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 Addr	ess of Reporting	Person*	2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Felsinger Donald E</u>			SEMPRA ENERGY [SRE]	X	Director	10% Owner				
(Last) 101 ASH ST.	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	- x	Officer (give title below)	Other (specify below)				
			02/11/2011		Chairman and CEO					
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	vidual or Joint/Group Fil	ing (Check Applicable				
SAN DIEGO	CA	92101		X	Form filed by One Re	eporting Person				
(City)	(State)	(Zip)			Form filed by More the Person	nan One Reporting				

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. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	02/11/2011		М		50,000	A	\$24.77	354,168	D	
Common Stock	02/11/2011		S ⁽¹⁾		50,000	D	\$53	304,168	D	
Common Stock	02/14/2011		М		50,000	A	\$24.77	354,168	D	
Common Stock	02/14/2011		S ⁽¹⁾		50,000	D	\$53	304,168	D	
Common Stock	02/15/2011		М		50,000	A	\$24.77	354,168	D	
Common Stock	02/15/2011		S ⁽¹⁾		50,000	D	\$53	304,168	D	
Common Stock								62,335	I	401(k) Savings Plan (02/14/2011)

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)	ction	5. No of Deri Seco Acq (A) o Disp of (E	umber vative urities uired or oosed)) (Instr. and 5)	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 (1/1/2002- 344,400 shares) ⁽²⁾	\$24.77	02/11/2011		М			50,000	(2)	(2)	Common Stock	50,000	(3)	144,400	D	
Employee Stock Option (1/1/2002- 344,400 shares) ⁽²⁾	\$24.77	02/14/2011		М			50,000	(2)	(2)	Common Stock	50,000	(3)	94,400	D	
Employee Stock Option (1/1/2002- 344,400 shares) ⁽²⁾	\$24.77	02/15/2011		М			50,000	(2)	(2)	Common Stock	50,000	(3)	44,400	D	
Phantom Shares ⁽⁴⁾	(5)	02/11/2011		A		2		(6)	(7)	Common Stock	2	\$53.16	103,338	D	

Explanation of Responses:

Sold in accordance with a November 18, 2009, as amended November 11, 2010, written instruction and plan for trading securities pursuant to Rule 10b5-1(c) under the Securities Exchange Act of 1934.
 Employee stock options to purchase Sempra Energy Common Stock granted on the date and as to the original number of shares indicated parenthetically. Exercisable in cumulative installments as to one-fourth of the original grant on each of the first four anniversaries of the original grant date. Expire ten years from original grant date or following earlier termination of employment.
 Not applicable.

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.
- **Remarks:**

DONALD E. FELSINGER <u>BY: G. Joyce Rowland, Senior</u> 02/15/2011 VP of Sempra Energy and Attorney-In-Fact Date

** Signature of Reporting Person

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.