

**SETTLEMENT AGREEMENT BETWEEN PACIFIC GAS AND ELECTRIC
COMPANY, THE CONSUMER PROTECTION AND SAFETY DIVISION AND THE
UTILITY REFORM NETWORK**

In order to avoid the costs and risks of further litigation and to more expeditiously resolve this matter, the Settling Parties agree to the following terms and conditions as a complete and final resolution of all issues in California Public Utilities Commission Docket No. Investigation (I.) 12.04.010.

1. RECITALS

1.1 The parties to this Settlement Agreement (“Settlement Agreement”) are Pacific Gas and Electric Company (“PG&E” or the “Company”), the Consumer Protection and Safety Division (“CPSD”) of the California Public Utilities Commission (“CPUC” or “Commission”) and The Utility Reform Network (“TURN”). PG&E, CPSD, and TURN collectively are referred to as the “Settling Parties.”

1.2 On or about November 9, 2010 several news media sources reported that William Devereaux, then Senior Director of PG&E’s SmartMeter™ Program, used a false name to join some online email based listserves that are sponsored by groups that advocate and organize against the use and installation of smart meters. The Settling Parties believe that Mr. Devereaux knew the purpose of these groups.

1.3 On November 9, 2010, PG&E launched an internal investigation into the matter and placed Mr. Devereaux on suspension.

1.4 On November 10, 2010, Mr. Devereaux resigned from PG&E, and received no severance upon his departure.

1.5 CPSD conducted an investigation into Mr. Devereaux’s activities.

1.6 On February 3, 2012, CPSD submitted an Investigative Report alleging that:
“(1) PG&E violated PU Code Section 451 by failing to furnish just and reasonable service when Mr. Devereaux lied about his identity to infiltrate online smart meter discussion groups in order to spy on their activities and discredit their views.
(2) PG&E senior management knew of Mr. Devereaux’s deceit before it was

reported in the press and failed to prevent and stop his inappropriate behavior.”

1.7 On April 25, 2012, the Commission issued the pending Order Instituting Investigation (I.12-04-010), which seeks to:

- “(1) determine whether PG&E violated any provisions of the PU Code, general orders, other rules, or requirements as a result of the improper activities of William Devereaux or any other PG&E representative regarding anti-smart meter consumer groups;
- (2) determine whether PG&E management was aware of Mr. Devereaux’s activities;
- (3) determine the extent of Mr. Devereaux’s improper activities regarding anti-smart meter consumer groups;
- (4) determine whether fines and/or other remedial actions should be imposed on PG&E.”

1.8 On June 25, 2012, the Commission held a prehearing conference in this OII, during which TURN, The EMF Safety Network, Joshua Hart and Californians for Renewable Energy (“CARE”) were granted party status.

1.9 On July 25, 2012, Assigned Commissioner Michel Florio issued the Assigned Commissioner’s Ruling and Scoping Memo, which revised the scope of the OII to encompass examination and determination of the following issues:

- “(1) Whether PG&E should be found to have violated §§ 451 and 2109 as a result of the improper activities of Devereaux, or any other PG&E employee or representative, regarding anti-smart meter consumer groups;
- (2) Whether PG&E management was aware of Devereaux’s activities, or the activities of any other employee or representative, and if so, whether it took appropriate action once it became aware of those activities;
- (3) The extent of Devereaux’s improper activities regarding anti-smart meter consumer groups, and the extent of such activities by any other PG&E employee or representative; and
- (4) Whether fines and/or other remedial actions should be imposed on PG&E, and if so, how many fines should be calculated and/or how other remedies should be determined.”

1.10 PG&E acknowledges that Mr. Devereaux was a Senior Director at PG&E from March 16, 2009 to November 10, 2010. PG&E further acknowledges his conduct was misleading, and that those actions were wrong and in violation of PG&E’s internal Code of

Conduct and Core Values. (See Exhibit A).

1.11 Except as acknowledged above regarding Mr. Devereaux's misconduct, PG&E disputes the allegations in the CPSD Investigative Report and maintains that none of its officers or senior management (other than Mr. Devereaux) were aware of or condoned Mr. Devereaux's misconduct. PG&E further maintains that PG&E did not violate Public Utilities Code §§ 451, 2109, or any other statute, rule or regulation.

1.12 CPSD, and TURN believe that Mr. Devereaux's actions suggest a culture at PG&E that transcends zealousness and borders on outright hostility to those parties that represent views PG&E does not agree with.

1.13 PG&E disagrees with this assessment. PG&E's existing Code of Conduct at the time of Mr. Devereaux's actions explicitly stated that employees must "[d]eal with people and issues openly, directly and respectfully ...[and] foster a climate of trust and openness between people." (See Exhibit A.) It also required employees using social media and internet outlets to: "Be open and honest about who you are and your role with the company; Be truthful and accurate; don't speculate; and if you make a mistake, correct it quickly; Be respectful; Disagree agreeably and be professional." (See Exhibit A.) And, to underscore PG&E's position vis-à-vis Mr. Devereaux's misconduct, on or about November 16, 2010, PG&E's President, Christopher Johns, discussed Mr. Devereaux's departure from the Company with all PG&E Officers and Directors at a leadership meeting, reemphasizing the Company's expectation that all employees act with honesty and integrity, and explicitly stating that Mr. Devereaux's use of a false online alias and misleading statements were unacceptable and violated the above-referenced PG&E policies.

1.14 The Settling Parties acknowledge that there are factual disputes and disagreements among them regarding this matter, including regarding the allegations and assertions stated above.

