)
Total			\$ 907	\$ 907

The Series A preference stock, issued in 2005, may not be redeemed prior to April 30, 2010. After April 30, 2010, SCE may, at its option, redeem the shares in whole or in part and the dividend rate may be adjusted. The Series B preference stock, issued in 2005, may not be redeemed prior to September 30, 2010. After September 30, 2010, SCE may, at its option, redeem the shares in whole or in part. The Series C preference stock, issued in 2006, may not be redeemed prior to January 31, 2011. After January 31, 2011, SCE may, at its option, redeem the shares in whole or in part. No preference stock not subject to mandatory redemption was redeemed in the last three years.

At December 31, 2009 accrued dividends related to SCE's preferred and preference stock not subject to mandatory redemption were \$13 million.

**Note 16. Business Segments**

Edison International's reportable business segments include its electric utility operation segment (SCE), a competitive power generation segment (EME), and a financial services and other segment (Edison Capital and other EMG subsidiaries). Edison International evaluates performance based on net income attributable to common shareholders.

SCE is a rate-regulated electric utility that supplies electric energy to a 50,000 square-mile area of central, coastal and Southern California. SCE also produces electricity. EME is engaged in the business of developing, acquiring, owning or leasing, operating and selling energy and capacity from electric power generation facilities. EME also conducts hedging and energy trading activities in power markets open to competition. Edison Capital is a provider of financial services with investments worldwide.

The significant accounting policies of the segments are the same as those described in Note 1.

In the past three fiscal years, EME's merchant plants sold electric power generally into the PJM market by participating in PJM's capacity and energy markets or by selling capacity and energy on a bilateral basis. Sales into PJM accounted for approximately 48%, 50% and 51% of EME's consolidated operating revenues for the years ended December 31, 2009, 2008 and 2007, respectively. For the years ended December 31, 2009 and 2008, a second customer, Constellation Energy Commodities Group, Inc. accounted for 16% and 10%, respectively, of EME's consolidated operating revenues. Sales to Constellation are primarily generated from EME's merchant plants and largely consist of energy sales under forward contracts. In 2008 and 2007, EME also derived a significant source of its revenues from the sale of energy, capacity and ancillary services generated at the Illinois Plants to Commonwealth Edison under load requirements services contracts. These contracts had all expired by May 2009. Sales under these contracts accounted for 12% and 19% of EME's consolidated operating revenues for the years ended December 31, 2008 and 2007, respectively.

**Reportable Segments Information**

The following is information (including the elimination of intercompany transactions) related to Edison International's reportable segments:

(in millions)	Competitive		Financial	Parent and	Edison
	Electric Utility	Power Generation	Services and Other <sup>1</sup>	Other <sup>2</sup>	International
<b>Year ended December 31, 2009</b>					
Operating revenue	\$ 9,965	\$ 2,377	\$ 22	\$ (3)	\$ 12,361
Depreciation, decommissioning and amortization	1,178	236	3	1	1,418
Interest and dividend income	11	19	11	(9)	32
Equity in income (loss) from partnerships and unconsolidated subsidiaries – net	—	100	(11)	(47)	42
Interest expense – net of amounts capitalized	420	296	10	6	732
Income tax expense (benefit) – continuing operations	249	10	(294)	(63)	(98)
Income (loss) from continuing operations	1,371	207	(598)	(28)	952
Net income (loss) attributable to common shareholders	1,226	203	(598)	18	849
Total assets	32,474	8,521	1,022	(573)	41,444
Capital expenditures	2,999	283	—	—	3,282
<b>Year ended December 31, 2008</b>					
Operating revenue	\$ 11,248	\$ 2,811	\$ 54	\$ (1)	\$ 14,112
Depreciation, decommissioning and amortization	1,114	194	4	1	1,313
Interest and dividend income	22	36	12	(8)	62
Equity in income (loss) from partnerships and unconsolidated subsidiaries – net	—	122	(3)	(88)	31
Interest expense – net of amounts capitalized	407	279	9	5	700
Income tax expense (benefit) – continuing operations	342	243	29	(18)	596
Income (loss) from continuing operations	904	500	60	(116)	1,348
Net income (loss) attributable to common shareholders	683	501	60	(29)	1,215
Total assets	32,568	9,016	3,089	(58)	44,615
Capital expenditures	2,267	552	5	—	2,824

(in millions)	Year ended December 31, 2007				
Operating revenue	\$ 10,233	\$ 2,580	\$ 56	\$ (1)	\$ 12,868
Depreciation, decommissioning and amortization	1,011	162	9	(1)	1,181
Interest and dividend income	44	98	16	(4)	154
Equity in income from partnerships and unconsolidated subsidiaries – net	—	200	28	(149)	79
Interest expense – net of amounts capitalized	429	313	10	—	752
Income tax expense (benefit) – continuing operations	337	173	(2)	(16)	492
Income (loss) from continuing operations	1,063	341	70	(167)	1,307
Net income (loss) attributable to common shareholders	707	340	70	(19)	1,098
Total assets	27,477	7,263	3,008	(225)	37,523
Capital expenditures	2,286	540	—	—	2,826

<sup>1</sup> Includes amounts from EMG subsidiaries that are not significant as a reportable segment.

<sup>2</sup> Includes amounts from Edison International (parent), other Edison International subsidiaries that are not significant as a reportable segment, as well as intercompany eliminations.

The net income (loss) attributable to common shareholders reported for competitive power generation includes earnings from discontinued operations of \$(7) million for 2009, less than one million for 2008 and \$(2) million for 2007.

### Geographic Information

Edison International's foreign and domestic revenue and assets information is:

(in millions)	Years ended December 31,		
	2009	2008	2007
Revenue			
United States	\$ 12,351	\$ 14,067	\$ 12,816
International	10	45	52
Total	\$ 12,361	\$ 14,112	\$ 12,868

(in millions)	December 31,	
	2009	2008
Assets		
United States	\$ 41,424	\$ 42,274
International	20	2,341
Total	\$ 41,444	\$ 44,615

### Note 17. Acquisitions

In October 2009, EME completed a transaction with Cedro Hill Wind, LLC to acquire 100% of the membership interests and ownership rights in the Cedro Hill wind project, a 150 MW wind development project in Texas which has a 20-year power purchase agreement with the



City of San Antonio. To construct this project, EME plans to install 100 turbines (150 MW) to be purchased under its turbine supply agreement with General Electric Company. This project started construction in October 2009 and is scheduled for completion during the fourth quarter of 2010. The fair value of the Cedro Hill wind project was allocated to property, plant and equipment on EME's consolidated balance sheet. The impact of the Cedro Hill wind project acquisition on EME's consolidated financial statements was not material. EME plans to obtain project financing for this project prior to completion of construction.

#### Note 18. Investments in Leveraged Leases, Partnerships and Unconsolidated Subsidiaries

##### *Leveraged Leases*

Edison Capital is a lessor in power and affordable housing projects with terms of 25 to 30 years. Pursuant to an agreement with the Internal Revenue Service, Edison Capital terminated its interests in cross-border leases during the first half of 2009 (see "Global Settlement" in Note 4 for further discussion). The net proceeds and loss, before income tax, from termination of the cross-border leases were \$1.385 billion and \$920 million, respectively. The after-tax loss on termination of the cross-border leases, as well as the federal and state income tax impact of the Global Settlement, was \$614 million. In addition, Edison Capital sold its interest in another leverage lease transaction, Midland Cogeneration Ventures, during the second quarter of 2009 and recorded a pre-tax gain on sale of \$33 million, \$20 million after tax.

Each of Edison Capital's leveraged lease transactions was completed and accounted for in accordance with authoritative guidance on accounting for leases. All operating, maintenance, insurance and decommissioning costs are the responsibility of the lessees. The acquisition costs of these facilities were \$609 million and \$6.5 billion at December 31, 2009 and 2008, respectively. The equity investment in these facilities is generally 20% of the cost to acquire the facilities. The balance of the acquisition costs was funded by nonrecourse debt (\$454 million as of December 31, 2009) secured by first liens on the leased property. The lenders do not have recourse to Edison Capital in the event of loan default.

The net income from leveraged leases is:

(in millions)	Years ended December 31,		
	2009	2008	2007
Income from leveraged leases	\$ 14	\$ 51	\$ 50
Tax effect of pre-tax income:			
Current	16	11	26
Deferred	(19)	(30)	(43)
Total tax (expense) benefit	(3)	(19)	(17)
Net income from leveraged leases	\$ 11	\$ 32	\$ 33

The net investment in leveraged leases (including current portion) is:

(in millions)	December 31,	
	2009	2008
Rental receivables – net	\$ 200	\$ 3,259
Estimated residual value	21	42
Unearned income	(42)	(802)
Investments in leveraged leases	\$ 179	\$ 2,499
Deferred income taxes	(193)	(2,313)
Net investments in leveraged leases	\$ (14)	\$ 186

Rental receivables are net of principal and interest on nonrecourse debt and credit reserves. Credit reserves were \$5 million and \$6 million at December 31, 2009 and 2008, respectively. The current portion of rentals receivable was \$19 million and \$32 million at December 31, 2009 and 2008, respectively.

First Energy exercised an early buyout right under the terms of an existing lease agreement with Edison Capital related to Unit No. 2 of the Beaver Valley Nuclear Power Plant. The termination date of the lease under the early buyout option was June 1, 2008. Proceeds from the sale were \$72 million. Edison Capital recorded a pre-tax gain of \$41 million (\$23 million after tax) during the second quarter of 2008 which is reflected in "Lease terminations and other" on Edison International's consolidated statements of income.

### *Partnerships and Unconsolidated Subsidiaries*

Edison International's competitive power generation subsidiaries have equity interests primarily in energy projects, oil and gas and real estate investment partnerships.

The difference between the carrying value of these equity investments and the underlying equity in the net assets amounted to \$12 million at December 31, 2009. The difference is being amortized over the life of the energy projects.

Summarized financial information of these investments is:

(in millions)	Years ended December 31,		
	2009	2008	2007
Revenue	\$ 581	\$ 557	\$ 581
Expenses	506	534	552
Net income	\$ 75	\$ 23	\$ 29

(in millions)	December 31,	
	2009	2008
Current assets	\$ 326	\$ 313
Other assets	2,344	2,508
<b>Total assets</b>	<b>\$ 2,670</b>	<b>\$ 2,821</b>
Current liabilities	\$ 188	\$ 255
Other liabilities	1,668	1,667
Equity	814	899
<b>Total liabilities and equity</b>	<b>\$ 2,670</b>	<b>\$ 2,821</b>

The majority of noncurrent liabilities are comprised of project financing arrangements that are non-recourse to EME.

The undistributed earnings of equity method investments were \$30 million in 2009 and \$2 million in 2008.

#### Note 19. Quarterly Financial Data (Unaudited)

(in millions, except per-share amounts)	2009				
	Total	Fourth	Third	Second	First
Operating revenue	\$ 12,361	\$ 3,050	\$ 3,664	\$ 2,834	\$ 2,812
Operating income (loss)	1,398	439	768	(364)	553
Income from continuing operations	952	227	444	14	266
Income (loss) from discontinued operations – net	(7)	(1)	(1)	(7)	3
Net income (loss) attributable to common shareholders	849	212	403	(16)	250
Basic earnings (loss) per share:					
Continuing operations	2.61	0.65	1.23	(0.03)	0.75
Discontinued operations	(0.02)	—	—	(0.02)	0.01
Total	2.59	0.65	1.23	(0.05)	0.76
Diluted earnings (loss) per share:					
Continuing operations	2.60	0.65	1.22	(0.03)	0.75
Discontinued operations	(0.02)	—	—	(0.02)	0.01
Total	2.58	0.65	1.22	(0.05)	0.76
Dividends declared per share	1.245	0.315	0.310	0.310	0.310
Common stock prices:					
High	36.72	36.72	35.20	32.52	34.17
Low	23.09	31.42	29.71	27.50	23.09
Close	34.78	34.78	33.58	31.46	28.81

(in millions, except per-share amounts)	2008				
	Total	Fourth	Third	Second	First
Operating revenue	\$ 14,112	\$ 3,228	\$ 4,294	\$ 3,477	\$ 3,113
Operating income	2,563	466	965	506	628
Income from continuing operations	1,348	235	493	298	325
Income (loss) from discontinued operations – net	—	—	6	(1)	(5)
Net income attributable to common shareholders	1,215	217	439	261	299
Basic earnings (loss) per share:					
Continuing operations	3.69	0.66	1.31	0.79	0.92
Discontinued operations	—	—	0.02	—	(0.01)
Total	3.69	0.66	1.33	0.79	0.91
Diluted earnings (loss) per share:					
Continuing operations	3.68	0.66	1.31	0.79	0.92
Discontinued operations	—	—	0.02	—	(0.01)
Total	3.68	0.66	1.33	0.79	0.91
Dividends declared per share	1.225	0.310	0.305	0.305	0.305
Common stock prices:					
High	55.70	40.94	52.35	54.17	55.70
Low	26.73	26.73	37.86	49.14	46.81
Close	32.12	32.12	39.90	51.38	49.02

Due to the seasonal nature of Edison International's business, a significant amount of revenue and earnings are recorded in the third quarter of each year. As a result of rounding, the total of the four quarters does not always equal the amount for the year. In 2009, Edison International recorded a charge of \$254 million, after tax, related to the Global Settlement.

**ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE**

None.

**ITEM 9A. CONTROLS AND PROCEDURES****Disclosure Controls and Procedures**

Edison International's management, under the supervision and with the participation of the company's Chief Executive Officer and Chief Financial Officer, has evaluated the effectiveness of Edison International's disclosure controls and procedures (as that term is defined in Rule 13a-15(e) or 15d-15(e) under the Exchange Act) as of the end of the period covered by this report. Based on that evaluation, the Chief Executive Officer and Chief Financial Officer have concluded that, as of the end of the period, Edison International's disclosure controls and procedures are effective.

**Management's Report on Internal Control Over Financial Reporting**

Edison International's management is responsible for establishing and maintaining adequate internal controls over financial reporting (as that term is defined in Rule 13a-15(f) and Rule 15(d)-15f under the Exchange Act) for Edison International. Under the supervision and with the participation of its Chief Executive Officer and Chief Financial Officer, Edison International's management conducted an evaluation of the effectiveness of Edison International's internal controls over financial reporting based on the framework set forth in *Internal Control—Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). Based on its evaluation under the COSO framework, Edison International's management concluded that Edison International's internal controls over financial reporting were effective as of December 31, 2009. Edison International's internal controls over financial reporting as of December 31, 2009 have been audited by PricewaterhouseCoopers LLP, an independent registered public accounting firm, as stated in their report on the financial statements in Edison International's Annual Report, which is incorporated herein by this reference.

**Changes in Internal Control Over Financial Reporting**

There were no changes in Edison International's internal controls over financial reporting (as that term is defined in Rules 13(a)-15(f) or 15(d)-15(f) under the Exchange Act) during the period to which this report relates that have materially affected, or are reasonably likely to materially affect, Edison International's internal controls over financial reporting.

**Variable Interest Entities**

Edison International consolidates four variable interest entities under authoritative accounting guidance issued by the FASB, but does not control the operating activities of these entities or have the ability to dictate or modify the controls of these entities. Accordingly, the scope of evaluation of internal control over financial reporting does not include an evaluation of

internal control over financial reporting for these variable interest entities. A summary of the key sub-totals of these entities is set forth in the following table (in millions):

	<b>2009</b>
<b>At December 31,</b>	
Total Assets	\$ 398
<b>For the year ended December 31,</b>	
Revenue	\$ 219
Operating Expenses	\$ 125
Net Income attributable to Edison International	
Common Stockholders	\$ 47

Accordingly, the conclusion regarding the effectiveness of internal control over financial reporting does not extend to the internal controls of such variable interest entities.

There were no changes in Edison International's internal controls over financial reporting during the period to which this report relates that have materially affected, or are reasonably likely to materially affect, Edison International's internal controls over financial reporting.

#### **ITEM 9B. OTHER INFORMATION**

None.

### **PART III**

#### **ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE**

Information concerning executive officers of Edison International is set forth in Part I in accordance with General Instruction G(3), pursuant to Instruction 3 to Item 401(b) of Regulation S-K. Other information responding to Item 10 will appear in Edison International's definitive Proxy Statement to be filed with the SEC in connection with Edison International's Annual Shareholders' Meeting to be held on April 22, 2010, under the headings "Item 1: Election of Directors," "Board Committees," and "Corporate Governance—Q; Which Director nominees has the Board determined are independent?" and is incorporated herein by this reference.

The Edison International Ethics and Compliance Code is applicable to all Directors, officers and employees of Edison International and its majority-owned subsidiaries. The Code is available on Edison International's Internet website at [www.edisonethics.com](http://www.edisonethics.com) and is available in print without charge upon request from the Edison International Corporate Secretary. Any amendments or waivers of Code provisions for the Company's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions, will be posted on Edison International's Internet website at [www.edisonethics.com](http://www.edisonethics.com).

**ITEM 11. EXECUTIVE COMPENSATION**

Information responding to Item 11 will appear in the Proxy Statement under the headings "Compensation Discussion and Analysis," "Compensation Committee Report," "Compensation Committee Interlocks and Insider Participation," "Summary Compensation Table," "Grants of Plan-Based Awards," "Outstanding Equity Awards at Fiscal Year-End," "Option Exercises and Stock Vested," "Pension Benefits," "Non-qualified Deferred Compensation," "Potential Payments Upon Termination or Change in Control," and "Director Compensation" and is incorporated herein by this reference.

**ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS**

Information responding to Item 12 will appear in the Proxy Statement under the headings "Stock Ownership of Director Nominees and Executive Officers," and "Stock Ownership of Certain Shareholders," and is incorporated herein by this reference.

**Equity Compensation Plans**

The following table sets forth, for each of Edison International's Equity compensation plans, the number of shares of Edison International Common Stock subject to outstanding options, warrants and rights to acquire such stock, the weighted-average exercise price of those outstanding options, warrants and rights, and the number of shares remaining available for future award grants as of December 31, 2009.

