

PG&E CORP  
Form FWP  
March 09, 2009

**Filed Pursuant to Rule 433**  
**Registration No. 333-149360**  
**March 9, 2009**

**PRICING TERM SHEET**  
**5.75% Senior Notes due April 1, 2014**

**Issuer:** PG&E Corporation

**Security:** 5.75% Senior Notes due April 1, 2014

**Size:** \$350,000,000

**Maturity Date:** April 1, 2014

**Coupon:** 5.75%

**Interest Payment Dates:** October 1 and April 1, commencing October 1, 2009

**Price to Public:** 99.456%

**Benchmark Treasury:** 1.875% due February 28, 2014

**Benchmark Treasury Yield:** 1.925%

**Spread to Benchmark Treasury:** +395 basis points

**Yield:** 5.875%

**Optional Redemption:** Make-Whole Call at Treasuries plus 50 basis points

**Expected Settlement Date:** March 12, 2009

**CUSIP:** 69331C AE8

**Anticipated Ratings:** Baa1 by Moody's Investors Service, Inc.  
BBB by Standard & Poor's Ratings Services

**Joint Book-Running Managers:** BNY Mellon Capital Markets, LLC  
Citigroup Global Markets Inc.  
Goldman, Sachs & Co.

**Co-Managers:** The Williams Capital Group, L.P.  
Samuel A. Ramirez & Company, Inc.  
Utendahl Capital Partners, L.P.

**Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.**

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement**

**and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering.**

**You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling BNY Mellon Capital Markets, LLC toll free at 800-269-6864; Citigroup Global Markets Inc. toll free at 877-858-5407; or Goldman, Sachs & Co. toll free at 1-866-471-2526.**