FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|
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| Estimated average burden | | | | | | | | |
| hours per response: | 0.5 | | | | | | | |

(I) (Instr. 4)

Ownership

| | ess of Reporting Per | rson [*] | | r Name and Ticker | | mbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|----------------------|-------------------|--|---|---|--|---|---|---|---|--|--|
| Felsinger Do | | | | | | | X | Director | | 10% Owner | | |
| 101 ASH ST. (Street) | | | | of Earliest Transac | tion (Month/Da | ay/Year) | X | Officer (give title below) | Other below | (specify /) | | |
| | | | | 2011 | | | | Chairman and CEO | | | | |
| | | | | endment, Date of C | Driginal Filed (| Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| SAN DIEGO CA 92101 | | | | | | | X | Form filed by One | e Reporting Pers | on | | |
| (City) | (State) | (Zip) | | | | | | Form filed by More than One Reporting Person | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Trans Date (Month | | | | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | |

Reported (Instr. 4) (A) or (D) Transaction(s) Price Code v Amount (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Title of 2 5 Number of 6 Date Exercisable and 7 Title and Amount of 8 Price of 9 Number of 10 T 34 Deemed 11. Nature 2 Transaction

(Month/Day/Year) 8)

| Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | 4. 5. Number of Transaction Derivative Code (Instr. Securities 8) Acquired (A) or Disposed o (D) (Instr. 3, 4 and 5) | | A) ed of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | Form: Direct (D) | of Indirect Beneficial Ownership (Instr. 4) | | |
|--------------------------------------|---|--|---|--|---|-------------|--|---------------------|---|-----------------|---|--|------------------------------|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | | |
| Phantom Shares ⁽¹⁾ | (2) | 03/15/2011 | | A | | 1,239.873 | | (3) | (4) | Common Stock | 1,239.873 | \$51.92 | 104,580.717 | D | | |

Explanation of Responses:

1. Phantom shares of Sempra Energy Common Stock acquired under Sempra Energy multi-fund deferred compensation and excess savings plans. Total includes any additional shares accrued as dividend equivalents since the date of the last report of phantom share acquisitions. Plan payouts are in cash and limited intra-plan transfers are permitted based on the then market value of the shares of Sempra Energy Common Stock to which the phantom shares relate.

2. Conversion of Derivative Security is 1 for 1.

3. Date Exercisable is Immediate

4. Expiration date is Not Applicable

Remarks:

DONALD E. FELSINGER BY: G. Joyce Rowland, Senior VP of 03/17/2011 Sempra Energy and Attorney-In-Fact

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.