Plan Category	Number of securities to be issued upon exercise of outstanding options, warrants and rights (a)	Weighted-average exercise price of outstanding options, warrants and rights (b)	Number of securities remaining for future issuance under equity compensation plans (excluding securities reflected in column (a)) (c)
Equity compensation plans approved by security holders	18,086,183 <sup>(1)</sup>	\$ 32.54	13,255,910 <sup>(2)</sup>
Equity compensation plans not approved by security holders (3)	495,703	\$ 19.05	0
<b>Total</b>	<b>18,581,886</b>	<b>\$ 32.15</b>	<b>13,255,910</b>

<sup>1</sup> This amount includes 16,871,343 shares covered by outstanding stock options, 587,431 shares that could be delivered for outstanding performance share awards, 490,808 shares covered by outstanding restricted stock unit awards, and 136,601 shares covered by outstanding deferred stock unit awards. The weighted-average exercise price of awards outstanding under equity compensation plans approved by security holders reflected in column (b) above is calculated based on the outstanding stock options under these plans as the other forms of awards outstanding have no exercise price.

<sup>2</sup> This amount is the aggregate number of shares available for new awards under the 2007 Plan as of December 31, 2009. No additional awards were granted under Edison International's prior stock-based compensation plans on or after April 26, 2007, and all future awards will be made under the 2007 Plan. The maximum number of shares of Edison International's Common Stock that may be issued or transferred pursuant to awards under the 2007 Plan is 21,500,000 shares, plus the number of any shares subject to awards issued under Edison International's prior plans and outstanding as of April 26, 2007, which expire, cancel or terminate without being exercised or shares being issued. Shares available under the 2007 Plan may generally,

subject to certain limits set forth in the plan, be used for any type of award authorized under the 2007 Plan, including stock options, restricted stock, performance shares, restricted or deferred units, and stock bonuses.

- 3 The 2000 Equity Plan is a broad-based stock option plan that did not require shareholder approval. It was adopted in May 2000 by Edison International with an original authorization of 10,000,000 shares. The Compensation and Executive Personnel Committee of the Board of Directors of Edison International is the plan administrator. Edison International nonqualified stock options were granted to employees of various Edison International companies under this plan, but no additional options may be granted on or after April 26, 2007. The exercise price was not less than the fair market value of the share of Edison International Common Stock on the date of grant and the stock options cannot be exercised more than 10 years after the date of grant.

### **ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE**

Information responding to Item 13 will appear in the Proxy Statement under the headings "Certain Relationships and Related Transactions," and "Corporate Governance—Q: How does the Board determine which Directors are considered independent?—Q: Which Director nominees has the Board determined are independent?" and "Where can I find the Company's corporate governance documents?" and is incorporated herein by this reference.

### **ITEM 14. PRINCIPAL ACCOUNTANT FEES AND SERVICES**

Information responding to Item 14 will appear in the Proxy Statement under the heading "Independent Registered Public Accounting Firm Fees," and is incorporated herein by this reference.

## **PART IV**

### **ITEM 15. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES**

#### (a)(1) Financial Statements

See Index to Consolidated Financial Statements under Item 8 of this report.

#### (a)(2) Report of Independent Registered Public Accounting Firm and Schedules Supplementing Financial Statements

The following documents may be found in this report at the indicated page numbers:

	<b>Page</b>
<a href="#">Report of Independent Registered Public Accounting Firm on Financial Statement Schedules</a>	243
Schedule I – Condensed Financial Information of Parent	245
Schedule II – Valuation and Qualifying Accounts for the	
<a href="#">Year Ended December 31, 2009</a>	247
<a href="#">Year Ended December 31, 2008</a>	248
<a href="#">Year Ended December 31, 2007</a>	249
Schedules III through V, inclusive, are omitted as not required or not applicable.	

(a)(3) Exhibits

See "Exhibit Index" beginning on page 251 of this report.

Edison International will furnish a copy of any exhibit listed in the accompanying Exhibit Index upon written request and upon payment to Edison International of its reasonable expenses of furnishing such exhibit, which shall be limited to photocopying charges and, if mailed to the requesting party, the cost of first-class postage.

**Report of Independent Registered Public Accounting Firm on  
Financial Statement Schedules**

To the Board of Directors  
of Edison International

Our audits of the consolidated financial statements and of the effectiveness of internal control over financial reporting referred to in our report dated March 1, 2010 appearing in the 2009 Annual Report to Shareholders of Edison International (which report and consolidated financial statements are incorporated by reference in this Annual Report on Form 10-K) also included an audit of the financial statement schedules listed in Item 15(a)(2) of this Form 10-K. In our opinion, these financial statement schedules present fairly, in all material respects, the information set forth therein when read in conjunction with the related consolidated financial statements.

/s/ PricewaterhouseCoopers LLP  
Los Angeles, California  
March 1, 2010

**EDISON INTERNATIONAL**  
**SCHEDULE I – CONDENSED FINANCIAL INFORMATION OF PARENT**  
**CONDENSED BALANCE SHEETS**

<b>(in millions)</b>	<b>December 31,</b>	
	<b>2009</b>	<b>2008</b>
<b>Assets:</b>		
Cash and equivalents	\$ 18	\$ 320
Other current assets	668	135
<b>Total current assets</b>	<b>686</b>	<b>455</b>
Investments in subsidiaries	10,124	9,688
Other	13	125
<b>Total assets</b>	<b>\$ 10,823</b>	<b>\$ 10,268</b>
<b>Liabilities and Shareholders' Equity:</b>		
Accounts payable	\$ 1	\$ 2
Other current liabilities	901	550
<b>Total current liabilities</b>	<b>902</b>	<b>552</b>
Long-term debt	26	24
Other deferred credits	54	175
Common stockholders' equity	9,841	9,517
<b>Total liabilities and common stockholders' equity</b>	<b>\$ 10,823</b>	<b>\$ 10,268</b>

**EDISON INTERNATIONAL****SCHEDULE I – CONDENSED FINANCIAL INFORMATION OF PARENT****CONDENSED STATEMENTS OF INCOME****For the Years Ended December 31, 2009, 2008 and 2007**

<b>(in millions, except per-share amounts)</b>	<b>2009</b>	<b>2008</b>	<b>2007</b>
Operating revenue	\$ 1	\$ 27	\$ 49
Operating expenses	50	74	83
Operating loss	(49)	(47)	(34)
Equity in earnings of subsidiaries	833	1,244	1,116
Income before income taxes	784	1,197	1,082
Income tax benefit	(65)	(18)	(16)
Net income	\$ 849	\$ 1,215	\$ 1,098
Weighted-average shares of common stock outstanding	325,811	325,811	325,811
Basic earnings per share	\$ 2.59	\$ 3.69	\$ 3.33
Diluted earnings per share	\$ 2.58	\$ 3.68	\$ 3.31

## EDISON INTERNATIONAL

## SCHEDULE I – CONDENSED FINANCIAL INFORMATION OF PARENT

## CONDENSED STATEMENTS OF CASH FLOWS

For the Years Ended December 31, 2009, 2008 and 2007

(in millions)	2009	2008	2007
Net cash provided by operating activities	\$ 267	\$ 319	\$ 353
Cash flows from financing activities:			
Proceeds from issuance of long-term debt	9	120	55
Short-term debt financing-net	(165)	250	—
Payments on long-term debt	(7)	—	(75)
Dividends paid	(404)	(397)	(378)
Capital transfer and other	(2)	(9)	(2)
Net cash used by financing activities	(569)	(36)	(400)
Cash (used) provided by investing activities:			
Maturities and sales of short-term investments	—	—	2,386
Purchase of short-term investments	—	—	(2,386)
Net cash provided by investing activities	—	—	—
Net increase (decrease) in cash and equivalents	(302)	283	(47)
Cash and equivalents, beginning of year	320	37	84
Cash and equivalents, end of year	\$ 18	\$ 320	\$ 37
Cash dividends received from consolidated subsidiaries	\$ 300	\$ 325	\$ 373

**Note 1. Basis of Presentation**

The accompanying condensed financial statements of EIX (parent) should be read in conjunction with the consolidated financial statements and notes thereto of Edison International and subsidiaries ("Registrant") included in Part II, Item 8 of this Form 10-K. EIX's (parent) significant accounting policies are consistent with those of Registrant and its wholly-owned subsidiaries, SCE and EME.

**EDISON INTERNATIONAL**  
**SCHEDULE II – VALUATION AND QUALIFYING ACCOUNTS**

**For the Year Ended December 31, 2009**

(in millions)	Balance at Beginning of Period	Additions		Deductions	Balance at End of Period
		Charged to Costs and Expenses	Charged to Other Accounts		
<b>Uncollectible accounts</b>					
Customers	\$ 30.8	\$ 28.7	\$ —	\$ 23.3	\$ 36.2
All other	61.0	21.2	—	12.0	70.2
<b>Total</b>	<b>\$ 91.8</b>	<b>\$ 49.9</b>	<b>\$ —</b>	<b>\$ 35.3<sup>(a)</sup></b>	<b>\$ 106.4</b>

<sup>a</sup> Accounts written off, net.

**EDISON INTERNATIONAL**  
**SCHEDULE II – VALUATION AND QUALIFYING ACCOUNTS**

**For the Year Ended December 31, 2008**

(in millions)	Balance at Beginning of Period	Additions		Deductions	Balance at End of Period
		Charged to Costs and Expenses	Charged to Other Accounts		
<b>Uncollectible accounts</b>					
Customers	\$ 20.6	\$ 28.7	\$ 2.5	\$ 21.0	\$ 30.8
All other	17.2	9.0	48.1 <sup>b</sup>	13.3	61.0
<b>Total</b>	<b>\$ 37.8</b>	<b>\$ 37.7</b>	<b>\$ 50.6</b>	<b>\$ 34.3<sup>(a)</sup></b>	<b>\$ 91.8</b>

<sup>a</sup> Accounts written off, net.

<sup>b</sup> For more information, see "Item 8. Edison International Notes to Consolidated Financial Statements—Note 7. Accumulated Other Comprehensive Income."

**EDISON INTERNATIONAL**  
**SCHEDULE II – VALUATION AND QUALIFYING ACCOUNTS**

**For the Year Ended December 31, 2007**

(in millions)	Balance at Beginning of Period	Additions		Deductions	Balance at End of Period
		Charged to Costs and Expenses	Charged to Other Accounts		
<b>Uncollectible accounts</b>					
Customers	\$ 18.5	\$ 19.4	\$ —	\$ 17.3	\$ 20.6
All other	13.0	14.8	—	10.6	17.2
<b>Total</b>	<b>\$ 31.5</b>	<b>\$ 34.2</b>	<b>\$ —</b>	<b>\$ 27.9<sup>(a)</sup></b>	<b>\$ 37.8</b>

<sup>a</sup> Accounts written off, net.

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

## EDISON INTERNATIONAL

By: /s/ Mark C. Clarke

Mark C. Clarke  
Vice President and Controller

Date: March 1, 2010

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated.

<u>Signature</u>	<u>Title</u>
Principal Executive Officer: Theodore F. Craver, Jr.*	Chairman of the Board, President, Chief Executive Officer and Director
Principal Financial Officer: W. James Scilacci*	Executive Vice President, Chief Financial Officer and Treasurer
Controller or Principal Accounting Officer:  Mark C. Clarke	Vice President and Controller
Board of Directors:	
Vanessa C.L. Chang*	Director
Theodore F. Craver, Jr.*	Director
France A. Córdova*	Director
Charles B. Curtis*	Director
Bradford M. Freeman*	Director
Luis G. Nogales*	Director
Ronald L. Olson*	Director
James M. Rosser*	Director
Richard T. Schlosberg, III*	Director
Thomas C. Sutton*	Director
Brett White*	Director

\*By: /s/ Mark C. Clarke

Mark C. Clarke  
Vice President and Controller

Date: March 1, 2010



**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
3.1	Restated Articles of Incorporation of Edison International, effective December 19, 2006 (File No. 1-9936, filed as Exhibit 3.1 to Edison International's Form 10-K for the year ended December 31, 2006)*
3.2	Amended Bylaws of Edison International, as Adopted by the Board of Directors effective December 11, 2008 (File No. 1-9936, filed as Exhibit 3.2 to Edison International's Form 10-K for the year ended December 31, 2008)*

**Edison International**

- 4.1 Senior Indenture, dated September 28, 1999 (File No. 1-9936, filed as Exhibit 4.1 to Edison International's Form 10-Q for the quarter ended September 30, 1999)\*

**Southern California Edison Company**

- 4.2 Southern California Edison Company First Mortgage Bond Trust Indenture, dated as of October 1, 1923 (Registration No. 2-1369)\*
- 4.3 Supplemental Indenture, dated as of March 1, 1927 (Registration No. 2-1369)\*
- 4.4 Third Supplemental Indenture, dated as of June 24, 1935 (Registration No. 2-1602)\*
- 4.5 Fourth Supplemental Indenture, dated as of September 1, 1935 (Registration No. 2-4522)\*
- 4.6 Fifth Supplemental Indenture, dated as of August 15, 1939 (Registration No. 2-4522)\*
- 4.7 Sixth Supplemental Indenture, dated as of September 1, 1940 (Registration No. 2-4522)\*
- 4.8 Eighth Supplemental Indenture, dated as of August 15, 1948 (Registration No. 2-7610)\*
- 4.9 Twenty-Fourth Supplemental Indenture, dated as of February 15, 1964 (Registration No. 2-22056)\*
- 4.10 Eighty-Eighth Supplemental Indenture, dated as of July 15, 1992 (File No. 1-2313, Form 8-K dated July 22, 1992)\*
- 4.11 Indenture, dated as of January 15, 1993 (File No. 1-2313, Form 8-K dated January 28, 1993)\*

**Edison Mission Energy**

- 4.12 Indenture, dated as of May 7, 2007, among Edison Mission Energy and Wells Fargo Bank, National Association as Trustee (File No. 333-68630, filed as Exhibit 4.1 to Edison Mission Energy's Form 8-K dated May 7, 2007 and filed on May 10, 2007)\*
- 4.12.1 First Supplemental Indenture, dated as of May 7, 2007, among Edison Mission Energy and Wells Fargo Bank, National Association as Trustee (File No. 333-68630, filed as Exhibit 4.1.1 to Edison Mission Energy's Form 8-K dated May 7, 2007 and filed on May 10, 2007)\*
- 4.12.2 Second Supplemental Indenture, dated as of May 7, 2007, among Edison Mission Energy and Wells Fargo Bank, National Association as Trustee (File No. 333-68630, filed as Exhibit 4.1.2 to Edison Mission Energy's Form 8-K dated May 7, 2007 and filed on May 10, 2007)\*



<b>Exhibit Number</b>	<b>Description</b>
4.12.3	Third Supplemental Indenture, dated as of May 7, 2007, among Edison Mission Energy and Wells Fargo Bank, National Association as Trustee (File No. 333-68630, filed as Exhibit 4.1.3 to Edison Mission Energy's Form 8-K dated May 7, 2007 and filed on May 10, 2007)*
4.12.4	Indenture, dated as of June 6, 2006, among Edison Mission Energy and Wells Fargo Bank, National Association as Trustee (File No. 333-68630, filed as Exhibit 4.1 to Edison Mission Energy's Form 8-K dated June 6, 2006 and filed on June 8, 2006)*
4.12.5	First Supplemental Indenture, dated as of June 6, 2006, among Edison Mission Energy and Wells Fargo Bank, National Association as Trustee, supplementing the Indenture, dated as of June 6, 2006 (File No. 333-68630, filed as Exhibit 4.1.1 to Edison Mission Energy's Form 8-K dated June 6, 2006 and filed on June 8, 2006)*
4.12.6	Second Supplemental Indenture, dated as of June 6, 2006, among Edison Mission Energy and Wells Fargo Bank, National Association as Trustee, supplementing the Indenture, dated as of June 6, 2006 (File No. 333-68630, filed as Exhibit 4.1.2 to Edison Mission Energy's Form 8-K dated June 6, 2006 and filed on June 8, 2006)*
4.13	Guarantee, dated as of August 17, 2000, made by Edison Mission Energy, as Guarantor in favor of Powerton Trust I, as Owner Lessor (File No. 333-59348-01, filed as Exhibit 4.9 to Edison Mission Energy's and Midwest Generation, LLC's Registration Statement on Form S-4 to the SEC on April 20, 2001)*
4.13.1	Schedule identifying substantially identical agreement to Guarantee constituting Exhibit 4.13 hereto (File No. 333-59348-01, filed as Exhibit 4.9.1 to Edison Mission Energy's and Midwest Generation, LLC's Registration Statement on Form S-4 to the SEC on April 20, 2001)*
4.14	Guarantee, dated as of August 17, 2000, made by Edison Mission Energy, as Guarantor in favor of Joliet Trust I, as Owner Lessor (File No. 333-59348-01, filed as Exhibit 4.10 to Edison Mission Energy's and Midwest Generation, LLC's Registration Statement on Form S-4 to the SEC on April 20, 2001)*
4.14.1	Schedule identifying substantially identical agreement to Guarantee constituting Exhibit 4.14 hereto (File No. 333-59348-01, filed as Exhibit 4.10.1 to Edison Mission Energy's and Midwest Generation, LLC's Registration Statement on Form S-4 to the SEC on April 20, 2001)*
4.15	Participation Agreement (T1), dated as of August 17, 2000, by and among, Midwest Generation, LLC, Powerton Trust I, as the Owner Lessor, Wilmington Trust Company, as the Owner Trustee, Powerton Generation I, LLC, as the Owner Participant, Edison Mission Energy, United States Trust Company of New York, as the Lease Indenture Trustee, and United States Trust Company of New York, as the Pass Through Trustees (File No. 333-59348-01, filed as Exhibit 4.12 to Edison Mission Energy's and Midwest Generation, LLC's Registration Statement on Form S-4 to the SEC on April 20, 2001)*
4.15.1	Schedule identifying substantially identical agreement to Participation Agreement constituting Exhibit 4.20 hereto (File No. 333-59348-01, filed as Exhibit 4.15.1 to Edison Mission Energy's and Midwest Generation, LLC's Registration Statement on Form S-4 to the SEC on April 20, 2001)*