1.15 In addition to PG&E's long-standing internal Code of Conduct and Core Values, PG&E also maintains an Ethics & Compliance Helpline that is available to all employees,

contractors, consultants, and suppliers, and which provides a way for company representatives to ask compliance and ethics questions or communicate concerns about possible violations of PG&E's code of conduct, accounting issues, company policies or procedures, or the law. The Helpline includes various modes of access, including a telephone number, fax number and electronic mailbox, and is staffed with representatives 24 hours a day, seven days a week. Callers have the option of contacting the Helpline anonymously.

1.16 PG&E also has developed and communicated internally and externally further policies and measures of respect for opposing viewpoints with the express acknowledgement that deception in any form is unacceptable and grounds for discipline. PG&E continued this process after Mr. Devereaux's departure as described in Section 1.17 below, and will continue these efforts. Additional efforts are described in Section 2.3 below.

1.17 Following Mr. Devereaux's departure, PG&E undertook several measures to ensure that its online and social media policies are robust, cogent and well-communicated to all Company employees.

- Following Mr. Devereaux's departure, PG&E engaged its internal communications department to revisit and revise its Social Media Standard to ensure that all employees knew what PG&E expected of them with regard to their use of social media. (See Exhibit B). The resulting document was reviewed and approved by Greg Pruett, PG&E's Senior Vice President of Corporate Affairs. In addition to reiterating the Code of Conduct points listed above, that document admonished all employees to: "Make it clear to readers that the views expressed are personal and do not reflect the views of PG&E; Be respectful and professional; Not misrepresent yourself or your role or affiliation with PG&E, e.g., use a false name or pseudonym.
- PG&E developed a detailed FAQ Sheet to supplement the new Social Media Standard and to help clarify the key messages. (See Exhibit C.) For example:
"Question: Can I post information about PG&E under a different name?

Answer: No. Pseudonyms should never be used to obscure one's identity, so you must always create user accounts under your true name. Using a pseudonym may diminish the credibility of your contributions online. Even anonymous comments and updates can be traced back to you or PG&E using IP addresses and other tracking technology”

- To disseminate these policies, PG&E distributed various communications, leadership bulletins and meeting outlines to Company employees.
- To more directly and actively communicate these policies to every employee within the Company, PG&E will be incorporating the new Social Media Standard messages into its new Code of Conduct documents, as well as adding a new video vignette addressing social media use into its 2013 Ethics and Compliance Training. Certification of compliance with the Code of Conduct and active participation in the Ethics and Compliance Training are mandatory for every PG&E employee;
- Earlier this year, PG&E's Chairman and CEO, Tony Earley, created the Chairman's Ethics Council to provide a new forum to discuss ethical behavior throughout the company as PG&E works to rebuild trust with our customers and communities. The Council is comprised of a cross-functional group of employees (bargaining and non-bargaining unit) and leadership who work together to explore business ethics and conduct at PG&E. In a message to all employees announcing the Council, Mr. Earley said: “Achieving those goals is critical to our success, but just as important is how we get there—with honesty and respect, without taking shortcuts and by acting ethically and with integrity in all that we do.” Comprised of seven permanent members and 21 rotating members, the Council will meet approximately five times a year. The Council also provides a cross-functional forum for employees to discuss, review and address issues relating to business ethics and conduct at PG&E.

2. AGREEMENT

2.1 The Settling Parties agree that this Settlement Agreement represents a compromise and that, except as noted above, nothing herein constitutes an admission, agreement or endorsement of any disputed issue of fact or law. The Settling Parties further agree that this Settlement Agreement does not constitute a precedent regarding any principle or issue in this proceeding or any future proceeding.

2.2 PG&E shall make a settlement payment to the State of California General Fund in the amount of \$390,000 (“Settlement Payment”). The Settlement Payment shall be paid within 60 days of the issuance of a final non-appealable decision by the Commission approving the Settlement Agreement without material change.

2.3 PG&E shall do all of the following:

- request to sponsor three trainings, symposiums or similar events on relevant issues of social media use and proper online protocols to industry groups at the annual meetings of the National Association of Regulatory Utility Commissioners (NARUC) and the Ethics and Compliance Officer Association (ECO). PG&E shall request to present to the National Association of Regulatory Utility Commissioners (NARUC) at their 125th NARUC Annual Meeting in Orlando which is scheduled for November 17 - November 20, 2013 and at the 126th NARUC Annual Meeting in San Francisco. PG&E shall also request to sponsor a training, symposium or similar event on relevant issues of social media use and proper online protocols at the Ethics and Compliance Officer Association (ECO) Annual Conference on or before 2015. PG&E shall make reasonable efforts to obtain permissions to conduct the trainings, symposiums or similar events at these annual meetings. If permission is denied by any of the forums above, for each denial PG&E shall conduct a replacement training, symposium or similar event in San Francisco by 12/31/15, but in no case shall it be required to

conduct more than three such events total.

- continue to strengthen the actions described in Sections 1.15, 1.16 and 1.17 above by incorporating the new Social Media Standard messages into its new Code of Conduct documents in 2012, as well as adding a new video vignette addressing social media use into its 2013 Ethics and Compliance Training; and,
- submit letters of compliance to the CPSD (with a copy to the service list of this proceeding)) confirming that PG&E has accomplished the items described above.

The first compliance letter is to be filed by the end of 2013 and the second compliance letter is to be filed by the end of 2015.

2.4 The Settling Parties agree that this Settlement Agreement is a release of any and all claims as between the Settling Parties, including CPSD and TURN, arising out of or relating to the facts and circumstances underlying I.12.04.010, and thus agree to release PG&E, its officers, directors, shareholders, employees, affiliates, attorneys, assigns, and successors from any and all penalties, claims, actions, causes of action, suits, damages, judgments, liabilities, losses, expenses, and demands whatsoever, direct or indirect, in law or in equity, whether known or unknown, matured or not, which CPSD and/or TURN has had, or now has against any of them, including without limitation all claims for damages and attorneys' fees arising out of or relating to the facts and circumstances underlying I.12.04.010.

