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PG&E Corp Form 4										
May 26, 2015	4		CECU						PPROVAL	
Check this b	UNITED	STATES			AND EX 1, D.C. 20		COMMISSION	OMB Number:	3235-0287 January 31,	
if no longer subject to Section 16. Form 4 or	STATEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								
Form 5 obligations may continu <i>See</i> Instruct 1(b).	Bection 17(a) of the l	Public U	Itility Hol	lding Con		nge Act of 1934, of 1935 or Sectio 940	on		
(Print or Type Res	sponses)									
1. Name and Address of Reporting Person <u>*</u> Smith Anne S			2. Issuer Name and Ticker or Trading Symbol PG&E Corp [PCG]				5. Relationship of Reporting Person(s) to Issuer			
	(First) (A ORPORATION EET, P.O. BOX			of Earliest T Day/Year) 2015	ransaction		(Che X_ Director Officer (giv below)		e) % Owner ner (specify	
(Street) SAN FRANCISCO, CA 94177			4. If Amendment, Date 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 				
(City)	(State)	(Zip)				~	Person			
1.Title of 2.	(State) Transaction Date Ionth/Day/Year)		ed Date, if	3. Transactic Code (Instr. 8)	4. Securition Acquired Disposed (Instr. 3, 4 Amount	es (A) or of (D)	Securities Beneficially Owned	of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Reminder: Report	on a separate line	e for each cl	ass of sec	urities bene	Perso inform requir	ns who rest nation cont ed to resp ys a curre	or indirectly. spond to the colle tained in this form ond unless the for ntly valid OMB co	i are not rm	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof	Expiration Date	Underlying Securities	Derivati
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						(Instr. 5
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(1)</u>	05/22/2015	А	33.2 (2)		(3)	(3)	Common Stock	33.2	\$ 52.7

Reporting Owners

SAN FRANCISCO, CA 94177

	Relationships						
Director 10% Owner Officer	Other						
A X							
Director Owner	Officer						

Signatures

/s/ Eileen O. Chan, attorney-in-fact for Anne Shen Smith (signed Power of Attorney on file 05/26/2015 with SEC)

**Signature of Reporting Person

Explanation of Responses:

- 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).

1 for 1 (1)

- Phantom stock is acquired upon deferral of compensation under the Deferred Compensation Plan for Non-Employee Directors, exempt (2) under rule 16b-3(d).
- (3) Phantom stock is payable in accordance with the terms of the Deferred Compensation Plan for Non-Employee Directors.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Date