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<b>Exhibit Number</b>	<b>Description</b>
4.16	Participation Agreement (T1), dated as of August 17, 2000, by and among, Midwest Generation, LLC, Joliet Trust I, as the Owner Lessor, Wilmington Trust Company, as the Owner Trustee, Joliet Generation I, LLC, as the Owner Participant, Edison Mission Energy, United States Trust Company of New York, as the Lease Indenture Trustee and United States Trust Company of New York, as the Pass Through Trustees (File No. 333-

- 4.16.1 Schedule identifying substantially identical agreement to Participation Agreement constituting Exhibit 4.16 hereto (File No. 333-59348-01, filed as Exhibit 4.16.1 to Edison Mission Energy's and Midwest Generation, LLC's Registration Statement on Form S-4 to the SEC on April 20, 2001)\*
- 4.17 Indenture, dated as of June 28, 1999, between Edison Mission Energy and The Bank of New York, as Trustee (File No. 333-30748, filed as Exhibit 4.1 to Edison Mission Energy's Registration Statement on Form S-4 to the SEC on February 18, 2000)\*
- 4.17.1 First Supplemental Indenture, dated as of June 28, 1999, to Indenture dated as of June 28, 1999, between Edison Mission Energy and The Bank of New York, as Trustee (File No. 333-30748, filed as Exhibit 4.2 to Edison Mission Energy's Registration Statement on Form S-4 to the SEC on February 18, 2000)\*
- 4.18 Promissory Note (\$499,450,800), dated as of August 24, 2000, by Edison Mission Energy in favor of Midwest Generation, LLC (File No. 000-24890, filed as Exhibit 4.5 to Edison Mission Energy's Form 10-K for the year ended December 31, 2000)\*
- 4.18.1 Schedule identifying substantially identical agreements to Promissory Note constituting Exhibit 4.18 hereto (File No. 000-24890, filed as Exhibit 4.5.1 to Edison Mission Energy's Form 10-K for the year ended December 31, 2000)\*
- 4.19 Participation Agreement, dated as of December 7, 2001, among EME Homer City Generation L.P., Homer City OLI LLC, as Facility Lessor and Ground Lessee, Wells Fargo Bank Northwest National Association, General Electric Capital Corporation, The Bank of New York as the Security Agent, The Bank of New York as Lease Indenture Trustee, Homer City Funding LLC and The Bank of New York as Bondholder Trustee (File No. 333-92047-03, filed as to Exhibit 4.4 to the EME Homer City Generation L.P. Form 10-K for the year ended December 31, 2001)\*
- 4.19.1 Schedule identifying substantially identical agreements to Participation Agreement constituting Exhibit 4.19 hereto (File No. 333-92047-03, filed as Exhibit 4.4.1 to the EME Homer City Generation L.P. Form 10-K for the year ended December 31, 2001)\*
- 4.19.2 Appendix A (Definitions) to the Participation Agreement constituting Exhibit 4.19 thereto (File No. 333-92047-03, filed as Exhibit 4.4.2 to the EME Homer City Generation L.P. Form 10-K for the year ended December 31, 2004)\*
- 4.20 Open-End Mortgage, Security Agreement and Assignment of Rents, dated as of December 7, 2001, among Homer City OLI LLC, as the Owner Lessor to The Bank of New York, as Security Agent and Mortgagee (File No. 333-92047-03, filed as Exhibit 4.9 to the EME Homer City Generation L.P. Form 10-K for the year ended December 31, 2001)\*

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<b>Exhibit Number</b>	<b>Description</b>
4.20.1	Schedule identifying substantially identical agreements to Open-End Mortgage, Security Agreement and Assignment of Rents constituting Exhibit 4.20 hereto (File No. 333-92047-03, filed as Exhibit 4.9.1 to the EME Homer City Generation L.P. Form 10-K for the year ended December 31, 2003)*

**Edison International**

- 10.1\*\* Form of 1981 Deferred Compensation Agreement (File No. 1-2313, filed as Exhibit 10.2 to Southern California Edison Company's Form 10-K for the year ended December 31, 1981)\*

- 10.2\*\* Form of 1985 Deferred Compensation Agreement for Directors (File No. 1-2313, filed as Exhibit 10.4 to Southern California Edison Company's Form 10-K for the year ended December 31, 1985) \*
- 10.3\*\* Form of 1985 Deferred Compensation Agreement for Directors (File No. 1-2313, filed as Exhibit 10.4 to Southern California Edison Company's Form 10-K for the year ended December 31, 1985) \*
- 10.3.1\*\* Amendment to 1985 Deferred Compensation Plan Agreement for Directors with James M. Rosser, dated December 31, 2003 (File No. 1-2313, filed as Exhibit 10.36 to Southern California Edison Company's Form 10-K for the year ended December 31, 2003)\*
- 10.4\*\* Director Deferred Compensation Plan as amended December 31, 2008 (File No. 1-9936, filed as Exhibit No. 10.4 to Edison International's Form 10-K for the year ended December 31, 2008) \*
- 10.5\*\* 2008 Director Deferred Compensation Plan, effective December 31, 2008 (File No. 1-9936, filed as Exhibit No. 10.5 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.6\*\* Director Grantor Trust Agreement, dated August 1995 (File No. 1-9936, filed as Exhibit 10.10 to Edison International's Form 10-K for the year ended December 31, 1995)\*
- 10.6.1\*\* Director Grantor Trust Agreement Amendment 2002-1, effective May 14, 2002 (File No. 1-9936, filed as Exhibit 10.4 to Edison International's Form 10-Q for the quarter ended June 30, 2002)\*
- 10.6.2\*\* Executive and Director Grantor Trust Agreements Amendment 2008-1 (File No. 1-9936, filed as Exhibit No. 10.6.2 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.7\*\* Executive Deferred Compensation Plan, as amended and restated December 31, 2008 (File No. 1-9936, filed as Exhibit No. 10.7 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.8\*\* 2008 Executive Deferred Compensation Plan, effective December 31, 2008 (File No. 1-9936, filed as Exhibit No. 10.8 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.9\*\* Executive Grantor Trust Agreement, dated August 1995 (File No. 1-9936, filed as Exhibit 10.12 to Edison International's Form 10-K for the year ended December 31, 1995)\*

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<b>Exhibit Number</b>	<b>Description</b>
10.9.1**	Executive Grantor Trust Agreement Amendment 2002-1, effective May 14, 2002 (File No. 1-9936, filed as Exhibit 10.3 to Edison International's Form 10-Q for the quarter ended June 30, 2002)*
10.10**	Executive Supplemental Benefit Program, as amended December 31, 2008 (File No. 1-9936, filed as Exhibit No. 10.10 to Edison International's Form 10-K for the year ended December 31, 2008)*
10.11**	Dispute resolution amendment, adopted November 30, 1989 of 1981 Executive Deferred Compensation Plan and 1985 Executive and Director Deferred Compensation Plans (File No. 1-9936, filed as Exhibit 10.21 to Edison International's Form 10-K for the year ended December 31, 1998)*

- 10.12\*\* Executive Retirement Plan as restated effective December 31, 2008 (File No. 1-9936, filed as Exhibit No. 10.12 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.13\*\* 2008 Executive Retirement Plan effective December 31, 2008 (File No. 1-9936, filed as Exhibit No. 10.13 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.14\*\* Edison International Executive Incentive Compensation Plan, as amended in February 2009 (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 10-Q for the quarter ended June 30, 2009)\*
- 10.15\*\* 2008 Executive Disability Plan, effective December 31, 2008 (File No. 1-9936, filed as Exhibit No. 10.15 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.16\*\* 2008 Executive Survivor Benefit Plan, effective December 31, 2008 (File No. 1-9936, filed as Exhibit No. 10.16 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.17\*\* Retirement Plan for Directors, as amended and restated effective December 31, 2008 (File No. 1-9936 filed as Exhibit No. 10.17 to Edison International's form 10-K for the year ended December 31, 2008)\*
- 10.18\*\* Equity Compensation Plan as restated effective January 1, 1998 (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 10-Q for the quarter ended June 30, 1998) \*
- 10.18.1\*\* Equity Compensation Plan Amendment No. 1, effective May 18, 2000 (File No. 1-9936, filed as Exhibit 10.4 to Edison International's Form 10-Q for the quarter ended June 30, 2000) \*
- 10.18.2\*\* Amendment of Equity Compensation Plans, adopted October 25, 2006 (File No. 1-9936, filed as Exhibit 10.52 to Edison International's Form 10-K for the year ended December 31, 2006)\*
- 10.19\*\* 2000 Equity Plan, effective May 18, 2000 (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 10-Q for the quarter ended June 30, 2000)\*
- 10.20\*\* Edison International 2007 Performance Incentive Plan as amended and restated in February 2009 (File No. 1-9936, filed as Exhibit 10.3 to the Edison International Form 10-Q in the quarter ended June 30, 2009)\*

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<b>Exhibit Number</b>	<b>Description</b>
10.20.1**	Edison International 2009 Long-Term Incentives Terms and Conditions (File No. 1-9936, filed as Exhibit 10.2 to Edison International's Form 10-Q for the quarter ended March 31, 2009)
10.21**	Terms and conditions for 1999 long-term compensation awards under the Equity Compensation Plan (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 10-Q for the quarter ended March 31, 1999)*
10.21.1**	Terms and conditions for 2000 basic long-term incentive compensation awards under the Equity Compensation Plan, as restated (File No. 1-9936, filed as Exhibit 10.2 to Edison International's Form 10-Q for the quarter ended March 31, 2000)*
10.21.2**	Terms and conditions for 2000 special stock option awards under the Equity Compensation Plan and 2000 Equity Plan (File No. 1-9936, filed as Exhibit 10.2 to Edison International's Form 10-Q for the quarter ended June 30, 2000)*

- 10.21.3\*\* Terms and conditions for 2002 long-term compensation awards under the Equity Compensation Plan and 2000 Equity Plan (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 10-Q for the quarter ended March 31, 2002)\*
- 10.21.4\*\* Terms and conditions for 2003 long-term compensation awards under the Equity Compensation Plan and 2000 Equity Plan (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 10-Q for the quarter ended March 31, 2003)\*
- 10.21.5\*\* Terms and conditions for 2004 long-term compensation awards under the Equity Compensation Plan and 2000 Equity Plan (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 10-Q for the quarter ended March 31, 2004)\*
- 10.21.6\*\* Terms and conditions for 2005 long-term compensation award under the Equity Compensation Plan and 2000 Equity Plan (File No. 1-9936, filed as Exhibit 99.2 to Edison International's Form 8-K dated December 16, 2004 and filed on December 22, 2004)\*
- 10.21.7\*\* Terms and conditions for 2006 long-term compensation awards under the Equity Compensation Plan and 2000 Equity Plan (File No. 1-9936, filed as Exhibit 10.29 to Edison International's Form 10-K for the year ended December 31, 2005)\*
- 10.21.8\*\* Terms and conditions for 2007 long-term compensation awards under the Equity Compensation Plan and 2000 Equity Plan (File No. 1-9936, filed as Exhibit 99.1 to Edison International's Form 8-K dated February 22, 2007 and filed on February 26, 2007)\*
- 10.21.9\*\* Terms and conditions for 2007 long-term compensation awards under the Equity Compensation Plan and the 2007 Performance Incentive Plan (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 10-Q for the quarter ended March 31, 2007)  
\*
- 10.22\*\* Director Nonqualified Stock Option Terms and Conditions under the Equity Compensation Plan (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 10-Q for the quarter ended June 30, 2002)\*
- 10.22.1\*\* Director 2004 Nonqualified Stock Option Terms and Conditions under the Equity Compensation Plan (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 10-Q for the quarter ended June 30, 2004)\*
- 10.22.2\*\* Director Nonqualified Stock Option Terms and Conditions under the 2007 Performance Incentive Plan (File 1-9936, filed as Exhibit 10.2 to Edison International's Form 10-Q for the quarter ended March 31, 2007)\*

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<b>Exhibit Number</b>	<b>Description</b>
10.23**	Edison International and Edison Capital Affiliate Option Exchange Offer Circular, dated July 3, 2000 (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 10-Q for the quarter ended September 30, 2000)*
10.23.1**	Edison International and Edison Capital Affiliate Option Exchange Offer Summary of Deferred Compensation Alternatives, dated July 3, 2000 (File No. 1-9936, filed as Exhibit 10.2 to Edison International's Form 10-Q for the quarter ended September 30, 2000)*
10.23.2**	Edison International and Edison Mission Energy Affiliate Option Exchange Offer Circular, dated July 3, 2000 (File No. 1-13434, filed as Exhibit 10.93 to the Edison Mission Energy's Form 10-K for the year ended December 31, 2001)*
10.23.3**	Edison International and Edison Mission Energy Affiliate Option Exchange Offer

Summary of Deferred Compensation Alternatives, dated July 3, 2000 (File No. 1-9936, filed as Exhibit 10.94 to the Edison Mission Energy's Form 10-K for the year ended December 31, 2001)\*

- 10.24\*\* Estate and Financial Planning Program as amended December 31, 2008 (File No. 1-9936, filed as Exhibit No. 10.24 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.25\*\* Resolution regarding the computation of disability and survivor benefits prior to age 55 for Alan J. Fohrer dated February 17, 2000 (File No. 1-9936, filed as Exhibit 10.2 to Edison International's Form 10-Q for the quarter ended March 31, 2000)\*
- 10.26\*\* 2008 Executive Severance Plan, as amended and restated effective December 31, 2008 (File No. 1-9936, filed as Exhibit No. 10.26 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.27\*\* Director Deferred Compensation Plan Authorization of Edison International (File No. 1-9936, filed in Edison International's Form 8-K dated December 30, 2004, and filed on January 5, 2005) \*
- 10.28\*\* 2008 Director Deferred Compensation Plan, effective December 31, 2008 (File No. 1-9936, filed as Exhibit No. 10.28 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.29\*\* Edison International Director Compensation Schedule, as adopted June 18, 2009 (File No. 1-9936, filed as Exhibit 10.2 to Edison International's form 10-Q for the quarter ended June 30, 2009)
- 10.30\*\* Edison International Director Matching Gifts Program, as adopted June 29, 2007 (File No. 1-9936, filed as Exhibit 10.2 to Edison International's Form 10-Q for the quarter ended June 30, 2007)\*
- 10.31\*\* Edison International Director Nonqualified Stock Options 2005 Terms and Conditions (File No. 1-9936, filed as Exhibit 99.3 to Edison International's Form 8-K dated May 19, 2005, and filed on May 25, 2005)\*
- 10.32 Amended and Restated Agreement for the Allocation of Income Tax Liabilities and Benefits among Edison International, Southern California Edison Company and The Mission Group dated September 10, 1996 (File No. 1-9936, filed as Exhibit 10.3 to Edison International's Form 10-Q for the quarter ended September 30, 2002)\*

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<b>Exhibit Number</b>	<b>Description</b>
10.32.1	Amended and Restated Tax Allocation Agreement among The Mission Group and its first-tier subsidiaries dated September 10, 1996 (File No. 1-9936, filed as Exhibit 10.3.1 to Edison International's Form 10-Q for the quarter ended September 30, 2002)*
10.32.2	Amended and Restated Tax Allocation Agreement between Edison Capital and Edison Funding Company (formerly Mission First Financial and Mission Funding Company) dated May 1, 1995 (File No. 1-9936, filed as Exhibit 10.3.2 to Edison International's Form 10-Q for the quarter ended September 30, 2002)*
10.32.3	Tax Allocation Agreement between Mission Energy Holding Company and Edison Mission Energy dated July 2, 2001 (File No. 1-9936, filed as Exhibit 10.3.3 to Edison International's Form 10-Q for the quarter ended September 30, 2002)*
10.32.4	Administrative Agreement re Tax Allocation Payments among Edison International, Southern California Edison Company, The Mission Group, Edison Capital, Mission Energy Holding Company, Edison Mission Energy, Edison O&M Services, Edison Enterprises, and Mission Land Company dated July 2, 2001 (File No. 1-9936, filed as

- 10.33\*\* Form of Indemnity Agreement between Edison International and its Directors and any officer, employee or other agent designated by the Board of Directors (File No. 1-9936, filed as Exhibit 10.5 to Edison International's Form 10-Q for the period ended June 30, 2005, and filed on August 9, 2005)\*
- 10.34 Edison International 2009 Executive Bonus Program (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 10-Q for the quarter ended March 31, 2009)
- 10.35\*\* Edison International Executive Perquisites (File No. 1-9936, filed as Exhibit No. 10.36 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.36\*\* Section 409A and Other Conforming Amendments to Terms and Conditions (File No. 1-9936, filed as Exhibit No. 10.37 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.36.1\*\* Section 409A Amendments to Director Terms and Conditions (File No. 1-9936, filed as Exhibit No. 10.37.1 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.37\*\* Consulting Arrangement with John E. Bryson (File No. 1-9936, filed as Exhibit No. 10.38 to Edison International's Form 10-K for the year ended December 31, 2008)\*
- 10.38 Amended and Restated Credit Agreement, dated as of February 23, 2007, among Edison International and JP Morgan Chase Bank, N.A., as Administrative Agent, Citicorp North America, Inc., as Syndication Agent, Credit Suisse, Lehman Commercial Paper Inc., and Wells Fargo Bank, N.A., as Documentation Agents, and the lenders thereto (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 8-K dated and filed February 27, 2007)\*
- 10.39 First Amendment to Amended and Restated Credit Agreement, dated as of February 14, 2008 (File No. 1-9936, filed as Exhibit 10.1 to Edison International's Form 8-K dated and filed March 19, 2008)\*

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<b>Exhibit Number</b>	<b>Description</b>
10.40	Second Amendment to Amended and Restated Credit Agreement, dated as of December 19, 2008 (File No. 1-9936, filed as Exhibit 10.41 to Edison International's Form 10-K for the year ended December 31, 2008)*
10.41	Credit Agreement, dated as of March 17, 2009, among Southern California Edison Company and Bank of America, N.A., as Administrative Agent, Wells Fargo Bank, N.A. as Syndication Agent, and Barclays Bank PLC, Morgan Stanley Bank, N.A. Sun Trust Bank and UBS Loan Finance LLC, as Documentation Agents, and the lenders thereto (File No. 1-2323, filed as Exhibit 10 to Southern California Edison Company's Form 8-K dated March 17, 2009)
12	Computation of Ratios of Earnings to Fixed Charges
21	Subsidiaries of the Registrant
23	Consent of Independent Registered Public Accounting Firm
24.1	Power of Attorney
24.2	Certified copy of Resolution of Board of Directors Authorizing Signature
31.1	Certification of the Chief Executive Officer pursuant to Section 302 of the Sarbanes-

Oxley Act

31.2 Certification of the Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act

32 Statement Pursuant to 18 U.S.C. Section 1350

101\*\*\* Financial statements from the annual report on Form 10-K of Edison International for the year ended December 31, 2009, filed on March 1, 2010, formatted in XBRL: (i) the Consolidated Statements of Income; (ii) the Consolidated Statements of Comprehensive Income; (iii) the Consolidated Balance Sheets; (iv) the Consolidated Statements of Cash Flows; (v) Consolidated Statements of Changes in Equity and (vi) the Notes to Consolidated Financial Statements tagged as blocks of text

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\* Incorporated by reference pursuant to Rule 12b-32.