2.5 The Settling Parties intend that in accordance with the Commission's Rules of Practice and Procedure, Rule 12.5, Commission adoption of this Settlement Agreement will be binding on PG&E, CPSD, and TURN, including their legal successors, assigns, partners, members, agents, parent or subsidiary companies, affiliates, officers, directors, and/or employees.

2.6 The Settling Parties agree that no signatory to the Settlement Agreement or any employee of the Settling Parties assumes any personal liability as a result of this Settlement Agreement.

3. RECORD

3.1 The Settling Parties agree that the filings, attachments and other public exhibits identified in this Settlement Agreement and Exhibits should be identified as exhibits in this proceeding and received in evidence, without cross-examination, for the sole and limited purpose of facilitating a determination by the Commission of whether the Settlement Agreement is reasonable in light of the whole record, consistent with the law and in the public interest.

3.2 In the event that this Settlement Agreement is not approved by the Commission and the issues in this proceeding continue through further discovery and evidentiary hearings, the Settling Parties reserve the right to object to the admissibility of any of these filings, attachments and other exhibits, or any portion thereof.

4. REASONABLENESS

4.1 The Settling Parties agree that they have independently evaluated the terms and conditions of the Settlement Agreement and, notwithstanding the settlement discussions among the Settling Parties, which shall remain confidential pursuant to Commission rules, no Party has relied or presently relies upon any statement, promise or representation by any other Party, whether oral or written, except as specifically set forth in this Settlement Agreement.

4.2 The Settling Parties acknowledge and stipulate that they are agreeing to this Settlement Agreement freely, voluntarily, and without any fraud, duress, or undue influence by any other Party. Each of the Settling Parties hereby states that it has read and fully understands its rights, privileges, and duties under this Settlement Agreement, including each of the Settling Parties' right to discuss this Settlement Agreement with its legal counsel, and has exercised those rights, privileges, and duties to the extent deemed necessary.

4.3 In executing this Settlement Agreement, the Settling Parties agree that the Settlement Agreement is reasonable in light of the whole record, consistent with the law, and in the public interest.

5. SEVERABILITY

5.1 The provisions of this Settlement Agreement are not severable. If the Commission or any court of competent jurisdiction overrules or modifies as legally invalid any material provision of this Settlement Agreement, this Settlement Agreement may, at the discretion of either of the Settling Parties, be considered rescinded as of the date such ruling or modification becomes final.

6. COMMISSION APPROVAL

6.1 The Settling Parties acknowledge that this Settlement Agreement is subject to approval by the Commission. As soon as practicable after the Settling Parties have signed the Settlement Agreement, a Motion for Commission Approval and Adoption of the Settlement Agreement will be filed.

6.2 The Settling Parties agree to support the Settlement Agreement, recommend that the Commission approve it in its entirety without change and use their best efforts to secure Commission approval of it in its entirety without modification.

6.3 The Settling Parties agree that, if the Commission fails to adopt the Settlement Agreement in its entirety without material change, the Settling Parties shall convene a settlement conference within 15 business days thereof to discuss whether they can resolve any issues raised by the Commission's action(s). If the Settling Parties cannot mutually agree to resolve the issues raised by the Commission's action(s), the Settlement Agreement shall be rescinded and the Settling Parties shall be released from their obligation to support this Settlement Agreement. Thereafter, the Settling Parties may pursue any action they deem appropriate, but agree to cooperate to establish a procedural schedule for the remainder of the proceeding.

7. GOVERNING LAW

7.1 This Settlement Agreement shall be governed by the laws of the State of California as to all matters, including, but not limited to, matters of validity, construction, effect,

performance and remedies.

8. ENTIRE AGREEMENT

8.1 This Settlement Agreement constitutes the Settling Parties' entire agreement, which cannot be amended or modified without the express written and signed consent of all the parties hereto.

9. COUNTERPARTS

9.1 This Settlement Agreement may be executed in separate counterparts with the same effect as if the parties had signed one and the same document. All such counterparts shall be deemed to be an original and shall together constitute one and the same Settlement Agreement.

10. EFFECTIVE DATE

10.1 This Settlement Agreement shall become effective and binding on the parties as of the date it is approved and the Commission's decision becomes final and non-appealable.

Respectfully submitted, _____ /s/ Brigadier General (CA) Emory J. Hagan, III, Director CONSUMER PROTECTION AND SAFETY DIVISION November 26, 2012	Respectfully submitted, _____ /s/ ALEJANDRO VALLEJO Attorney for PACIFIC GAS AND ELECTRIC COMPANY November 26, 2012
Respectfully submitted, _____ /s/ WILLIAM NUSBAUM Attorney for THE UTILITY REFORM NETWORK November 26, 2012	

EXHIBITS

- A)** PG&E's Employee Code of Conduct.
- B)** PG&E's Social Media Standard.
- C)** PG&E's FAQs-Responsible Use of Social Media.

EXHIBIT A



Acting with Integrity

Employee Code of Conduct



Message from Tony Earley and Chris Johns



Tony Earley



Chris Johns

Whether it's improving safety and reliability, delivering better service for our customers, or earning back their trust and confidence, all of us at PG&E¹ are working hard to ensure that our company is on a solid foundation for the future. Strong performance is critical to our success, but just as important is how we go about achieving results — with honesty and respect, without taking shortcuts, and by operating ethically and with integrity in all that we do.

To help guide and align our behaviors as we make business decisions that impact our daily operations, we rely on our Employee Code of Conduct, which outlines our values and describes our standards for conduct, compliance, and avoiding conflicts of interest. It supports our continuing commitment to honest and ethical conduct and compliance with both the letter and the spirit of all laws, rules, and regulations, and our company's policies, standards, and procedures.

