SEC Form 4

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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

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1. Name and Addre	1 0	Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>SEMPRA ENERGY</u> [SRE]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
(Last) 101 ASH ST.	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 12/31/2008	X Officer (give title Other (specify below) Senior V.P.
(Street) SAN DIEGO (City)	CA (State)	92101 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common Stock	12/31/2008		F ⁽¹⁾		6,887	D	\$42.33	38,515	D		
Common Stock								13,532	Ι	401(k) Plan (12/31/2008)	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (01/02/09 - 12,200 Shares) ⁽²⁾	\$43.75	01/02/2009		A		12,200		(2)	01/01/2019	Common Stock	12,200	(3)	12,200	D	
Phantom Shares ⁽⁴⁾	(5)	01/02/2009		Α		1		(6)	(7)	Common Stock	1	\$43.26	4,479	D	

Explanation of Responses:

1. Surrender of shares to pay taxes on vesting shares of restricted stock.

2. Employee stock option to purchase Sempra Energy Common Stock granted on the date and as to the number of shares indicated parenthetically. Exercisable in cumulative installments as to one-fourth of the original grant commencing on each of the first four anniversaries of the original grant date subject to immediate exercisability upon a change of control or various events specified in the executive's severance pay agreement. Expire ten years from date of grant subject to earlier expiration following termination of employment.

3. N/A

4. 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.

5. Conversion of Derivative Security is 1 for 1.

6. Date Exercisable is Immediate.

7. Expiration Date is Not Applicable.

7. Expiration Date is Not Applicable

Remarks:

G. JOYCE ROWLAND BY: G.

Joyce Rowland, Senior VP of Sempra Energy

** Signature of Reporting Person Date

01/05/2009

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.