\*\* Indicates a management contract or compensatory plan or arrangement, as required by Item 15(a)3.

\*\*\* Furnished, not filed, pursuant to Rule 406T of SEC Regulation S-T.



## EDISON INTERNATIONAL

RATIOS OF EARNINGS TO FIXED CHARGES AND PREFERRED AND PREFERENCE STOCK  
(Millions of Dollars)

	2009	2008	2007	2006	2005	2004
<b>Earnings:</b>						
Income from continuing operations before tax and noncontrolling interest	854	1,944	1,799	1,855	1,756	282
Less: Income from equity investees	42	31	79	79	136	66
Income from continuing operations before income from equity investees, tax and noncontrolling interest	812	1,913	1,720	1,776	1,620	216
<b>Add:</b>						
Fixed charges (see below)	1,014	1,015	1,067	1,106	1,045	1,217
Amortization of capitalized interest	6	4	3	2	3	3
Distributed income of equity investees	31	24	33	61	58	84
Loss of equity investees for which charges arising from guarantees are included in fixed charges	—	—	—	—	—	—
<b>Subtract:</b>						
Interest capitalized	(23)	(35)	(28)	(11)	(1)	(1)
Preference security dividend requirements of consolidated subsidiaries—pre-tax basis	(66)	(76)	(75)	(78)	(34)	(13)
Noncontrolling interest of subsidiaries that have not incurred fixed charges—pre-tax basis	(45)	(82)	(156)	(139)	(167)	(142)
Earnings as adjusted	<u>1,729</u>	<u>2,763</u>	<u>2,564</u>	<u>2,717</u>	<u>2,524</u>	<u>1,364</u>
<b>Fixed Charges(1):</b>						
Interest expenses—net of capitalized interest and AFUDC	732	700	752	806	794	985
Add: AFUDC	32	27	25	19	14	—
Interest expenses—net of capitalized interest	764	727	777	825	808	985
Interest capitalized(2)	23	35	28	11	1	1
Interest portion of rental expense(3)	160	176	186	191	201	217
Allocable portion of interest on long-term contracts for purchased power(4)	1	1	1	1	1	1
Preferred and preference stock dividend requirement—pre-tax basis	66	76	75	78	34	13
Total fixed charges	<u>1,014</u>	<u>1,015</u>	<u>1,067</u>	<u>1,106</u>	<u>1,045</u>	<u>1,217</u>
<b>Ratio</b>	<u><b>1.71</b></u>	<u><b>2.72</b></u>	<u><b>2.40</b></u>	<u><b>2.46</b></u>	<u><b>2.42</b></u>	<u><b>1.12</b></u>

- (1) Interest expenses associated with income taxes are reflected as a component of income tax expense and are excluded from the determination of fixed charges.
- (2) Includes fixed charges associated with Nuclear Fuel and capitalized interest of fifty-percent owned partnership.
- (3) Rentals include the interest factor relating to certain significant rentals plus one-third of all remaining annual rentals, except for amounts allocated to power purchase contracts that are classified as operating leases.
- (4) Allocable portion of interest included in annual minimum debt service requirement of supplier.

QuickLinks

[Exhibit 12](#)

## EDISON INTERNATIONAL TIER LIST

AS OF DECEMBER 31, 2009

U.S. corporations  
shown in all caps.

### HOLDING COMPANY

**EDISON INTERNATIONAL** is a corporation organized under the laws of the State of California and having its principal place of business at 2244 Walnut Grove Avenue (P.O. Box 999), Rosemead, California 91770. It was organized principally to acquire and hold securities of other corporations for investment purposes. Edison International has the following subsidiaries:

### UTILITY SUBSIDIARIES

**SOUTHERN CALIFORNIA EDISON COMPANY** ("SCE") is a California corporation having its principal place of business at 2244 Walnut Grove Avenue (P.O. Box 800), Rosemead, California 91770. SCE is a public utility primarily engaged in the business of supplying electric energy to portions of central and southern California, excluding the City of Los Angeles and certain other cities. Unless otherwise indicated, its subsidiaries have the same principal place of business as Southern California Edison Company:

**EDISON ESI** is a California corporation engaged in the business of marketing services, products, information, and copyrighted materials to third parties on behalf of SCE.

**Edison Material Supply LLC** is a Delaware limited liability company that provides procurement, inventory and warehousing services.

**MONO POWER COMPANY** is an inactive California corporation that has been engaged in the business of exploring for and developing fuel resources.

The Bear Creek Uranium Company is an inactive California partnership between Mono Power Company (50%) and Anadarko Petroleum (50%) engaged in reclamation of an integrated uranium mining and milling complex in Wyoming.

**Mountainview Power Company LLC** is a Delaware limited liability company that owns and operates an electric generating power plant in Redlands, California. (Dissolved as of August 7, 2009)

**SCE CAPITAL COMPANY** (inactive Delaware corporation)

**SCE Trust I** is a Delaware business trust organized to act as a financing vehicle.

**SCE Trust II** is a Delaware business trust organized to act as a financing vehicle.

**SCE Trust III** is a Delaware business trust organized to act as a financing vehicle.

**SOUTHERN STATES REALTY** is a California corporation engaged in holding real estate assets for SCE.

## NONUTILITY SUBSIDIARIES

**EDISON INSURANCE SERVICES, INC.** is a Hawaii corporation having its principal executive office at 745 Fort Street, Suite 800, Honolulu, Hawaii 96813, which provides domestic and foreign property damage and business interruption insurance to Edison International and its subsidiaries.

**EIX Trust III** is a Delaware business trust organized to act as a financing vehicle.

**EDISON MISSION GROUP INC.** (formerly The Mission Group) is a Delaware corporation having its principal place of business at 2244 Walnut Grove Avenue, Rosemead, California 91770, which owns the stock and coordinates the activities of nonutility companies. The subsidiaries of Edison Mission Group Inc. are as follows:

**EDISON ENTERPRISES** is a California corporation having its principal place of business at 2244 Walnut Grove Avenue, Rosemead, California 91770, which owns the stock of its nonutility subsidiary.

**EDISON SOURCE** is an inactive California corporation having its principal place of business at 18101 Von Karman Avenue, Suite 1700, Irvine, California 92612-1046, which owns the stock of its subsidiary.

**Edison Source Norvik Company** is an inactive Canadian company having its principal place of business at 1959 Upper Water Street, Suite 800, Halifax, NS B3J 2X2.

**EDISON MISSION SOLAR, INC. (Delaware corporation).**

**EDISON O&M SERVICES** (inactive California corporation)

**EDISON CAPITAL** is a California corporation having its principal place of business at 18101 Von Karman Avenue, Suite 1700, Irvine, California 92612-1046. It is engaged in the business of providing capital and financial services in energy and infrastructure projects and affordable housing projects. Edison Capital owns a group of subsidiaries and has interests in various partnerships through its subsidiaries. The subsidiaries and partnerships of Edison Capital are listed below. Unless otherwise indicated, all entities are corporations, are organized under the laws of the State of California, and have the same principal place of business as Edison Capital.

### **EDISON FUNDING COMPANY**

[directly owns 0.08% of Edison Funding Omicron Incorporated; see listing under Edison Housing Consolidation Company)

### **EDISON CAPITAL HOUSING INVESTMENTS**

[directly owns 22.79% of Edison Housing Consolidation Company; see listing under MHICAL 95 Company.]

[directly owns 35.52% of Edison Funding Omicron Incorporated; see listing under Edison Housing Consolidation Company]

1st Time Homebuyer Opportunities LP (Chester County Homes) 99%

1732 Champa LP (Buerger Brothers Lofts) 99%

18303 Kittridge Associates LP 99%

Aaron Michael Associates LP 99.9%

Auburn Manor L.L.C. 50% GP

Auburn Manor Apartments LP 1%

Bartlett Hill Associates LP 99%

CCS/Bellingham LP (Washington Grocery Building) 99.9%

Conejo Valley Community Housing Associates (Community House Apartments) 99%

Diamond Creek Apartments LP 99.9%

**EC ASSET SERVICES, INC.** (Massachusetts corporation)

**EC PROPERTIES, INC.** (Massachusetts corporation)

Corporations for Affordable Housing LP 1% GP

Arbor Lane Associates Phase II LP (Timberwood)  
99%

Arroyo Vista Associates LP 99%

Artloft Associates LP 35.6%

Caleb Affordable Housing Associates LP  
(Ledges/Pinebrook) 99%

The Carlin LP 99%

Diamond Phase III Venture LP 99%

Fairmount Hotel Urban Renewal Associates LP  
99%

Mackenzie Park Associates LP 99%

Parkside Associates LP (Parkside Garden) 99%

Pines Housing LP 99%

Pines Housing II, LP 99%

Smyrna Gardens Associates LP 99%

Tioga Gardens LP 99%

Walden Pond, Ltd., LP (Hamlet) 99%

Corporations for Affordable Housing LP II 1% GP

2601 North Broad Street Associates LP (Station  
House) 99%

Artloft Associates LP 53.39%

Brookline Housing Associates LLC (Bridgewater)  
99%

EDA LP (Eagle's Nest) 48%

Edgewood Manor Associates II LP 99%

Gateway Housing LP (Gateway Townhomes) 99%

Homestead Village Associates LP 99%  
8 Junction City Apartments LP (Green Park) 99%

Liberty House Associates LP 99%

Maple Ridge Development Associates LP 99%

Parsonage Cottage Senior Residence LP 99%

Rittenhouse School LP 99%

Silver City Housing LP 99%

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South 55th Street, LP 49.5%

W. M. Housing Associates LP (Williamsport Manor) 99%

**EC PROPERTIES III, INC.** (Massachusetts corporation)

Corporations for Affordable Housing LP III 1% GP

Piedmont Housing Associates 99%

Pines Housing III LP 99%

Salem Lafayette Urban Renewal Associates, LP 99%

Spring Valley Commons LP 99%

Stevenson Housing Associates (Park Vista) 99%

**EC-SLP, INC.** (Massachusetts corporation)

ECH Investor Partners VI-A LP 1% GP

Edison Capital Housing Partners VI LP 61.8166% LP

Admiralty Heights Associates II 1995 LP (Kent Manor) 99%

Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%

Altamont Hotel Associates LP 99%

Bradley Manor Senior Apartments LP 99%

Double X Associates 1995 LP (Terrace Manor) 99%

Hamilton Place Apartments LP (Larkin Place) 99%

Hamilton Place Senior Living LP 99%

Hearthstone Group 3 LP (Evergreen Court) 99%

KDF Malabar LP (Malabar Apartments) 99%

LINC-Bristol Associates I, LP (City Gardens) 99%

MAS-WT, LP (Washington Terrace) 99%

Northwood Manor Associates LP 99%

Silver Lake Properties LP 99%

University Park Properties LP 99%

Upland Senior Housing LP (Coy D. Estes) 99%

Vista Properties LLC (Vista View) 99.9%

Vista Verde Townhomes II LLC 99%

ECH Investor Partners VI-B LP 1%GP

Edison Capital Housing Partners VI LP 37.1834%LP

Admiralty Heights Associates II 1995 LP (Kent Manor) 99%

Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%

Altamont Hotel Associates LP 99%

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Bradley Manor Senior Apartments LP 99%

Double X Associates 1995 LP (Terrace Manor) 99%

Hamilton Place Apartments LP (Larkin Place) 99%

Hamilton Place Senior Living LP 99%

Hearthstone Group 3 LP (Evergreen Court) 99%

KDF Malabar LP (Malabar Apartments) 99%

LINC-Bristol Associates I, LP (City Gardens) 99%

MAS-WT, LP (Washington Terrace) 99%

Northwood Manor Associates LP 99%

Silver Lake Properties LP 99%

University Park Properties LP 99%

Upland Senior Housing LP (Coy D. Estes) 99%

Vista Properties LLC (Vista View) 99.9%

Vista Verde Townhomes II LLC 99%

ECH/HFC GP Partnership No. 1 34.9%GP

Edison Capital Housing Partners VII LP 19.4187%GP

C-Court LP (Cawelti Court) 99%  
Cottonwood Affordable Housing LP (Verde Vista) 99%  
Fifth and Wilshire Apartments LP 99%  
Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%  
Huff Avenue Associates LP 99%  
Mountain View Townhomes Associates LP 99%  
Oak Forest Associates LP 99%  
Paradise Road Partners LP (Gateway Village) 99%  
Woodland Arms Apartments, Ltd. 99%  
ECH/HFC GP Partnership No. 2 56.7% GP  
Edison Capital Housing Partners VIII LP 18.54% GP  
Catalonia Associates LP 99%  
Ohlone Housing Associates LP 99%

**ECHP INVESTMENT COMPANY**

ECHP LLC 99.999% GP  
Edison Capital Housing Partners XVI LP 0.01% GP  
Bouquet Canyon Seniors LP 99.9%  
Eugene Hotel LP 99.9%

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Hilltop Farms LP 99.9%  
KDF Park Glenn LP (Park Glenn) 99%  
KDF Park Glenn Seniors LP (Park Glenn II) 99.9%  
King Road Associates LP 99.9%  
LL Housing LP (Laurel Lakes) (Maryland partnership) 99%  
Red Lake LP #1 99.9%  
Southern Hotel LP 99.9%  
Edison Capital Housing Partners XVII LP 0.01% GP  
Antelope Associates LP 99%  
Baker Park Associates LP 99%  
Fremont Building LP (Crescent Arms) 99%

Hercules Senior Housing Associates 99.9%

La Terraza Associates LP (Carlsbad Villas at Camino Real) 99%

Parkview Apartments Associates LP (Parkview/Sunburst) 99.9%

Quebec Arms Apartments LP 99.9%

Sky Parkway Housing Associates LP 99%

Sunset Creek Partners LP 99%

University Manor Apartments LP 99.9%

Vista Verde Housing Associates LP 99.9%

Edison Capital Housing Partners XVIII LP 0.01%GP

Bracher Associates LP 99%

Florin Woods Associates LP 99%

Pinmore Associates LP 99.9%

SD Regency Centre LP 99.9%

Edison Capital Housing Partners XIX LP 0.01%GP

Cochrane Village Apartments LP 99%

CCS/Mount Vernon Housing LP (La Venture) 99.9%

KDF Santa Paula LP (Santa Paula) 99%

Ontario Senior Housing LP (Ontario Plaza) 98.9%

Pecan Court Associates LP 99.9%

Pellettieri Homes Urban Renewal Associates, LP 99%

Rincon De Los Esteros Associates LP 99.9%

Schoolhouse Court Housing Associates LP 99.9%

Virginia Lane LP (Maplewood/Golden Glenn) 99.9%

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Edison Capital Affordable Housing 99A G.P. 27.69%GP

Edison Capital Housing Partners IX LP 13.5533%GP

1010 SVN Associates LP 99.9%

2814 Fifth Street Associates LP (Land Park Woods) 99%

Alma Place Associates LP 99%

Knolls Community Associates LP 99.9%

Monterra Village Associates LP 99%

Pacific Terrace Associates LP 99.9%

Sherman Glen, L.L.C. 99%

Strobridge Housing Associates LP 99%

Trolley Terrace Townhomes LP 99.9%

Walnut Avenue Partnership LP 99%

Edison Capital Affordable Housing 99B G.P. 99.99%GP

Edison Capital Housing Partners X LP 19.3952%GP

Beacon Manor Associates LP 99%

Boulder Creek Apartments LP 99.9%

Burlington Senior Housing LLC 99.9%

CCS/Renton Housing LP (Renton) 99.9%

Coolidge Station Apartments LLC 99%

Lark Ellen LP 99%

Mercy Housing California IX LP (Sycamore) 99.9%

Morgan Hill Ranch Housing LP 99%

Pacifica Community Associates LP (Villa Pacifica) 99.9%

Persimmon Associates LP 99%

Providence-Brown Street Housing LP (Brown Street) 99.9%

San Juan Commons 1996 LP 99.9%

Timber Sound, Ltd. 99%

Timber Sound II, Ltd. 99%

Trinity Park Apartments LP 99.9%

Venbury Trail LP 99.9%

Edison Capital Contributions VI Partners 91.77%GP

ECH Investor Partners VI-A LP 15.3877%LP

Edison Capital Housing Partners VI LP 61.8166%LP

Admiralty Heights Associates II 1995 LP (Kent Manor) 99%

Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%

Altamont Hotel Associates LP 99%

Bradley Manor Senior Apartments LP 99%

Double X Associates 1995 LP (Terrace Manor) 99%

Hamilton Place Apartments LP (Larkin Place) 99%

Hamilton Place Senior Living LP 99%

Hearthstone Group 3 LP (Evergreen Court) 99%

KDF Malabar LP (Malabar Apartments) 99%

LINC-Bristol Associates I, LP (City Gardens) 99%

MAS-WT, LP (Washington Terrace) 99%

Northwood Manor Associates LP 99%

Silver Lake Properties LP 99%

University Park Properties LP 99%

Upland Senior Housing LP (Coy D. Estes) 99%

VV Properties LLC (formerly Vista Properties) (Vista View) 99.9%

Vista Verde Townhomes II LLC 99%

ECH Investor Partners VI-B LP 99%LP

Edison Capital Housing Partners VI LP 37.1834%LP

Admiralty Heights Associates II 1995 LP (Kent Manor) 99%

Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%

Altamont Hotel Associates LP 99%

Bradley Manor Senior Apartments LP 99%

Double X Associates 1995 LP (Terrace Manor) 99%

Hamilton Place Apartments LP (Larkin Place) 99%

Hamilton Place Senior Living LP 99%

Hearthstone Group 3 LP (Evergreen Court) 99%

KDF Malabar LP (Malabar Apartments) 99%

LINC-Bristol Associates I, LP (City Gardens) 99%

MAS-WT, LP (Washington Terrace) 99%

Northwood Manor Associates LP 99%

Silver Lake Properties LP 99%

University Park Properties LP 99%

Upland Senior Housing LP (Coy D. Estes) 99%

Vista Properties LLC (Vista View) 99.9%

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Vista Verde Townhomes II LLC 99%