Use our values and this Code as guides whenever you have a question about the right thing to do. For additional guidance, you should talk to your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

Thank you for your ongoing commitment to ensure that, together, we are all living the values that will help us achieve our vision.*

Tony Earley
Chairman, CEO, and President
PG&E Corporation

Chris Johns
President
Pacific Gas and Electric Company

¹ In this Code of Conduct, the term "PG&E" refers to PG&E Corporation and its affiliates and subsidiaries, including Pacific Gas and Electric Company. The conduct, conflict of interest, and compliance standards in this code apply to all employees, including officers, and any non-employee officers of PG&E.

* Message updated March 2012.

Table of Contents

Our Values	1
Our Work Decisions	3
Introduction	4
Compliance Obligations	5
Adherence To The Code Of Conduct	5
Discipline.....	5
Employee Conduct Standards	6
Working Safely.....	6
Fitness for Duty.....	6
Attendance Reporting	7
Use of Alcohol.....	7
Harassment and Discrimination.....	8
Workplace Violence.....	9
Weapons in the Workplace.....	9
Gambling in the Workplace.....	10
Company Assets.....	10
Computer and System Security.....	12
Publishing Articles.....	12
Social Media.....	12
Employee Privacy.....	13
Confidential Information	14
Company Records and Disclosures.....	15
Records Retention	16
Business Expenses	16
Corporate Name, Logo, and Colors.....	17
Endorsements	17
Community Activities	18
News Media Inquiries.....	18
Employment Inquiries.....	19

Conflict Of Interest Standards	20
Influencing Business Decisions for Personal Gain.....	20
Favored Treatment	21
Close Personal Relationships.....	21
Accepting or Giving Gifts.....	22
Loans, Advances, or Guarantees of Obligations	24
Serving in Federal, State, or Local Government	25
Outside Employment	25
Compliance Standards	27
Federal Securities Laws	27
Insider Trading.....	28
Affiliate Interactions	28
Antitrust Laws	29
Environmental Laws and Regulations.....	29
Political Contributions and Gifting	30
Foreign Corrupt Practices Act.....	30
Government Contracts.....	31
Copyright Laws.....	31
Raising Concerns	32
How To Raise Concerns	33
Investigations	33
Additional Resources	34
Code Connection	34
Investor Inquiries	34
Legal or Regulatory Inquiries	34

Our Values

Our values guide our behavior, and collectively, our behaviors determine how we are perceived as a company. Living these values and demonstrating the underlying behaviors that support them are critical to PG&E becoming the leading utility in the United States in 2014.



We act with integrity and communicate honestly and openly:

- Deal with people and issues openly, directly and respectfully
- Take actions that are consistent with words
- Do the right thing even if unpopular or risky
- Foster a climate of trust and openness between people
- Openly give, invite, and receive coaching and feedback

We are passionate about meeting our customers' needs and delivering for our shareholders:

- Demonstrate a passion for understanding and meeting the needs of our customers and shareholders
- Take active responsibility for the quality of service we provide to customers and others
- Are open to change and readily implement better ways of doing things
- Have high performance expectations and a mindset of excellence
- Are innovative in identifying new opportunities and approaches for our customers and ourselves

We are accountable for all of our own actions: these include safety, protecting the environment, and supporting our communities:

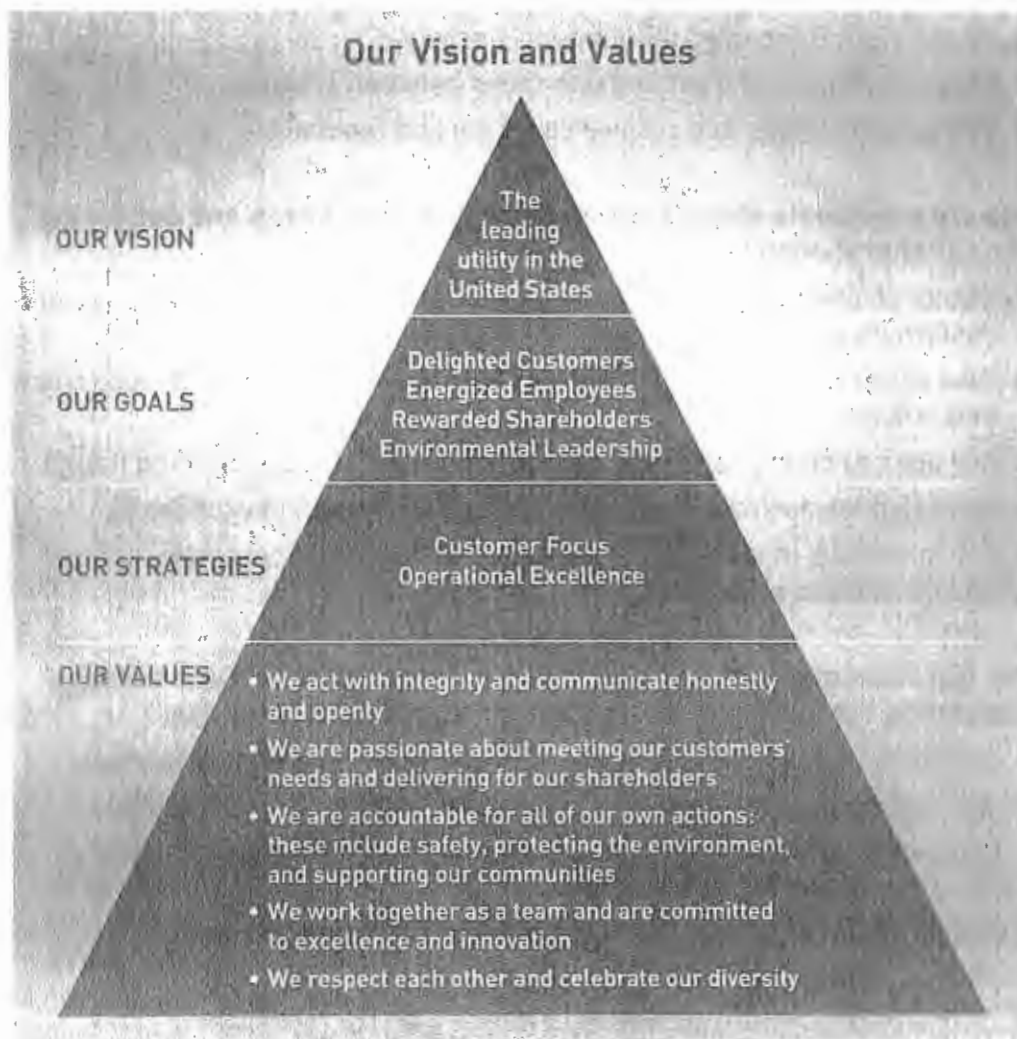
- Maintain an absolute commitment to safety for ourselves and others
- Take accountability for actions, decisions, and results vs. blaming
- Demonstrate through actions a commitment to the well-being of the community and the environment
- Can be counted on to deliver and meet goals and objectives
- Have a "can do" attitude and bias for action

