Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT	<b>OF CHANGES</b>	IN BENEFICIAL	OWNERSHIP

OMB APPRO	OVAL
OMB Number:	3235-0287
Estimated average bure	den
hours per response:	0.5

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

l	nd Address of g <u>er Donal</u>	Reporting Person* $\frac{\mathrm{d}\; E}{\mathrm{d}\; E}$							er or Tradi	_	,			Relationship on the control of the c	cable)	g Pers	son(s) to Issi 10% Ov	
(Last) 101 ASH	,	irst)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 05/18/2012								X Officer below)	(give title Chai	rmar	Other (s below)	pecify	
(Street) SAN DII			92101 (Zip)		4. If	f Ame	ndment, I	Date o	of Original F	-iled	(Month/Da	ay/Year)	6. Lin	X Form f	iled by One	Repo	(Check Apporting Person	1
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
1. Title of Security (Instr. 3)  2. Tran- Date (Month			(Month/D	Execution Date, if any (Month/Day/Year)		Code Lired, Di	v ispo	Disposed 5)  Amount  Osed of,	(A) or (D)		Securitie Benefici Owned F Reporte Transaci (Instr. 3	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day/	Pate, Ti	ransa code (I	ction Instr.	5. Numl of Derivati Securiti Acquire (A) or Dispose of (D) (I 3, 4 and	ber ive ies ed ed nstr. I 5)	option  6. Date ExcExpiration (Month/Da	ercis Date y/Yea	able and	7. Title an of Securit Underlyin Derivative (Instr. 3 a	d Amounties g e Security nd 4)  Amount or Number	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Phantom Shares <sup>(1)</sup>	(2)	05/18/2012			A	V	(A) 21.978	(D)	(3)	ie L	(4)	Common Stock	21.978	\$63.92	111,660.8	392	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: M. Javade Chaudhri,

Executive V.P. and Attorney-

In-Fact

\*\* Signature of Reporting Person

Date

05/21/2012

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

- $^{\star}$  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.