**EDISON CAPITAL HOUSING DELAWARE, INC. (Delaware corporation)**

Edison Capital Housing Partners V LP 16.18% GP

AMCAL Santa Barbara Fund XXXVI LP (Positano) 99%

Bodega Hills Investors LP 99%

Mercy Housing California IV LP (Vista Grande) 99%

Park Place Terrace LP 99%

River Walk Apartments Homes LP 99%

San Diego Golden Villa Partners LP (Golden Villa) 98.9%

Santa Alicia Gardens Townhomes LP (The Gardens) 99%

St. Hedwig's Gardens LP 99%

Sunshine Terrace LP 99%

Union Meadows Associates LLC 99%

Edison Capital Housing Partners VI LP 1% GP

Admiralty Heights Associates II 1995 LP (Kent Manor) 99%

Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%

Altamont Hotel Associates LP 99%

Bradley Manor Senior Apartments LP 99%

Double X Associates 1995 LP (Terrace Manor) 99%

Hamilton Place Apartments LP (Larkin Place) 99%

Hamilton Place Senior Living LP 99%

Hearthstone Group 3 LP (Evergreen Court) 99%

KDF Malabar LP (Malabar Apartments) 99%

LINC-Bristol Associates I, LP (City Gardens) 99%

MAS-WT, LP (Washington Terrace) 99%

Northwood Manor Associates LP 99%

Silver Lake Properties LP 99%

University Park Properties LP 99%

Upland Senior Housing LP (Coy D. Estes) 99%

VV Properties, LLC (formerly Vista Properties) (in Georgia only) 99.9%

Vista Verde Townhomes II LLC 99%

Edison Capital Housing Partners XI LP 18.62486% GP

1475 167th Avenue Associates LP (Bermuda Gardens) 99.9%

Auburn Manor Apartments LP 99%

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Barnsdall Court LP (Villa Mariposa) 99.9%

Borregas Court LP 99%

Bryson Family Apartments LP 99.9%

Carson Housing LP (Carson Street) 98%

Casa Rampart LP (Rampart Apartments) 99.9%

Davis MHA Twin Pines Community Associates LP (Northstar Apartments) 99.9%

Eastwood Homes LP 99%

Electra Arms Senior Associates LP 99%

Grace Housing LP 99%

Stony Point Apartment Investors LP (Panas Place) 99.9%

Wall Street Palmer House LP 99%

Wilmington Housing Associates LP (New Harbor Vista) 99.9%

Edison Capital Housing Partners XII LP 13.73759% GP

Cedarshores Limited Dividend Housing Association LP 99.99%

Heritage Partners LP 99.9%

West Oaks Apartments LP 99.9%

Yale Street LP 99.9%

Edison Capital Housing Partners XIII LP 17.03513% GP

Alhambra Apartments LP 99.9%

Chamber Apartments LP (The Chamber Building) 99%

Osage Terrace LP 99.89%

Park Land Senior Apartments Investors LP (Banducci) 99.9%

President John Adams Manor Apartments LP 99.9%

Riverwalk Apartments, Ltd. (Colorado) 99.8%

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Rosecreek Senior Living LP 99.9%

Twin Ponds Apartments LP 99.9%

Women's Westlake LP (Dorothy Day) 99.9%

Woodleaf Village LP 99.9%

Edison Capital Housing Partners XIV LP 7.6118%GP

Apollo Development Associates LP (Apollo Hotel) 99.9%

Carson Terrace LP 99.9%

Don Avante Association II LP (Village Avante) 99.9%

Preservation Properties I 99.9%

Preservation Properties II 99.9%

Preservation Properties III 99.9%

Preservation Properties IV 99.9%

Preservation Properties V 99.9%

Rowland Heights Preservation LP 99.9%

Springdale Preservation LP (Springdale West) 99.9%

Edison Capital Housing Partners XV LP 9.567%GP

708 Pico LP (Wavecrest Apartments) 99.9%

Benton Green LP 99.9%

Don Avante Association I LP (Don de Dios) 99.9%

Emmanuel Grant Company LLC (Capitol Heights) 99.9%

Highland Village Partners LP 99.9%

I.G. Partners LP (Islands Gardens) 99.9%

Karen Partners LP 99.9%

Lilac Estates LP 99.9%

Mountainlands Housing Partners LP (Holiday Village Apartments) 99.9%

NAHF Brockton LP (Southfield Gardens) 99.9%

Northern Senior Housing LP (St. Johnsbury) 99.9%

Park Place 1998, LLC 99.9%

Park Williams Partners LP 99.9%

Patriots Pointe at Colonial Hills LP 99.9%

Plum Tree Preservation LP 99.9%

Poinsettia Housing Associates 99.9%

Project Home I LLC 99.99%

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Saratoga Vacaville LP (Saratoga Senior) 99.9%

Serena Sunbow LP (Villa Serena) 99.9%

St. Regis Park LP (Pear Tree) 99.9%

Vista Sonoma Senior Living LP 99.9%

Westfair LLC (Cedar Ridge) 99.9%

Windrush Apartments of Statesville LP 99.9%

Wingate LLC (Regency Park) 99.9%

#### **EDISON CAPITAL HOUSING MANAGEMENT**

Edison Capital Housing Partners X LP 80.6048%

**EDISON FUNDING OMICRON INCORPORATED** (Delaware corporation) (formerly Edison Funding Omicron GP) 55.52% [Also owned 0.08% by Edison Funding Company and 44.40% by Edison Housing Consolidation Company, where Omicron subsidiaries are listed.]  
**EDISON HOUSING NORTH CAROLINA**

Edison Capital Contributions VI Partners 4.03% GP

Edison Capital Housing Partners VI LP 61.8166% LP

Admiralty Heights Associates II  
1995 LP (Kent Manor) 99%

Affordable/Citrus Glenn Phase II, Ltd.  
(Citrus Glenn Apts. Phase II) 99%

Altamont Hotel Associates LP 99%

Bradley Manor Senior Apartments LP  
99%

Hamilton Place Apartments LP  
(Larkin Place) 99%

Hamilton Place Senior Living LP 99%

Hearthstone Group 3 LP (Evergreen  
Court) 99%

KDF Malabar LP (Malabar  
Apartments) 99%

LINC-Bristol Associates I, LP (City  
Gardens) 99%

MAS-WT, LP (Washington Terrace)  
99%

Northwood Manor Associates LP 99%

Silver Lake Properties LP 99%

University Park Properties LP 99%

Upland Senior Housing LP (Coy D.  
Estes) 99%

Vista Properties LLC (Vista View)  
99.9%

Vista Verde Townhomes II LLC 99%

ECH Investor Partners VI-B LP 99% LP

Edison Capital Housing Partners VI LP 37.1834% LP

Admiralty Heights Associates II  
1995 LP (Kent Manor) 99%

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Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%

Altamont Hotel Associates LP 99%

Bradley Manor Senior Apartments LP 99%

Double X Associates 1995 LP (Terrace Manor) 99%

Hamilton Place Apartments LP (Larkin Place) 99%

Hamilton Place Senior Living LP 99%

Hearthstone Group 3 LP (Evergreen Court) 99%

KDF Malabar LP (Malabar Apartments) 99%

LINC-Bristol Associates I, LP (City Gardens) 99%

MAS-WT, LP (Washington Terrace) 99%

Northwood Manor Associates LP 99%

Silver Lake Properties LP 99%

University Park Properties LP 99%

Upland Senior Housing LP (Coy D. Estes) 99%

Vista Properties LLC (Vista View) 99.9%

Vista Verde Townhomes II LLC 99%

#### **EDISON HOUSING SOUTH CAROLINA**

Edison Capital Contributions VI Partners 4.20% GP

ECH Investor Partners VI-A LP 15.3877% LP

Edison Capital Housing Partners VI LP 61.8166% LP

Admiralty Heights Associates II 1995 LP (Kent Manor) 99%

Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%

Altamont Hotel Associates LP 99%

Bradley Manor Senior Apartments LP 99%

Double X Associates 1995 LP (Terrace Manor) 99%

Hamilton Place Apartments LP (Larkin Place) 99%

Hamilton Place Senior Living LP 99%

Hearthstone Group 3 LP (Evergreen Court) 99%

KDF Malabar LP (Malabar Apartments) 99%

LINC-Bristol Associates I, LP (City Gardens) 99%

MAS-WT, LP (Washington Terrace) 99%

Northwood Manor Associates LP 99%

Silver Lake Properties LP 99%

University Park Properties LP 99%

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Upland Senior Housing LP (Coy D. Estes) 99%

VV properties LLC (formerly Vista Properties LLC) (in Georgia only) 99.9%

Vista Verde Townhomes II LLC 99%

Edison Capital Housing Partners VI LP 37.1834%LP

Admiralty Heights Associates II 1995 LP (Kent Manor) 99%

Affordable/Citrus Glenn Phase II, Ltd. (Citrus Glenn Apts. Phase II) 99%

Altamont Hotel Associates LP 99%

Bradley Manor Senior Apartments LP 99%

Double X Associates 1995 LP (Terrace Manor) 99%

Hamilton Place Apartments LP (Larkin Place) 99%

Hamilton Place Senior Living LP 99%

Hearthstone Group 3 LP (Evergreen Court) 99%

KDF Malabar LP (Malabar Apartments) 99%

LINC-Bristol Associates I, LP (City Gardens) 99%

MAS-WT, LP (Washington Terrace) 99%

Northwood Manor Associates LP 99%

Silver Lake Properties LP 99%

University Park Properties LP 99%

Upland Senior Housing LP (Coy D. Estes) 99%

Vista Properties LLC (Vista View) 99.9%

Vista Verde Townhomes II LLC 99%

**EHI DEVELOPMENT COMPANY**

Florence Apartments LLC 99%

Kennedy Lofts Associates LP (Massachusetts partnership) 99%

Lovejoy Station LP 99.9%

Madison/Mollison LP (Park Mollison) 99.9%

Maplewood Housing Associates LP 99.9%

MH V LP 1%GP

Centennial Place LP 99%

**MHICAL 94 COMPANY**

[owns 19.32% of Edison Housing Consolidation Company; see listing under MHICAL 95 Company.]

MHICAL 94 LP (Delaware partnership) 1%GP

Mayacamas Village Associates LP 99%

West Capital Courtyard LP 99%

MHICAL 95 LP (Delaware partnership) 1% GP

Abby Associates LP (Windmere) 99%

Colina Vista LP 99%

ECH/HFC GP Partnership No. 2 43.3% GP

Edison Capital Housing Partners VIII LP 18.5396% GP

Catalonia Associates LP 99%

Ohlone Housing Associates LP 99%

Mercy Housing California VI LP (205 Jones) 99%

MHICAL 96 LP (Delaware partnership) 1% GP

ECH/HFC GP Partnership No. 1 50.44% GP

Edison Capital Housing Partners VII LP 19.4187% GP

C-Court LP (Cawelti Court) 99%

Cottonwood Affordable Housing LP (Verde Vista) 99%

Fifth and Wilshire Apartments LP 99%

Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%

Huff Avenue Associates LP 99%

Mountain View Townhomes Associates LP 99%

Oak Forest Associates LP 99%

Paradise Road Partners LP (Gateway Village) 99%

Woodland Arms Apartments, Ltd. 99%

Edison Capital Affordable Housing 99A G.P. 36.47% GP

Edison Capital Housing Partners IX LP 13.5533% GP

1010 SVN Associates LP 99.9%

2814 Fifth Street Associates LP (Land Park Woods) 99%

Alma Place Associates LP 99%

Knolls Community Associates LP 99.9%

Monterra Village Associates LP 99%

Pacific Terrace Associates LP 99.9%

Sherman Glen, LLC 99%

Strobridge Housing Associates LP 99%

Trolley Terrace Townhomes LP 99.9%

Walnut Avenue Partnership LP 99%

Greenway Village Associates LP 99%

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Kennedy Court Partners LP 99%

Klamath Associates LP 99%

Westgate Townhomes Associates LP 99%

**MHICAL 95 COMPANY**

**EDISON HOUSING CONSOLIDATION COMPANY** (formerly Edison Housing Georgia)  
29.90%

**EDISON FUNDING OMICRON INCORPORATED** (Delaware corporation)  
(formerly Edison Funding Omicron GP) 44.40% [also owned 0.08% by Edison  
Funding Company and 55.52% by Edison Capital Housing Investments]

1856 Wells Court Partners, LP (Wells Court) 99%

AE Associates LP (Avenida Espana) 99%

Agape Housing LP 99%

Brantwood II Associates LP 99%

Brooks School Associates LP 99%

Bryn Mawr—Belle Shore LP, The 99%

Bush Hotel LP 99%

Centro Partners LP (El Centro) 99%

Coyote Springs Apartments Associates LP 99%

Cypress Cove Associates 99%

**EDISON FUNDING OLIVE COURT** 100% GP

El Barrio Academy Urban Renewal Associates, LP (Academy  
Street) 99%

Elizabeth West and East LP 99%

Ginzton Associates LP 99%

Grossman Apartments Investors LP 99%

HMB-Atlanta I LP (Spring Branch) 99%

Holy Family Associates LP 99%

Lackawana Housing Associates LLC (Goodwill Neighborhood Residences) 99%

Maplewood School Apartments LP 99%

McFarland Press Associates LP 99%

Mercantile Housing LLC (Mercantile Square) 99%

Merrill Road Associates LP 99%

MHICAL 94 LP (Delaware partnership) 99%LP

Mayacamas Village Associates LP 99%

West Capital Courtyard LP 99%

MHICAL 95 LP (Delaware partnership) 99%LP

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Abby Associates LP (Windmere) 99%

Colina Vista LP 99%

ECH/HFC GP Partnership No. 2 43.3%GP

Edison Capital Housing Partners VIII LP 18.5396%GP

12 Catalonia Associates LP 99%

Ohlone Housing Associates LP 99%

Mercy Housing California VI LP (205 Jones) 99%

MHICAL 96 LP (Delaware partnership) 99%LP

Greenway Village Associates LP 99%

Kennedy Court Partners LP 99%

Klamath Associates LP 99%

Westgate Townhomes Associates LP 99%

Mid-Peninsula Century Village Associates LP (Century Village) 99%

Mission Capp LP 99%

North Park Village II LLC 99%

Oceanside Gardens LP 99%

Omaha Amber Ridge LP (Amber Ridge) 98.9%

Ontario Senior Housing LP (Ontario Plaza) 0.1%

Open Door Associates LP (West Valley) 99%

Richmond City Center Associates LP 99%

Riverside/Liebrandt Partners LP (La Playa) 99%

Roebing Village Inn Urban Renewal LP 99%

Santa Paulan Senior Apartments Associates LP (The Paulan) 99%

South Winery Associates LP (The Winery Apartments) 99%

Studebaker Building LP 99%

Thomson Rental Housing, LP (Washington Place) 99%

Tuscany Associates LP (Tuscany Villa) 99%

Villa Maria Housing Partnership 99%

YWCA Villa Nueva Partners 99%

**MHICAL 96 COMPANY**

[owns 8.96% of Edison Housing Consolidation Company; see listing under MHICAL 95 Company.]