We work together as a team and are committed to excellence and innovation:

- Take ownership of team goals and are accountable for own part in the process
- Promote teamwork among groups; discourage "we vs. they" thinking
- Listen to input from teammates to reach the best solution
- Hold ourselves and others accountable for results
- Work to create partnerships and to collaborate across functions

We respect each other and celebrate our diversity:

- Treat fellow employees and customers with respect
- Appreciate and value each other and our diverse backgrounds and life experiences
- Actively seek to understand and include others regardless of differences
- Effectively collaborate as a member of a diverse team; seek out diversity of thought



Our Work Decisions

Use the "STAR" method to make work decisions:
Stop, Think, and Act Responsibly.



**Stop,
Think, &
Act
Responsibly**

Apply PG&E's values to all work decisions. Deal fairly with PG&E's customers, suppliers, competitors, and employees. Don't take unlawful advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other practice involving unfair dealing.

Never knowingly violate laws, regulations, policies, standards, or procedures, even if you think doing so would lower costs, increase earnings, or delight a customer. Make yourself aware of the requirements associated with your job. Your supervisor can't order you to take an action that intentionally violates this Code, a law, a regulation, or a company policy, standard, or procedure.

Ensure your decisions and actions do not give the appearance of impropriety. Consider how your actions and decisions will be perceived by others. If you're unsure, ask for other opinions.

Use this decision-making checklist:

- Have I verified the significant facts?
- Is it legal, ethical, and within policy?
- Have I made a decision that feels right and is fair and just?
- How would it look in a newspaper or on the Internet?
- Could I explain it to my parents or children?
- How would my decision or actions be judged by others?
- Will I feel comfortable with my decision?
- If I'm not sure of something, have I asked for advice?

Introduction

This Code of Conduct establishes a set of standard expectations for employee conduct. You must not engage in any on-duty conduct that would impair your job performance, cause damage to PG&E or public property, jeopardize your safety or the safety of others, or negatively affect PG&E's reputation or image.

If you are off-duty and wearing clothing with the PG&E logo or driving a vehicle with the PG&E logo, be mindful the public sees you as representing PG&E, and your conduct affects the company's reputation and image. You must not engage in any off-duty conduct that could negatively affect PG&E's reputation or image.

If you have supervisory or lead responsibilities, you have additional responsibility to:

- Educate your employees on this Code of Conduct and the requirements applicable to your employees' work activities;
- Promote compliance with this Code of Conduct and other relevant policies, standards, and procedures; and
- Report suspicions or allegations of employee misconduct in accordance with company procedures.

This Code of Conduct is not intended to supersede any other applicable legal or regulatory requirements, such as those imposed by the Nuclear Regulatory Commission; the Department of Transportation; or any other federal, state, or local governmental entity.

Compliance Obligations

You are responsible for knowing and complying with the requirements applicable to your work activities, including those described in this Code and those described in company guidance documents (policies, standards, procedures, bulletins, and manuals).

The Code Connection, a document located in PG&E's online Guidance Document Library, maps sections of this Code to sources for additional guidance and more detailed information. Please use all of these resources, and good judgment, to guide your actions and decisions.

Adherence To The Code Of Conduct

PG&E strives to demonstrate the highest standards of ethical conduct. The company does not grant waivers to its conduct, conflict of interest, and compliance standards.

Some departments may have more stringent requirements than those specified in this Code of Conduct. Check with your supervisor if you have any questions.

Discipline

Failure to comply with this Code or company guidance documents may result in disciplinary action or termination.² Discipline decisions can vary depending on the severity of the misconduct and the employee's disciplinary record, years of service and job duties. Contact your Human Resources representative for assistance in determining appropriate discipline.

There are violations of the Code for which there is no progressive discipline. For example, improper use of alcohol; violence in the workplace; and accessing pornographic materials using a company computer, BlackBerry®, or other company device will result in termination.

² For the purpose of regulatory reporting, the Senior Vice President and General Counsel of PG&E Corporation is responsible for determining if a violation of this Code has occurred.

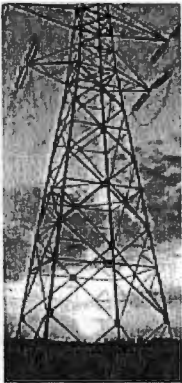
Employee Conduct Standards

Working Safely

PG&E strives to have an injury- and illness-free work environment for the benefit of employees, customers, and the public.