MHICAL 96 LP (Delaware partnership) 99%

ECH/HFC GP Partnership No. 1 50.44% GP

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Edison Capital Housing Partners VII LP 19.4187% GP

C-Court LP (Cawelti Court) 99%

Cottonwood Affordable Housing LP (Verde Vista) 99%

Fifth and Wilshire Apartments LP 99%

Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%

Huff Avenue Associates LP 99%

Mountain View Townhomes Associates LP 99%

Oak Forest Associates LP 99%

Paradise Road Partners LP (Gateway Village) 99%

Woodland Arms Apartments, Ltd. 99%

Edison Capital Housing Partners IX LP 13.5533% GP

1010 SVN Associates LP 99.9%

2814 Fifth Street Associates LP (Land Park Woods) 99%

Alma Place Associates LP 99%

Knolls Community Associates LP 99.9%

Monterra Village Associates LP 99%

Pacific Terrace Associates LP 99.9%

Sherman Glen, LLC 99%

Strobridge Housing Associates LP 99%

Trolley Terrace Townhomes LP 99.9%

Walnut Avenue Partnership LP 99%

#### **MHICAL 97 COMPANY**

MHICAL 97 LP (Delaware partnership) 99%

ECH/HFC GP Partnership No. 1 14.66%GP

Edison Capital Housing Partners VII LP 19.4187%GP

C-Court LP (Cawelti Court) 99%

Cottonwood Affordable Housing LP (Verde Vista) 99%

Fifth and Wilshire Apartments LP 99%

Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%

Huff Avenue Associates LP 99%

Mountain View Townhomes Associates LP 99%

Oak Forest Associates LP 99%

Paradise Road Partners LP (Gateway Village) 99%

Woodland Arms Apartments, Ltd. 99%

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Edison Capital Affordable Housing 99A G.P. 33.05%

Edison Capital Housing Partners IX LP 13.5533%GP

1010 SVN Associates LP 99.9%

2814 Fifth Street Associates LP (Land Park Woods) 99%

Alma Place Associates LP 99%

Knolls Community Associates LP 99.9%

Monterra Village Associates LP 99%

Pacific Terrace Associates LP 99.9%

Sherman Glen, LLC 99%

Strobridge Housing Associates LP 99%

Trolley Terrace Townhomes LP 99.9%

Walnut Avenue Partnership LP 99%

MHICAL 97 LP (Delaware partnership) 99% LP

Garnet Housing Associates LP 99%

MHICAL 97 LP (Delaware partnership) 1% GP

ECH/HFC GP Partnership No. 1 14.66% GP

Edison Capital Housing Partners VII LP 19.4187% GP

C-Court LP (Cawelti Court) 99%

Cottonwood Affordable Housing LP (Verde Vista) 99%

Fifth and Wilshire Apartments LP 99%

Flagstaff Affordable Housing II, LP (Forest View Apts.) 99%

Huff Avenue Associates LP 99%

Mountain View Townhomes Associates LP 99%

Oak Forest Associates LP 99%

Paradise Road Partners LP (Gateway Village) 99%

Woodland Arms Apartments, Ltd. 99%

Edison Capital Affordable Housing 99A G.P. 33.05% GP

Edison Capital Housing Partners IX LP 13.5533% GP

1010 SVN Associates LP 99.9%

2814 Fifth Street Associates LP (Land Park Woods) 99%

Alma Place Associates LP 99%

Knolls Community Associates LP 99.9%

Monterra Village Associates LP 99%

Pacific Terrace Associates LP 99.9%

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Sherman Glen, LLC 99%

Strobridge Housing Associates LP 99%

Trolley Terrace Townhomes LP 99.9%

Walnut Avenue Partnership LP 99%

Garnet Housing Associates LP 99%

MHIFED 94 LP (Delaware partnership) 1% GP; 99% LP to Bell Atlantic

Berry Avenue Associates LP 99%

Carlton Way Apartments LP 99%

CDR Senior Housing Associates (Casa del Rio) 99%

Corona Ely/Ranch Associates LP 99%

Fairview Village Associates LP 99%

Fell Street Housing Associates LP 99%

Hope West Apartments LP 99%

Morrone Gardens Associates LP 99%

Pajaro Court Associates LP 99%

Tierra Linda Associates LP 99%

Tlaquepaque Housing Associates LP 99%

MHIFED 95 LP (Delaware partnership) 1% GP; 99% LP to Bell Atlantic

1101 Howard Street Associates LP 99%

Avalon Courtyard LP (Carson Senior Housing) 99%

Hollywood El Centro LP 99%

La Brea/Franklin LP 99%

Larkin Pine LP 99%

Mercy Housing California III LP (3rd and Reed) 99%

Pinole Grove Associates LP 99%

Second Street Center LP (Santa Monica) 99%

Solinas Village Partners LP 99%

Three Oaks Housing LP 99%

MHIFED 96 LP (Delaware partnership) 5% GP; 95% LP to Cargill

Lavell Village Associates LP 99%

North Town Housing Partners LP (Villa del Norte Village) 99%

Poco Way Associates LP 99%

Seasons Affordable Senior Housing LP 99%

MHIFED 96A LP (Delaware partnership) 1% GP; 99% LP to Bell Atlantic

Good Samaritan Associates LP 99%

Metro Senior Associates LP 99%

Oxnard Housing Associates LP 99%

Reseda Village LP 99%

Round Walk Village Apartments LP 99%

Santa Alicia Family Housing Associates 99%

Vine Street Court LP 99%

Vine Street Court LP II 99%

**MISSION HOUSING ALPHA**

LL Housing LLC 24.5%

LL Housing LP (Laurel Lakes) 1%

Quebec Arms Apartments LP 0.05% GP

University Manor Apartment LP 0.05% GP

**MISSION HOUSING BETA**

[owns 2.58% of Edison Housing Consolidation Company; see listing under MHICAL 95 Company.]

**MISSION HOUSING DELTA**

[owns 1.07% of Edison Housing Consolidation Company; see listing under MHICAL 95 Company.]

MH V LP 99%

Centennial Place LP 99%

**MISSION HOUSING EPSILON**

[owns 0.54% of Edison Housing Consolidation Company; see listing under MHICAL 95 Company.]

Edison Capital Affordable Housing 99A G.P. 2.78%

Edison Capital Housing Partners IX LP 13.5533% GP

1010 SVN Associates LP 99.9%

2814 Fifth Street Associates LP (Land Park Woods) 99%

Alma Place Associates LP 99%

Knolls Community Associates LP 99.9%

Pacific Terrace Associates LP 99.9%

Sherman Glen, LLC 99%

Strobridge Housing Associates LP 99%

Trolley Terrace Townhomes LP 99.9%

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Walnut Avenue Partnership LP 99%

Hotel Elkhart L.L.C. (The Cornerstone) 99%

**MISSION HOUSING GAMMA**

[owns 1.73% of Edison Housing Consolidation Company; see listing under MHICAL 95 Company.]

**MISSION HOUSING HOLDINGS**

[owns 13.10% of Edison Housing Consolidation Company; see listing under MHICAL 95 Company.]

**MISSION HOUSING THETA****MISSION FUNDING THETA**

[owns 0.01% of Edison Housing Consolidation Company; see listing under MHICAL 95 Company.]

Brantwood II Associates LP 0.01% LP

Brooks School Associates LP 0.01% LP

Edison Capital Affordable Housing 99A G.P. 0.01%

Edison Capital Housing Partners IX LP 13.5533% GP

1010 SVN Associates LP 99.9%

2814 Fifth Street Associates LP (Land Park Woods) 99%

Alma Place Associates LP 99%

Knolls Community Associates LP 99.9%

Monterra Village Associates LP 99%

Pacific Terrace Associates LP 99.9%

Sherman Glen, L.L.C. 99%

Strobridge Housing Associates LP 99%

Trolley Terrace Townhomes LP 99.9%

Walnut Avenue Partnership LP 99%

Edison Capital Affordable Housing 99B G.P. 0.01%

Edison Capital Housing Partners X LP 19.3952% GP

Beacon Manor Associates LP 99.9%

Boulder Creek Apartments LP 99.9%

Burlington Senior Housing LLC 99.9%

CCS/Renton Housing LP (Renton) 99.9%

Coolidge Station Apartments L.L.C. 99%

Lark Ellen LP 99%

Mercy Housing California IX LP (Sycamore) 99.9%

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Morgan Hill Ranch Housing LP 99%

Pacifica Community Associates LP (Villa Pacifica) 99.9%

Persimmon Associates LP (Persimmon Tree) 99%

Providence-Brown Street Housing LP (Brown Street) 99.9%

San Juan Commons 1996 LP 99.9%

Timber Sound, Ltd. 99%

Timber Sound II, Ltd. 99%

Trinity Park Apartments LP 99.9%

Venbury Trail LP 99.9%

El Barrio Academy Urban Renewal Associates, LP (Academy Street) 0.01% LP

Lackawana Housing Associates LLC (Goodwill Neighborhood Residences) 0.01% LP

Oakdale Terrace Leased Housing Associates LP 0.01%

Roebing Village Inn Urban Renewal LP 0.01% LP

Westfield Condominium Investment LP 0.01%

Mission Housing Investors Partnership 5% GP; 95% LP to GECC

1028 Howard Street Associates LP 99%

Forest Winds Associates LP 99%

Glen Eden Associates LP (A Street) 99%

Prince Bozzuto LP (Fairground Commons) (Maryland partnership) 99%

Rancho Park Associates LP 99%

Rustic Gardens Associates LP 99%

National Boston Lofts Associates LLLP (Boston Lofts) 99%

Oakdale Terrace Leased Housing Associates LP 98.99%

OL Hope LP (Olympic Hope) 99.9%

Olive Court Apartments L.P. (98.9%)

Pacific Vista Las Flores LP (Vista Las Flores) 99.9%

Palmer Heights, LLC 99.9%

Pilot Grove LP (Massachusetts partnership) 99%

San Martin de Porres LP 99.9%

Tabor Grand LP (Colorado partnership) 99%

Terra Cotta Housing Associates LP 99.9%

West Valley Hart LP (Hart and Alabama) 99.9%

Westfield Condominium Investment LP 98.99%

White Mountain Apache LP 99%

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**EDISON FUNDING OMICRON INCORPORATED** (Delaware corporation) (formerly Edison Funding Omicron GP) 0.08% [also owned 55.52% by Edison Capital Housing Investments and 44.40% by Edison Housing Consolidation Company]

**EDISON FUNDING OLIVE COURT 100%**

Olive Court Housing Associates LP 1.1%

**MISSION FUNDING BETA**

**MISSION FUNDING EPSILON**

**Edison Capital (Bermuda) Investments, Ltd.** (Bermuda corporation)

Address: Clarendon House, 2 Church Street, Hamilton HM CX, Bermuda

**Edison Capital LAI (Bermuda) Ltd.**  
(Bermuda corporation)

Address: Clarendon House, 2 Church Street,  
P.O. Box HM666, Hamilton HM CX, Bermuda

Trinidad and Tobago  
Methanol Company Limited  
1.0%

Address: Clarendon House, 2 Church Street,  
P.O. Box HM666, Hamilton HM CX, Bermuda

AIG Asian Infrastructure  
Fund II LP 5.8%

AIG-GE Capital Latin  
American Infrastructure  
Fund LP 8%

AIG Emerging Europe  
Infrastructure Fund LP  
22.70%

AIG Emerging Europe  
Infrastructure  
Management LP 18.05% GP

**Edison Capital Latin American Investments  
(Bermuda) Ltd.** (Bermuda corporation) 33.3%

AIG Asian Infrastructure Fund II LP 5.8%

AIG-GE Capital Latin American Infrastructure  
Fund LP 7.89%

Andes Energy XII Ltd.  
100%

AIG Emerging Europe Infrastructure Fund LP  
22.7%

AIG Emerging Europe Infrastructure  
Management LP 18.05% GP

**EDISON CAPITAL LATIN AMERICAN  
INVESTMENTS HOLDING COMPANY** (Delaware  
corporation)

**Edison Capital Latin American Investments  
(Bermuda) Ltd.** (Bermuda corporation) 33.3%

AIG Asian Infrastructure  
Fund II LP 5.8%

AIG-GE Capital Latin  
American Infrastructure  
Fund LP 7.89%

AIG Emerging Europe  
Infrastructure Fund LP  
22.70%

AIG Emerging Europe  
Infrastructure  
Management LP 18.05% GP

**MISSION FUNDING ALPHA**

**MISSION FUNDING MU**

**MISSION FUNDING DELTA**

**MISSION FUNDING NU**

**Mission Investments, Inc.** (U.S. Virgin Islands corp.)

Address: ABN Trustcompany, Guardian Building, Havensight, 2nd Floor, St. Thomas, U.S. Virgin Islands

**Mission (Bermuda) Investments, Ltd.** (Bermuda corp.)

Address: Clarendon House, 2 Church Street, Hamilton HM CX, Bermuda

**MISSION FUNDING GAMMA**

**MISSION FUNDING KAPPA**

**MISSION RENEWABLE ENERGY MANAGEMENT SERVICES** (formerly Burlington Apartments, Inc.)

**MISSION LAND COMPANY** is a California corporation having its principal place of business at 18101 Von Karman Avenue, Suite 1700, Irvine, California 92612-1046. It is engaged, directly and through its subsidiaries, in the business of owning, managing and selling industrial parks and other real property investments. The subsidiaries and partnerships of Mission Land Company are listed below. Unless otherwise indicated, all entities are corporations, are organized under the laws of the State of California, and have the same principal place of business as Mission Land Company.

**ASSOCIATED SOUTHERN INVESTMENT COMPANY**

**CALABASAS PALATINO, INC.** (inactive)

**IRWINDALE LAND COMPANY** (inactive; dissolution pending)

**MISSION AIRPORT PARK DEVELOPMENT CO.** (inactive)

Mission Vacaville LP (limited partnership) 1% GP (inactive)

**MISSION INDUSTRIAL CONSTRUCTORS, INC.** (inactive)

Mission-Oceangate 75% GP (inactive)

**MISSION/ONTARIO, INC.** (inactive)

**MISSION SOUTH BAY COMPANY** (inactive)

Mission-Oceangate 25% GP (inactive)

Mission Vacaville LP (limited partnership) 99% LP (inactive)

**MISSION ENERGY HOLDING COMPANY** is a Delaware corporation having its principal place of business at 2600 Michelson Drive, Suite 1700, Irvine, California 92612. Mission Energy Holding Company owns the stock of Edison Mission Energy.

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**EDISON MISSION ENERGY** is a Delaware corporation having its principal place of business at 18101 Von Karman Avenue, Suite 1700, Irvine, California 92612-1046. Edison Mission Energy owns the stock of a group of corporations which, primarily through partnerships with non-affiliated entities, are engaged in the business of developing, owning, leasing and/or operating cogeneration and other energy or energy-related projects pursuant to the Public Utility Regulatory Policies Act of 1978. Edison Mission Energy, through wholly owned subsidiaries, also has ownership interests in a number of independent power projects in operation or under development that either have been reviewed by the Commission's staff for compliance with the Act or are or will be exempt wholesale generators or foreign utility companies under the Energy Policy Act of 1992. In addition, some Edison Mission Energy subsidiaries have made fuel-related investments and a limited number of

non-energy related investments. The subsidiaries and partnerships of Edison Mission Energy are listed below. Unless otherwise indicated, all entities are corporations, are organized under the laws of the State of California and have the same principal place of business as Edison Mission Energy.

**AGUILA ENERGY COMPANY**

American Bituminous Power Partners, LP (Delaware limited partnership) 49.5%; 50% with Pleasant Valley

Address: Grant Town Power Plant, Highway 17, Grant Town, WV 26574

**ANACAPA ENERGY COMPANY**

Salinas River Cogeneration Company (California general partnership) 50%

Address: Star Route 42, Sargents Road, San Ardo, CA 93450

**ARROWHEAD ENERGY COMPANY (inactive)**

Crown Energy, L.P. (New Jersey limited partnership) (inactive) 50% LP; 100% w/ Thorofare, Mission/Eagle

**CAMINO ENERGY COMPANY**

Watson Cogeneration Company (California general partnership) 49%

Address: 22850 South Wilmington Avenue, Carson, CA 90749

**CHESTER ENERGY COMPANY**

**DEL MAR ENERGY COMPANY** (Disregarded as a separate entity for tax purposes)

Mid-Set Cogeneration Company (California general partnership) 50%

Address: 13705 Shalae Road, Fellows, CA 93224

**DESERT SUNRISE ENERGY COMPANY** (Nevada corporation) (inactive)

**EDISON MISSION CARSON CORP.** (Delaware corporation)

**EDISON MISSION DEVELOPMENT, INC.** (Delaware corporation) 100%

**EDISON MISSION ENERGY FUEL**

**EDISON MISSION ENERGY PETROLEUM**

**EDISON MISSION ENERGY SERVICES, INC.** . [formerly Edison Mission Energy Fuel Services, Inc.]

[PowerGen project]

**EDISON MISSION FUEL RESOURCES, INC.** . (Delaware corporation) [Com Ed Project]

**EDISON MISSION FUEL TRANSPORTATION, INC.** (Delaware corporation) [Com Ed Project]

**EDISON MISSION MARKETING AND TRADING, INC.**

Edison Mission Solutions, LLC (Delaware LLC) 100% (formerly Midwest Generation Energy

Services, LLC Delaware LLC) (formerly CP Power Sales Eighteen, L.L.C.) 100%

Address: One Financial Place, 400 South LaSalle Street, Suite 3500, Chicago, Illinois 60605

**EDISON MISSION HOLDINGS CO.** (formerly EME Homer City Holdings Co.)

**CHESTNUT RIDGE ENERGY COMPANY** 100%

**EME HOMER CITY GENERATION, L.P.** (Pennsylvania limited partnership) 99.9%LP [EWG]

Address: 1750 Power Plant Road, Homer City, PA 15748-8009

**EDISON MISSION FINANCE CO.** 100%

**HOMER CITY PROPERTY HOLDINGS, INC.** 100%

**MISSION ENERGY WESTSIDE, INC.** 100%

**EME HOMER CITY GENERATION, L.P.** (Pennsylvania limited partnership) 0.1%GP [EWG]

Address: 1750 Power Plant Road, Homer City, PA 15748-8009

**EDISON MISSION OPERATION AND MAINTENANCE, INC.**

**EDISON MISSION PROJECT CO.** (formerly EME UK International, Inc.) (Delaware corporation) (inactive) 100%

**EDISON MISSION WIND, INC.** (Delaware corporation) 100%

Edison Mission Renewable Energy CDE, LLC (Delaware corporation) 99%

Bandana Point Wind, LLC (Delaware LLC) 1%

Address:

Boquillas Wind, LLC (Delaware LLC) 1% (formerly Aubrey Cliffs Wind)

Buffalo Bear LLC (Oklahoma LLC) 100% (Disregarded as a separate entity for tax purposes)

Clear Creek Wind, LLC (Delaware LLC) 1%

Address:

**EDISON MISSION MID-ATLANTIC, INC.** (Delaware corporation) 100%

Address for Edison Mission Mid-Atlantic's subsidiaries: 10592 Perry Highway,

Black Rock Wind Force, LLC (Delaware LLC) 5%

Dan's Mountain Wind Force, LLC (Delaware LLC) 5%

Liberty Gap Wind Force, LLC (Delaware LLC) 5%

Meadow Mountain Wind Force, LLC (Delaware LLC) 5%

Mt. Storm Wind Force, LLC (Delaware LLC) 5%

Pinnacle Wind Force, LLC (Delaware LLC) 5%

Rich Mtn. Wind Force, LLC (Delaware LLC) 5%

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Savage Mtn. Wind Force, LLC (Delaware LLC) 5%

South Avenue Wind Force, LLC (Delaware LLC) 5%

**EDISON MISSION MIDWEST II, INC.** (Delaware corporation) 100%

Big Sky Wind, LLC (Delaware LLC) 100.0% (Disregarded as a separate entity for tax purposes)

Blue Ridge Wind, LLC (Delaware LLC) 5%

Broken Bow Wind, LLC (Delaware LLC) 5%

Burr Ridge Wind, LLC (Delaware LLC) 5%

Conestoga Wind, LLC (Delaware LLC) 5%

Elkhorn Ridge Wind II, LLC (Delaware LLC) 5%

Grande Prairie Wind, LLC (Delaware LLC) 5%

Hampshire Highlands Wind, LLC (Delaware LLC) 5%

Holt County Wind, LLC (Delaware LLC) 5%

Laredo Ridge Wind, LLC (Delaware LLC) 5%

Pine Hill Wind, LLC (Delaware LLC) 5%

Stony Brook Wind, LLC (Delaware LLC) 5.0%

Walnut Ridge Wind, LLC (Delaware LLC) 5.0%

Wildcat Ridge Wind, LLC (Delaware LLC) 5%

Foresight Flying M, LLC (Grapevine) (Delaware LLC) 1%  
Address:

Guadalupe Mountains Wind, LLC (Delaware LLC) 1%

Address:

Happy Whiteface Wind, LLC (Texas LLC) 100% (Disregarded as a separate entity for tax purposes)

Hurricane Cliffs Wind, LLC (Delaware LLC) 1%

Address:

**MISSION FUNDING ZETA**

Ogden Martin Systems of Huntington LP (New York partnership) 15.15%

Lakota Ridge LLC (Delaware LLC) 75% [EWG, QF]

Address: c/o DanMar and Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56164

**MISSION BINGHAM LAKE WIND, LLC (Minnesota LLC) 100% GP**

[Disregarded as a separate entity for tax purposes.]

Address for Mission Bingham Lake Wind and all of its subsidiaries: c/o DanMar and Associates, 520 Fifth

Avenue SE, Pipestone, Minnesota 56164

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ALP Wind, LLC (Minnesota LLC) 99% LP [QF]

Windom Transmission, LLC (Minnesota LLC) 8.25% LP

HyperGen, LLC (Minnesota LLC) 99% LP [QF]

Windom Transmission, LLC (Minnesota LLC) 8.25% LP

JMC Wind, LLC (Minnesota LLC) 99% LP [QF]

Windom Transmission, LLC (Minnesota LLC) 8.25% LP

LimiEnergy, LLC (Minnesota LLC) 99% LP [QF]

Windom Transmission, LLC (Minnesota LLC) 8.25% LP

Maiden Winds, LLC (Minnesota LLC) 99% LP [QF]

Windom Transmission, LLC (Minnesota LLC) 8.25% LP

MD & E Wind, LLC (Minnesota LLC) 99% LP [QF]

Windom Transmission, LLC (Minnesota LLC) 8.25% LP

Power Beyond, LLC (Minnesota LLC) 99% LP [QF]

Windom Transmission, LLC (Minnesota LLC) 8.25% LP

Power Blades Windfarm, LLC (Minnesota LLC) 99% LP [QF]

Windom Transmission, LLC (Minnesota LLC) 8.25% LP

Stony Hills Wind Farm, LLC (Minnesota LLC) 99%LP [QF]

Windom Transmission, LLC (Minnesota LLC) 8.25%LP

Tower of Power, LLC (Minnesota LLC) 99%LP [QF]

Windom Transmission, LLC (Minnesota LLC) 8.25%LP

Whispering Wind Acres, LLC (Minnesota LLC) 99%LP [QF]

Windom Transmission, LLC (Minnesota LLC) 8.25%LP

White Caps Windfarm, LLC (Minnesota LLC) 99%LP [QF]]

Windom Transmission, LLC (Minnesota LLC) 8.25%LP

Windom Transmission, LLC (Minnesota LLC) 1.0%LP

**MISSION CWN HOLDINGS INC.** (Delaware corporation) 100%

**MISSION COMMUNITY WIND NORTH, INC.** (Delaware corporation)

**Mission Minnesota Wind, LLC** (Delaware LLC) 100% GP

[Disregarded as separate entity for tax purposes.]

Address for Mission Minnesota Wind and all of its interests except Jeffers Wind 20, LLC: c/o  
DanMar and

Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56164

Address: 120 S. Sixth St., Minnesota, MN 55402

Bisson Windfarm, LLC (Minnesota LLC) 95%LP [EWG, QF]

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DanMar Transmission, LLC (Minnesota LLC) 19.9%LP

Boeve Windfarm, LLC (Minnesota LLC) 99%LP [EWG, QF]

CG Windfarm, LLC (Minnesota LLC) 99%LP [See [EWG, QF]

DanMar Transmission, LLC (Minnesota LLC) 19.9%LP

Fey Windfarm, LLC (Minnesota LLC) 99%LP [EWG, QF]

K-Brink Windfarm, LLC (Minnesota LLC) 99%LP [EWG, QF]

TG Windfarm, LLC (Minnesota LLC) 99%LP [EWG, QF]

DanMar Transmission, LLC (Minnesota LLC) 19.9%LP

Tofteland Windfarm, LLC (Minnesota LLC) 91%LP [EWG, QF]

DanMar Transmission, LLC (Minnesota LLC) 19.9%LP

Westridge Windfarm, LLC (Minnesota LLC) 92%LP [EWG, QF]

DanMar Transmission, LLC (Minnesota LLC) 19.9%LP  
Windcurrent Farms, LLC (Minnesota LLC) 99%LP [EWG, QF]  
DanMar Transmission, LLC (Minnesota LLC) 0.5%LP  
Carstensen Wind, LLC (Minnesota LLC) 99%LP [EWG, QF]  
West Pipestone Transmission, LLC (Minnesota LLC)19.9%LP  
Greenback Energy, LLC (Minnesota LLC) 99%LP [EWG, QF]  
West Pipestone Transmission, LLC (Minnesota LLC)19.9%LP  
Lucky Wind, LLC (Minnesota LLC) 99%LP [EWG, QF]  
West Pipestone Transmission, LLC (Minnesota LLC)19.9%LP  
Northern Lights Wind, LLC (Minnesota LLC) 99%LP [EWG, QF]  
West Pipestone Transmission, LLC (Minnesota LLC)19.9%LP  
Stahl Wind Energy, LLC (Minnesota LLC) 99%LP [EWG, QF]  
West Pipestone Transmission, LLC (Minnesota LLC)19.9%LP  
West Pipestone Transmission, LLC (Minnesota LLC) 0.5%LP  
Bendwind, LLC (Minnesota LLC) 99%LP [EWG]  
East Ridge Transmission, LLC (Minnesota LLC) 12.375%LP  
Degreeff DP LLC (Minnesota LLC) 99%LP [EWG]  
East Ridge Transmission, LLC (Minnesota LLC) 12.375%LP  
Degreeffpa, LLC (Minnesota LLC) 99%LP [EWG]  
East Ridge Transmission, LLC (Minnesota LLC) 12.375%LP  
Groen Wind, LLC (Minnesota LLC) 99%LP [EWG]  
East Ridge Transmission, LLC (Minnesota LLC) 12.375%LP  
Hillcrest Wind, LLC (Minnesota LLC) 99%LP [EWG]

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East Ridge Transmission, LLC (Minnesota LLC) 12.375%LP  
Larswind, LLC (Minnesota LLC) 99%LP [EWG]  
East Ridge Transmission, LLC (Minnesota LLC) 12.375%LP  
Sierra Wind, LLC (Minnesota LLC) 99%LP [EWG]  
East Ridge Transmission, LLC (Minnesota LLC) 12.375%LP  
TAIR Windfarm, LLC (Minnesota LLC) 99%LP [EWG]

East Ridge Transmission, LLC (Minnesota LLC) 12.375%LP

East Ridge Transmission, LLC (Minnesota LLC) 1.0%LP7

Shaokatan Hills LLC (Delaware LLC) 75% [EWG, QF]Address: c/o DanMar and Associates,  
520 Fifth Avenue SE, Pipestone, Minnesota 56164

Woodstock Hills LLC (Delaware LLC) 75% [EWG, QF]

Address: c/o DanMar and Associates, 520 Fifth Avenue SE, Pipestone, Minnesota 56164

**MISSION MINNESOTA WIND III, INC.** (Delaware corporation) 100%

Jeffers Wind 20, LLC (Minnesota LLC) 99.9%LP

**MISSION WIND CEDRO, LLC** (Delaware LLC) 100%

Cedro Hill Wind LLC (Delaware LLC) 100%

**MISSION WIND GOAT MOUNTAIN, INC.** (Delaware corporation) 100%

Goat Wind, L.P. (Texas LP) 1%

**MISSION WIND MAINE, INC.** (Delaware corporation) 100%

Maine Mountain Power, LLC (Delaware LLC) 97.5%

**MISSION WIND NEW MEXICO II, INC.** (Delaware corporation) 100%

High Lonesome Mesa, LLC (Delaware LLC) 100% (Disregarded as a separate entity for tax purposes)

High Lonesome Mesa Investments, LLC (Delaware LLC) 100% (Disregarded as a separate entity for tax purposes)

**MISSION WIND NEW YORK, INC.** (Delaware corporation) 100%

**MISSION WIND OWAISSA, INC.** (Delaware corporation) 100%

**MISSION WIND SOUTHWEST, INC.** (Delaware corporation) 100%

Wilson Creek Power Partners, LLC (Delaware LLC) 10%

**MISSION WIND TALOGA, INC.** (Delaware corporation) 100%

Taloga Wind, LLC (Oklahoma LLC) 100% (Disregarded as a separate entity for tax purposes)

**MISSION WIND TEXAS II, INC.** (Delaware corporation) 100%

Goat Wind, L.P. (Texas LP) 98.9%

**MISSION WIND TEXAS III, INC.** (Delaware corporation) 100%

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**MISSION WIND UTAH, LLC** (Delaware LLC) 100% (Disregarded as a separate entity for tax purposes)

Spanish Fork Wind Park 2, LLC (Utah LP) 100% (Disregarded as a separate entity for tax

purposes)

**MISSION WIND WILDORADO II, INC.** (Delaware corporation) 100%

**MISSION WIND WYOMING LLC** (Delaware LLC) 100% (Disregarded as a separate entity for tax purposes)

Mountain Wind Power, LLC (Delaware LLC) 100% (Disregarded as a separate entity for tax purposes)

Mountain Wind Power II, LLC (Delaware LLC) 100% (Disregarded as a separate entity for tax purposes)

Pioneer Ridge, LLC (Delaware LLC) 100% (Disregarded as a separate entity for tax purposes)

Mustang Wind, LLC (Delaware LLC) 1%

Address:

Owaissa Wind Ranch, LLC (Delaware LLC) 1%

Address:

Pine Nut Wind Ranch, LLC (Delaware LLC) 1%

Address:

Stonycreek Windpower, LLC (Delaware LLC) 50%

Address:

Sunshine Arizona Wind Energy, LLC (Delaware LLC) 1%

Address:

Storm Lake Power Partners I, LLC (Delaware LLC) 1% [EWG]

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Vernon Switch Wind, LLC (Delaware LLC) 1%

Address: 6 **VIENTO FUNDING, INC.** (Delaware corporation) 100%

**MISSION IOWA WIND COMPANY**

Storm Lake Power Partners I, LLC (Delaware LLC) 99% [EWG]

Clear View Acres Wind Farm, LLC (Iowa LLC) 99%

Address: 4939 220<sup>th</sup> Ave., Albert City, Iowa 50510

Crosswind Transmission, LLC (Iowa LLC) 10%LP

Eagle View Acres Wind Farm, LLC (Iowa LLC) 99%

Address: 5074 390<sup>th</sup> Ave., Laurens, Iowa 50554

Crosswind Transmission, LLC (Iowa LLC) 10%LP

Elk Lake Wind Farm, LLC (Iowa LLC) 99%

Address: 18551 470<sup>th</sup> St., Havelock, Iowa 50546

Crosswind Transmission, LLC (Iowa LLC) 10%LP

Green Prairie Energy, LLC (Iowa LLC) 99%

Address: 3879 Kirkwood St., Prole, Iowa 50229

Crosswind Transmission, LLC (Iowa LLC) 10%LP

Highland Township Wind Farm, LLC (Iowa LLC) 99%

Address: 302 3<sup>rd</sup> St., Varina, Iowa 50593

Crosswind Transmission, LLC (Iowa LLC) 10%LP

Palo Alto County Wind Farm, LLC (Iowa LLC) 99%

Address: 2441 480<sup>th</sup> St., Albert City, Iowa 50510

Crosswind Transmission, LLC (Iowa LLC) 10%LP

Silver Lake Acres Wind Farm, LLC (Iowa LLC) 99%

Address: 50768 150<sup>th</sup> Ave., Laurens, Iowa 50554

Crosswind Transmission, LLC (Iowa LLC) 10%LP

Sunrise View Wind Farm, LLC (Iowa LLC) 99%

Address: 49106 100<sup>th</sup> Ave., Albert City, Iowa 50510

Crosswind Transmission, LLC (Iowa LLC) 10%LP

Sunset View Wind Farm, LLC (Iowa LLC) 99%

Address: 2243 Highway 3, Albert City, Iowa 50510

Crosswind Transmission, LLC (Iowa LLC) 10%LP

Virgin Lake Wind Farm, LLC (Iowa LLC) 99%

Address: 47902 170<sup>th</sup> Ave., Laurens, Iowa 50554

Crosswind Transmission, LLC (Iowa LLC) 10%LP

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Cy-Hawk Wind Energy, LLC (Iowa LLC) 99%

Address: 1065 Orchard Avenue, Jefferson, Iowa 50129

Hardin Hilltop Wind, LLC (Iowa LLC) 14.2857%LP

Greene Wind Energy, LLC (Iowa LLC) 99%

Address: 608 South Wilson, Jefferson, Iowa 50129

Hardin Hilltop Wind, LLC (Iowa LLC) 14.2857%LP

Hardin Wind Energy, LLC (Iowa LLC) 99%

Address: 1210 Milligan Circle, Jefferson, Iowa 50129

Hardin Hilltop Wind, LLC (Iowa LLC) 14.2857%LP

Poverty Ridge Wind, LLC (Iowa LLC) 99%

Address: 1210 Milligan Circle, Jefferson, Iowa 50129

Hardin Hilltop Wind, LLC (Iowa LLC) 14.2857%LP

Sutton Wind Energy, LLC (Iowa LLC) 99%

Address: 1464 190<sup>th</sup> Street, Jefferson, Iowa 50129

Hardin Hilltop Wind, LLC (Iowa LLC) 14.2857%LP

Wind Family Turbine, LLC (Iowa LLC) 99%

Address: 412 South Locust Street, Jefferson, Iowa 50129

Hardin Hilltop Wind, LLC (Iowa LLC) 14.2857%LP

Zontos Wind, LLC (Iowa LLC) 99%

Address: 1464 190<sup>th</sup> Street, Jefferson, Iowa 50129

Hardin Hilltop Wind, LLC (Iowa LLC) 14.2857%LP

**MISSION MINNESOTA WIND II, INC.** (Delaware corporation) 100%

Odin Wind Farm, LLC (Minnesota LLC) 99.9%

Address: 5050 Lincoln Drive, Suite 420, Edina, Minnesota

OWF One, LLC (Minnesota LLC) 100%

OWF Two, LLC (Minnesota LLC) 100%

OWF Three, LLC (Minnesota LLC) 100%

OWF Four, LLC (Minnesota LLC) 100%

OWF Five, LLC (Minnesota LLC) 100%

OWF Six, LLC (Minnesota LLC) 100%

OWF Seven, LLC (Minnesota LLC) 100%

OWF Eight, LLC (Minnesota LLC) 100%

**MISSION WIND OKLAHOMA, INC.** (Delaware corporation) 100%

Sleeping Bear, LLC (Oklahoma LLC) 100% (Disregarded as a separate entity for tax purposes)

**MISSION WIND PA ONE, INC.** (Delaware corporation) 100%

Forward Windpower, LLC (Delaware LLC) 50%

**MISSION WIND PA TWO, INC.** (Delaware corporation) 100%

Lookout Windpower, LLC (Delaware LLC) 50%

**MISSION WIND PA THREE, INC.** (Delaware corporation) 100%

Lookout Windpower, LLC (Delaware LLC) 50%

**MISSION WIND PENNSYLVANIA, INC.** (Delaware corporation) 100%

Forward Windpower, LLC (Delaware LLC) 50%

**EHI DEVELOPMENT FUND** 100%

Edison Mission Renewable Energy CDE, LLC (1%)

**EME CP HOLDINGS CO.** (Delaware corporation)

CP Power Sales Seventeen, L.L.C. (Delaware limited liability company)

CP Power Sales Nineteen, L.L.C. (Delaware limited liability company) (inactive)

CP Power Sales Twenty, L.L.C. (Delaware limited liability company) (inactive)

**EME EASTERN HOLDINGS CO.** (Delaware corporation)

Citizens Power Holdings One, LLC (Delaware limited liability company)

CL Power Sales Eight, L.L.C. (Delaware LLC) 25%

CL Power Sales Ten, L.L.C. (Delaware LLC) 25%

**EME SERVICE CO.** (Delaware corporation)

**EME WIND SERVICE CO.** (Delaware corporation)

**EMP, INC.** (Oregon corporation) (inactive)

**GLOBAL POWER INVESTORS, INC.** (Delaware corporation) (inactive)

**MADISON ENERGY COMPANY** (inactive)

**MIDWEST GENERATION EME, LLC** (Delaware LLC) 100%

Address: One Financial Place, 400 South LaSalle Street, Suite 3500, Chicago, Illinois 60605

**EDISON MISSION MIDWEST HOLDINGS CO.** (Delaware corporation) 100%

Address: One Financial Place, 400 South LaSalle Street, Suite 3500, Chicago, Illinois 60605

**EDISON MISSION ENERGY FUEL SERVICES, LLC** (Delaware limited liability company)

Address: One Financial Place, 440 South LaSalle Street, Suite 3500, Chicago, Illinois 60605

**MIDWEST GENERATION, LLC** (Delaware LLC) (Com Ed project) 100% [EWG]

Address: One Financial Place, 400 South LaSalle Street, Suite 3400, Chicago, Illinois 60605

Crawford Station, 3501 South Pulaski Road, Chicago, IL 60608

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Collins Station, 4200 East Pine Bluff Road, Morris, IL 60623 [decommissioned 12/31/2004]