At PG&E, working safely and in compliance with safety and health rules and procedures, including PG&E's Rules to Live By, is a condition of employment. Ensure that the work environment is safe by identifying and controlling unsafe conditions and occupational and public safety hazards. When operating a vehicle on PG&E business, make sure you have a valid driver's license, comply with the state vehicle code, and operate the vehicle safely at all times. Help and encourage others to work safely, and always place safety first.

Immediately report to your supervisor all occupational injuries and illnesses, injuries to non-employees, damage to property resulting from PG&E business activities, and any unsafe conditions that you cannot safely correct. You also can contact the 24-hour Safety, Health and Claims Helpline at 415-973-8700.



Q: I was injured at work but I don't want to report it because it will negatively affect our department's safety goal. What should I do?

A: Report it. Each of us is responsible for reporting workplace injuries. The department's desire to achieve the safety goal should not preclude any employee from reporting a workplace injury, and supervisors must never encourage employees to cover up a safety incident.

Fitness for Duty

You are expected to be mentally and physically fit for work, to report to work fit for duty, and to remain fit while on duty. While on duty, you may not be under the influence of alcohol or any drugs that impair your ability to perform your work safely and efficiently. Never use, possess, sell, offer to sell, transfer, provide, share, or purchase illegal drugs while on duty or on PG&E property — or be in possession or under the influence of medication prescribed for someone other than you.

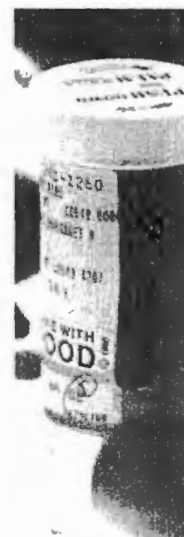
Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

You must comply with your specific organization's alcohol and drug standards and any other fitness-for-duty regulations that apply to your job, such as those required by the Nuclear Regulatory Commission and the Department of Transportation.

Tell your supervisor if you're taking prescription drugs or over-the-counter medications that you reasonably believe could affect your ability to work safely or efficiently.

Q: I'm taking prescription medication that could inhibit my ability to work, but I don't want to tell my supervisor because I don't want to reveal my medical condition. Do I have to tell my supervisor what kind of medication I'm taking and why I'm taking it?

A: No, you are not required to tell your supervisor the type of medication you are taking or why you are taking it. However, you must inform your supervisor about the effects of a medication that you and your treating physician (who understands your work activities) believe could affect your work performance. You and your supervisor can then determine if you're able to do your work safely and efficiently.



Attendance Reporting

If you are unable to report to work for any reason, you must contact your supervisor prior to the start of your work period. Also, check with your supervisor to see if your department has additional call-in requirements.

Use of Alcohol

Never report to work under the influence of alcohol. You may not consume alcohol while on duty, including lunches and overtime meals, or on company property. Exception: officers and directors may authorize, in advance, the consumption of alcohol for special occasions or for certain business meetings as long as such use is limited and does not violate other legal requirements, such as those of the Nuclear Regulatory Commission or the Department of Transportation.

You may not operate a PG&E-owned, leased, or rented vehicle after consuming alcohol, even if consumption is permitted under the exception described above. You may not transport alcohol in a PG&E-owned, leased, or rented vehicle unless you have the prior consent of an officer or a director.

Consuming alcohol while on duty, except as allowed in the exception described above, will result in termination.

Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.



Q: When I attend work-related conferences, there are times when I have dinner with other conference attendees after the conference has ended for the day. May I consume alcohol at dinner?

A: You are permitted to consume alcohol if the business portion of the conference is over, you are no longer performing work duties, and you will not be driving a company or rented vehicle. Don't consume alcohol to the extent that you would negatively affect the company's reputation or image. Also, if you are driving a personal vehicle after consuming alcohol, it is your responsibility to make sure that you're fit to operate a vehicle safely and in compliance with the law.

Harassment and Discrimination

At PG&E we are committed to maintaining a work environment that respects individual differences. Conduct yourself in a professional manner and treat others with respect, fairness, and dignity. PG&E does not tolerate harassment or discrimination, including behavior, comments, jokes, slurs, e-mail messages, pictures, photographs, or other conduct that contributes to an intimidating or offensive environment. Harassment and discrimination also can occur in the form of bullying, initiation activities, or workplace hazing, which can be humiliating, degrading, or cause emotional or physical harm. No forms of harassment or discrimination are tolerated, regardless of the employee's willingness to participate, and such conduct can result in termination.

You must comply with applicable federal, state, and local statutes prohibiting conduct that could reasonably be construed as sexual in nature,³ or discrimination or harassment based on race, color, religion, age, sex, pregnancy, physical or mental disability, national origin, ancestry, medical condition, veteran status, marital status, sexual orientation, gender identity, genetic information, or any other non-job-related factor. This applies to all employment practices, including advancement, disciplinary decisions, benefits, training, and general workplace conduct.

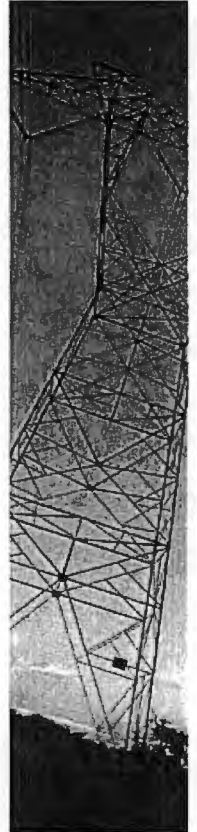
³ Examples of conduct that is sexual in nature include: invitations for sexual contact or graphic commentary about an individual's body; any conduct involving sexually suggestive or obscene objects, pictures, websites, cartoons, posters, clothing, notes, letters, e-mails, or electronic media such as texting, instant messaging or blogging; sexual gestures; leering; inappropriate touching; assault; or impeding or blocking movement.