Fisk Station, 1111 West Cermak Road, Chicago, IL 60608

Joliet Station, 1800 Channahon Road, Joliet, IL 60436

Powerton Station, 13082 East Manito Road, Pekin, IL 61554

Waukegon Station, 10 Greenwood Avenue, Waukegan, IL 60087

Will County Station, 529 East Romeo Road, Romeoville, IL 60441

**MIDWEST FINANCE CORP.** (Delaware corporation) 100%

Address: One Financial Place, 400 South LaSalle Street, Suite 3500, Chicago, Illinois 60605

**MIDWEST GENERATION PROCUREMENT SERVICES, LLC**  
(formerly Hancock Generation

LLC—renamed 01/20/2005) (Delaware limited liability company) 100%

Address: One Financial Place, 400 South LaSalle Street, Suite 3500, Chicago, Illinois 60605

**MIDWEST PEAKER HOLDINGS, INC.** (Delaware corporation) 100% (inactive)

Mission Capital, L.P. (Delaware limited partnership) 3%; MIPS partnership

**MISSION DEL CIELO, INC.** (Delaware corporation) 100%

Mission del Sol, LLC (Delaware limited liability company) 100%

Sunrise Power Company, LLC (Delaware LLC) 50% [EWG]

Address: 12857 Sunrise Power Road, Fellows, CA 93224

Mission De Las Estrellas LLC (Delaware corporation) 50%

**MISSION/EAGLE ENERGY COMPANY** (inactive)

Crown Energy, L.P. (New Jersey limited partnership) (inactive) 2% GP; 100% w/ Arrowhead, Thorofare

**MISSION ENERGY CONSTRUCTION SERVICES, INC.**

**MISSION ENERGY GENERATION, INC.** (inactive)

**MISSION ENERGY HOLDINGS, INC.** (Delaware corporation) 100%

Mission Capital, L.P. (Delaware LP) 97%; MIPS partnership

**Beheer-en Beleggingsmaatschappij Plogema B.V.** 100% (Netherlands company)

Address: De Lairesestraat 111-115, 1075 HH Amsterdam, The Netherlands

**MEC Esenyurt B.V.** (Netherlands company) (Doga Project) 100%

Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

**Doga Enerji Uretim Sanayi ve Ticaret L.S.** (Turkey company) (Project company) 80% [FUCO]

Address: Merkez Mahallesi, Birlik Caddesi 11/8, Esenyurt, Istanbul, Turkey

**Doga Isi Satis Hizmetleri ve Ticaret L.S.** (Turkey company) (Heat company) 80%

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Address: Merkez Mahallesi, Birlik Caddesi 11/8, Esenyurt, Istanbul, Turkey

**Doga Isletme ve Bakim Ticaret L.S.** (Turkey company) (OandM company) 80%

Address: Merkez Mahallesi, Birlik Caddesi 11/8, Esenyurt, Istanbul, Turkey

**Caresale Services Limited** (UK company) 49% (inactive)

Address: 99 City Road, London EC1Y 1AX England

**Edison First Power Limited** (Guernsey company) (inactive) 65%

Address: 99 City Road, London EC1Y 1AX England

**Edison First Power Holdings II** (UK company) 100% [PowerGen project] (inactive)

Address: 99 City Road, London EC1Y 1AX England

**Edison First Power Holdings I** (UK company) 100% [PowerGen project] (inactive)

Address: 99 City Road, London EC1Y 1AX England

**Caresale Services Limited** (UK company) 51% (inactive)

Address: 99 City Road, London EC1Y 1AX England

**Edison First Power Limited** (Guernsey company) (inactive) 65%

Address: 99 City Road, London EC1Y 1AX England

**Maplekey Holdings Limited** (UK company) 100% (inactive)

Address: 99 City Road, London EC1Y 1AX England

**Maplekey UK Finance Limited** (UK company) 100% (inactive)

Address: 99 City Road, London EC1Y 1AX England

**Maplekey UK Limited** (UK company) 100% (inactive)

Address: 99 City Road, London EC1Y 1AX England

**Edison First Power Limited** (Guernsey company) (inactive) 35%

Address: 99 City Road, London EC1Y 1AX England

**EME Finance UK Limited** (UK company) 100% (inactive)

Address: 99 City Road, London EC1Y 1AX England

EME Investments, LLC (Delaware LLC) 100% (inactive)

EME Investments II, LLC (Delaware LLC) 100% (inactive)

**EME SOUTHWEST POWER CORPORATION** (Delaware corporation) (inactive) 100%

EME UK International LLC (Delaware LLC) (inactive) 100%

**First Hydro Renewables Limited** (UK company) (inactive) 100%

Address: Dinorwig Power Station, Llamberis, Gwynedd, LL55 4TY, Wales

**First Hydro Renewables Number 2 Limited** (formerly Celtic Offshore Wind Ltd.) (UK company) (inactive) 100%

Address: Dinorwig Power Station, Llamberis, Gwynedd, LL55 4TY, Wales

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**MEC San Pascual B.V.** (Netherlands company) 100%

Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

**San Pascual Cogeneration Company International B.V.** 50% (Netherlands company)

Address: Croeselaan 18, 3521 CB Utrecht, The Netherlands

**San Pascual Cogeneration Company (Philippines) Limited** (San Pascual Project) 1% GP and 74% LP (Philippines limited partnership)

Address: Unit 1610/1611, Tower One, Ayala Triangle, Ayala Ave, 1200 Makati City, Metro Manila, Philippines

**Morningstar Holdings B.V.** (formerly Beheer-en Beleggingsmaatschappij Vestra B.V.) (Netherlands company)

(inactive) 50%

Address: Level 2, De Lairesestraat 111-115, 1075 HH Amsterdam, Netherlands

Address: 99 City Road, London EC1Y 1AX England

**Mission Energy Singapore Pte. Ltd.** (Singapore company) 100%

Address: 1 Robinson Road, #17-00 AIA Tower, Singapore 048542

**MISSION ENERGY WALES COMPANY** (inactive)

**MISSION TAYLORVILLE ENERGY CENTER, LLC** (Delaware LLC) 100%

**PARADISE ENERGY COMPANY** (inactive)

Vista Energy, L.P. (New Jersey limited partnership) (inactive) 50%; 100% w/ Vista Energy Company

**PLEASANT VALLEY ENERGY COMPANY**

American Bituminous Power Partners, LP (Delaware limited partnership) 0.5%; 50% w/ Aguila

Address: Grant Town Power Plant, Highway 17, Grant Town, WV 26574

**RAPIDAN ENERGY COMPANY** (inactive)

**REEVES BAY ENERGY COMPANY** (GP and LP) (inactive)

North Shore Energy, L.P. (Delaware limited partnership) (inactive) 50%; 100% w/ Santa Clara

Northville Energy Corporation (New York corporation) (inactive) 100% [DISSOLUTION PENDING]

**SAN GABRIEL ENERGY COMPANY** (inactive)

**SAN JOAQUIN ENERGY COMPANY**

Midway-Sunset Cogeneration Company (California general partnership) 50%

Address: 3466 West Crocker Springs Road, Fellows, CA 93224

**SAN JUAN ENERGY COMPANY**

March Point Cogeneration Company (California general partnership) 50%

Address: 655 South Texas Road, Anacortes, WA 98221

**SANTA CLARA ENERGY COMPANY** (inactive)

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North Shore Energy, L.P. (Delaware limited partnership) (inactive) 50%; 100% w/ Reeves Bay

Northville Energy Corporation (New York corporation) (inactive) 100% [DISSOLUTION PENDING]

**SILVERADO ENERGY COMPANY**

Coalinga Cogeneration Company (California general partnership) 50%

Address: 32812 West Gate Road, Bakersfield, CA 93210

**SOUTHERN SIERRA ENERGY COMPANY**

Kern River Cogeneration Company (California general partnership) 50%

Address: SW China Grade Loop, Bakersfield, CA 93308

**THOROFARE ENERGY COMPANY** (inactive)

Crown Energy, L.P. (New Jersey limited partnership) (inactive) 48%LP; 100% w/ Arrowhead, Mission/Eagle

**VALLE DEL SOL ENERGY, LLC** (Delaware LLC) (inactive) 100%

**VIEJO ENERGY COMPANY**

Sargent Canyon Cogeneration Company (California general partnership) 50%

Address: Star Route 42, Sargents Road, San Ardo, CA 93450

**VIENTO FUNDING II, INC.**

**EDISON MISSION MIDWEST, INC.** (Delaware corporation) 100%

Elkhorn Ridge Wind, LLC (Delaware LLC) 66.67%

**MISSION WIND NEW MEXICO, INC.** (Delaware corporation) 100%

San Juan Mesa Wind Project, LLC (Delaware LLC) 75% [EWG]

San Juan Mesa Investments, LLC (Delaware LLC) 100% (Disregarded as a separate entity for tax purposes)

**MISSION WIND WILDORADO, INC.** (Delaware corporation) 100%

Wildorado Wind, LLC (Texas LLC) 1.0%

**MISSION WIND TEXAS, INC.** (Delaware corporation) 100%

Wildorado Wind, LLC (Texas LLC) 98.9%

**VISTA ENERGY COMPANY** (New Jersey corporation) (inactive) 100%

Vista Energy, L.P. (New Jersey limited partnership) (inactive) 50%; 100% w/ Paradise Energy Company

**WALNUT CREEK ENERGY, LLC** (Delaware LLC) (inactive) 100%

**WESTERN SIERRA ENERGY COMPANY**

Sycamore Cogeneration Company (California general partnership) 50%

Address: SW China Grade Loop, Bakersfield, CA 93308

QuickLinks

Exhibit 21

EDISON INTERNATIONAL TIER LIST AS OF DECEMBER 31, 2009  
HOLDING COMPANY  
UTILITY SUBSIDIARIES  
NONUTILITY SUBSIDIARIES

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**Exhibit 23**

**CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

We hereby consent to the incorporation by reference in the Registration Statement on Form S-3 (No. 333-155198) and Registration Statements on Form S-8 (Nos. 333-162989, 333-161284, 333-129441 and 333-88526) of Edison International of our report dated March 1, 2010 relating to the financial statements and the effectiveness of internal control over financial reporting, which appears in the 2009 Annual Report to Shareholders, which is incorporated in this Annual Report on Form 10-K. We also consent to the incorporation by reference of our report dated March 1, 2010 relating to the financial statement schedules, which appears in this Form 10-K.

PricewaterhouseCoopers LLP  
Los Angeles, California  
March 1, 2010

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QuickLinks

[Exhibit 23](#)

[CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM](#)

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**Exhibit 24.1**

**EDISON INTERNATIONAL**

**POWER OF ATTORNEY**

The undersigned, EDISON INTERNATIONAL, a California corporation, and certain of its officers and/or directors do each hereby constitute and appoint, ROBERT L. ADLER, W. JAMES SCILACCI, POLLY L. GAULT, MARK C. CLARKE, BARBARA E. MATHEWS, ROBERT C. BOADA, GEORGE T. TABATA, PAIGE W. R. WHITE, MICHAEL A. HENRY, KEITH J. LARSON, KATHLEEN BRENNAN DE JESUS, JEFFERY D. DURAN, DARLA F. FORTE, BONITA J. SMITH, MARGA ROSSO, and VICTORIA A. PRIETO, or any of them, to act as attorney-in-fact, for and in their respective names, places, and steads, to execute, sign, and file or cause to be filed an Annual Report on Form 10-K for the fiscal year ended December 31, 2009, Quarterly Reports on Form 10-Q for each of the first three quarters of fiscal year 2010, any Current Reports on Form 8-K from time to time during 2010 and through December 9, 2010, or in the event this Board of Directors does not meet on December 9, 2010, through the next succeeding date on which this Board holds a regular meeting, and any and all supplements and amendments thereto, to be filed by Edison International with the Securities and Exchange Commission, under the Securities Exchange Act of 1934, as amended, (the "Act"), for the purpose of complying with Sections 13 or 15(d) of the Act, granting unto said attorneys-in-fact, and each of them, full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and appropriate to be done in and about the premises as fully and to all intents and purposes as the undersigned or any of them might or could do if personally present, hereby ratifying and approving the acts of each of said attorneys-in-fact.

Executed at Rosemead, California, as of this 10th day of December, 2009.

EDISON INTERNATIONAL

By: /s/ THEODORE F. CRAVER, JR.

\_\_\_\_\_  
Theodore F. Craver, Jr.  
Chairman of the Board, President,  
and Chief Executive Officer

Attest:

/s/ BARBARA E. MATHEWS

\_\_\_\_\_  
Barbara E. Mathews  
Vice President, Associate General Counsel,  
Chief Governance Officer and Corporate Secretary

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**2010 Edison International  
10-K, 10-Q, and 8-K Power of Attorney**

Principal Executive Officer:

/s/ THEODORE F. CRAVER, JR.

Theodore F. Craver, Jr.

Chairman of the Board, President, Chief Executive Officer, and  
Director

Principal Financial Officer:

/s/ W. JAMES SCILACCI

W. James Scilacci

Executive Vice President, Chief Financial Officer, and Treasurer

Controller and Principal Accounting Officer:

/s/ MARK C. CLARKE

Mark C. Clarke

Vice President and Controller

Additional Directors:

/s/ VANESSA C.L. CHANG

Vanessa C.L. Chang

Director

/s/ FRANCE A. CÓRDOVA

France A. Córdova

Director

/s/ CHARLES B. CURTIS

Charles B. Curtis

Director

/s/ BRADFORD M. FREEMAN

Bradford M. Freeman

Director

/s/ LUIS G. NOGALES

Luis G. Nogales

Director

/s/ RONALD L. OLSON

Ronald L. Olson

Director

/s/ JAMES M. ROSSER

James M. Rosser

Director

/s/ RICHARD T. SCHLOSBERG, III

Richard T. Schlosberg, III

Director

/s/ THOMAS C. SUTTON

Thomas C. Sutton

Director

/s/ BRETT WHITE

Brett White

Director

QuickLinks

[Exhibit 24.1](#)

[EDISON INTERNATIONAL POWER OF ATTORNEY  
2010 Edison International 10-K, 10-Q, and 8-K Power of Attorney](#)

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**Exhibit 24.2**

**RESOLUTION OF THE BOARD OF DIRECTORS OF  
EDISON INTERNATIONAL  
Adopted: December 10, 2009  
RE: FORMS 10-K, 10-Q, AND 8-K**

WHEREAS, the Securities Exchange Act of 1934, as amended, and regulations thereunder, require that Annual, Quarterly, and Current Reports be filed with the Securities and Exchange Commission ("Commission"), and it is desirable to effect such filings over the signatures of attorneys-in-fact;

NOW, THEREFORE, BE IT RESOLVED, that each of the officers of this corporation is hereby authorized to file or cause to be filed with the Commission the Annual Report on Form 10-K of this corporation for the fiscal year ended December 31, 2009, Quarterly Reports on Form 10-Q for each of the first three quarters of fiscal year 2010, Current Reports on Form 8-K from time to time during 2010 through December 9, 2010, or in the event this Board of Directors does not meet on December 9, 2010, through the next succeeding date on which this Board holds a regular meeting, and any required or appropriate supplements or amendments to such reports, all in such forms as the officer acting or counsel for this corporation considers appropriate.

BE IT FURTHER RESOLVED, that each of the officers of this corporation is hereby authorized to execute and deliver on behalf of this corporation a power or powers of attorney appointing Robert L. Adler, W. James Scilacci, Polly L. Gault, Linda G. Sullivan, Barbara E. Mathews, Robert C. Boada, Mark C. Clarke, George T. Tabata, Paige W. R. White, Michael A. Henry, Keith J. Larson, Kathleen Brennan de Jesus, Jeffery D. Duran, Darla F. Forte, Bonita J. Smith, Marga Rosso, and Victoria A. Prieto, and each of them, to act severally as attorney-in-fact in their respective names, places and steads, and on behalf of this corporation, for the purpose of executing and filing with the Commission the above-described reports and any amendments and supplements thereto.

ADOPTED:

/s/ BARBARA E. MATHEWS

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Corporate Secretary

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QuickLinks

[Exhibit 24.2](#)

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**Exhibit 31.1**

### **CERTIFICATION**

I, THEODORE F. CRAVER, JR., certify that:

1. I have reviewed this Annual Report on Form 10-K for the year ended December 31, 2009, of Edison International;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: March 1, 2010

/s/ THEODORE F. CRAVER, JR.

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THEODORE F. CRAVER, JR.  
Chief Executive Officer

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[Exhibit 31.1](#)

[CERTIFICATION](#)

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**Exhibit 31.2**

### **CERTIFICATION**

I, W. JAMES SCILACCI, certify that:

1. I have reviewed this Annual Report on Form 10-K for the year ended December 31, 2009, of Edison International;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15(d)-15(f)) for the registrant and have:
  - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: March 1, 2010

/s/ W. JAMES SCILACCI

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W. JAMES SCILACCI  
Chief Financial Officer

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[Exhibit 31.2](#)

[CERTIFICATION](#)

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**Exhibit 32**

STATEMENT PURSUANT TO 18 U.S.C. SECTION 1350, AS  
ENACTED BY SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the accompanying Annual Report on Form 10-K for the year ended December 31, 2009 (the "Annual Report"), of Edison International (the "Company"), and pursuant to 18 U.S.C. Section 1350, as enacted by Section 906 of the Sarbanes-Oxley Act of 2002, each of the undersigned certifies, to the best of his knowledge, that:

1. The Annual Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m(a) or 78o(d)); and
2. The information contained in the Annual Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: March 1, 2010

/s/ THEODORE F. CRAVER, JR.

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Theodore F. Craver, Jr.  
Chief Executive Officer  
Edison International

/s/ W. JAMES SCILACCI

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W. James Scilacci  
Chief Financial Officer  
Edison International

This statement accompanies the Annual Report pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 and shall not, except to the extent required by the Sarbanes-Oxley Act of 2002, be deemed filed by the Company for purposes of Section 18 of the Securities Exchange Act of 1934, as amended.

A signed original of this written statement has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.

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[Exhibit 32](#)

STATEMENT PURSUANT TO 18 U.S.C. SECTION 1350, AS ENACTED BY SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002