Further, officers and other supervisors are expected to be familiar with PG&E's standards on harassment and discrimination and with relevant federal, state, and local laws. Supervisors who fail to take action, engage in harassment, or permit harassment to occur not only expose PG&E to liability, they also expose themselves to personal liability. Employees can be held personally liable for engaging in harassment.

PG&E has the same expectations for its contractors, consultants, and suppliers when they engage in PG&E-related work. Those expectations are described in PG&E's Contractor, Consultant, and Supplier Code of Conduct.

Q: I am new to the company and work with several employees who have worked for the company for more than 25 years. The longer-term employees refer to the younger employees as "kids" or the "youth group." While I respect all of my co-workers, I am offended by their comments. Are their comments considered age discrimination? If so, what should I do?

A: Age discrimination under the law applies to people 40 years or older. While the comments would not be considered age discrimination under the law (because they are directed at employees under the age of 40), they are disrespectful and violate the company's anti-discrimination standard. If you feel comfortable, you can respectfully inform your co-workers that you're offended by their comments and ask them to stop. If you don't feel comfortable addressing your co-workers directly, you should discuss the issue with your supervisor or your Human Resources representative. You also may call the HR Helpline at 415-973-HELP or call the Compliance and Ethics Helpline at 888-231-2310 to report the inappropriate behavior.



Workplace Violence

PG&E is committed to maintaining a safe and secure workplace and working environment. Acts or threats of physical violence, intimidation, harassment or coercion, stalking, sabotage, and similar activities are not tolerated. Employees who engage in act or threats of violence will be terminated.

Weapons in the Workplace

You may not bring, carry, store, or use any type of weapon on PG&E-owned, leased, or rented property; in a PG&E-owned, leased, or rented

Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

vehicle; in a personal vehicle while on PG&E business; or at a job site, whether on or off duty, unless you're explicitly authorized and have a legitimate business reason to do so. A "weapon" is a firearm, ammunition, explosive, or any other device or object that can be construed as a weapon by the Corporate Security Department. Weapons do not include tools that are used for legitimate business purposes.

Gambling in the Workplace

Gambling while at work is prohibited at all times, including during breaks. For purposes of this standard, "gambling" is defined as playing a game for money or property or betting on an uncertain outcome. Prohibited gambling activities include, but are not limited to:

- Games (e.g., cards, dice, and dominoes) played for money or property
- Sports pools such as the Super Bowl, all-star games, the World Series, or the NCAA basketball tournament
- Internet gambling

In addition, using company resources, such as computer software to track wagers or copying machines to copy wagers, is not permitted.

Company Assets

Each of us is responsible for the proper acquisition, use, maintenance, and disposal of company assets (e.g., materials, equipment, tools, real property, information, and funds) and services. Theft, carelessness, and waste have a negative impact on PG&E's success. Protect the company's assets and ensure their efficient use.

- Acquire assets in compliance with procurement standards and procedures (including delegations of authority), avoiding any real or apparent conflict of interest.
- Use company assets only for legal and ethical activities.
- Protect assets, including information, from damage, unauthorized modification or disclosure, waste, loss, misuse, or theft.
- Dispose of assets only with appropriate written approval. Any donation of an asset to a charitable entity or political organization must be reported.
- Follow affiliate rules procedures if you intend to share or transfer assets between or among PG&E's affiliates or subsidiaries, including between the corporation and the utility. For more information, see the Affiliate Rules Intranet site or contact the Law Department.
- Don't misuse or take intangible assets, including nonpublic information about PG&E or others that you obtain in the course of your job. This responsibility continues even when you're no longer employed by PG&E.

- Don't install, rearrange, remove, or tamper with company metering or service equipment without proper approval and authorization.
- Don't divert or steal energy.
- Don't co-mingle company funds with personal funds.
- Don't take or misuse company property, funds, or service.
- Don't charge a customer for work normally provided at no cost by the company.

Company assets such as computers, telephones and cell phones, fax machines, copy machines, conference rooms, and vehicles are intended for PG&E business. PG&E allows limited personal use of these and similar assets as long as such use conforms to the following requirements:

- It is occasional.
- It is incidental to business use.
- It is not for outside employment.
- It does not result in excessive costs.
- It does not interfere with your work responsibilities.
- It is in compliance with laws, regulations, company guidance documents and any business restrictions.

Other company assets, including construction equipment, tools, and similar assets, may be used **only** for PG&E business. Exceptions are permitted in emergency situations or with officer approval.

If you're unsure about what is appropriate use of a company asset, ask your supervisor or call the Compliance and Ethics Helpline at 888-231-2310.

If you would like to allow a charitable entity or political organization to use a company asset — for example, a conference room for a meeting — PG&E may need to report the use as a donation. You need to request approval in advance. Please talk to your supervisor before making arrangements.

Q: My daughter is selling cookie dough for her school fundraiser. Am I allowed to bring the flyer and order sheet to work so my co-workers can purchase the cookie dough?

A: With permission from local management, you may put a flyer and order sheet in the break room or area and distribute the cookie dough during your break or meal period. You're responsible for ensuring that your activities do not interfere with your work or cause a disruption in the workplace.

Computer and System Security

You are responsible for ensuring the security of PG&E by complying with the company's information security standards. Make sure you:

- Don't share passwords or other access credentials with any other person or group and don't use another person's password.
- Use only approved, authorized, and properly licensed software on PG&E computer systems.
- Connect only PG&E-owned computers and equipment to PG&E networks.
- Don't attempt to circumvent or attack security controls on a computer system or network.
- Don't access or download pornographic, gaming, file sharing, or other inappropriate files or websites.
- Don't store inappropriate or pirated content on your company equipment.

Accessing pornographic material using company computers, phones, BlackBerry devices, or other company device will result in termination.

Immediately report any suspected or actual breach of PG&E computer system or network security to Information Security's 24-hour emergency hotline at 415-973-2477 and assist in the investigation as needed.

Publishing Articles

If you author an article or other published material about your employment activities at PG&E or a service that PG&E provides and you plan to identify yourself as a PG&E employee, get approval from your supervisor and Corporate Affairs before publication.

Social Media

Social media outlets (e.g., Facebook and Twitter) are used by many to share insights, opinions, and information. Unless you are an officially designated company spokesperson, you are not authorized to speak on behalf of PG&E through social media channels, regardless of whether you're using a company or personal device.

In the course of your own personal use of these outlets, if you choose to post information related to PG&E, you are personally accountable for what you post online. Remember, once information is posted to the Internet, it is there for good. Be sure to:

- Be open and honest about who you are and your role with the company.

Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

- Always include a disclaimer stating that the views you publish are your own and don't necessarily reflect those of PG&E (unless you are authorized to speak on behalf of the company).
- Be truthful and accurate; don't speculate; and if you make a mistake, correct it quickly.
- Be respectful.
- Disagree agreeably and be professional.
- Protect confidential information and respect copyright and fair use laws.

Please be aware that social media tools can introduce malware (e.g., viruses, Trojans, or key loggers) to your computer, and many social media sites have the right to change your privacy settings and often exercise that right.

For more information, contact the Corporate Affairs Department.

Q: Can I state on a social networking site that I work for PG&E?

A: Yes. However, assuming that you are not an authorized company representative, you may not comment about or endorse any of PG&E's products or services unless you clearly disclose that you're not authorized to speak on the company's behalf and the opinions are your own. Also, you must not engage in communication that could negatively affect PG&E's reputation or image or exceed the limited personal use requirements discussed in the Corporate Assets section of this Code.



Employee Privacy

PG&E retains the right to monitor its assets and work environments in compliance with applicable federal, state, and local law. The company monitors to promote safety, prevent criminal activity, investigate alleged misconduct and security violations, manage information systems, or for other business reasons.

Even though limited personal use of company assets is permitted, you should have no expectation of privacy when you use a PG&E work space, computer, voicemail, or system to create, access, transmit, or store information. Such information is accessible to PG&E even if it is password-protected, deleted by the user, or in a locked area.

Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

Confidential Information

You may have access to confidential information on the job. Maintain the confidentiality of information entrusted to you by PG&E and our customers, except when disclosure is properly authorized or legally mandated. Never use this information for personal gain or advantage, and never share this information without appropriate approval. This obligation continues even after you are no longer employed by PG&E. Revealing nonpublic information that you obtained in the course of your employment with PG&E is a violation of this Code of Conduct and may be illegal.

Confidential information includes all proprietary nonpublic information that might be useful to competitors or harmful to PG&E or our customers if disclosed. There are four types of confidential proprietary nonpublic information:

- **Customer information** includes any information about a specific customer, including such things as name, address, Social Security number, phone numbers, contact names, and billing data such as balance owed or energy usage. Never disclose any information about a customer to a third party without the customer's written approval unless legally required to do so (for example, under a court-issued subpoena). Also, never change, update, or manipulate your own utility account or the account of a family member, friend, or co-worker. If you receive a request for customer information, follow your organization's procedures for handling it.
- **Employee information** includes information about a specific employee, including such things as name, home address, Social Security number, personal phone numbers, benefits, and performance evaluations. Never disclose such information to another employee, stockholder, or a third party without appropriate approval. Forward requests for employee information and references to your human resources representative.
- **Competitor information** is collected by PG&E from a variety of legitimate sources. PG&E uses such information to evaluate the merits of its own products, services, and marketing methods, and to develop strategic plans. Any competitor information obtained accidentally or unethically must be kept confidential and immediately reviewed with the Law Department to determine the appropriate course of action. It's against the law and PG&E's policy to gather competitor information by trespassing, burglary, wiretapping, theft, accessing unprotected networks, or other illegal activity.
- **Supplier information** includes pricing and contract information. Never disclose supplier information to a third party without appropriate approval and a legitimate business reason. You also must comply with any non-disclosure agreement or the confidentiality provisions of an applicable supplier/vendor agreement.

Please exercise caution when using or handling confidential information. If you have questions, contact the Law Department.

Q: I have access to confidential information as a part of my regular job duties. I understand that I can't share confidential information with people outside of the company or outside of my department. However, can I share this information with a co-worker inside my department who does not have access to the same information?

A: You may share the information with your co-worker only if he or she has a business need to know. Before sharing confidential information with an employee who does not normally have access to such information, discuss it with your supervisor.



Company Records and Disclosures

Accurate records and disclosures are critical to PG&E meeting its legal, financial, regulatory, and management obligations. Never misstate facts or omit material information. Ensure that all company records, disclosures, and communications are full, fair, accurate, timely, and understandable. Never hide, alter, falsify, or disguise the true nature of any transaction nor forge endorsements, approvals, or authorizing signatures for any payment.

If you know that a record or disclosure is false or misleading, don't enter, process, or approve it. Report the matter to your supervisor or other appropriate person. Examples of company records and disclosures include:

- Financial reports
- Expense reports
- Performance metrics reports
- Reports to government agencies or other public communications
- Workers' compensation or other benefit-related information such as dependent eligibility
- Time cards, including supporting materials to substantiate requests for time off
- Inspection reports
- Meter-reading data for the purposes of customer billing

Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

Records Retention

Many areas of PG&E have internal, regulatory, or legal requirements to retain certain records for prescribed periods of time. Consistently retain each record for the appropriate period, and then promptly and properly dispose of it at the end of its prescribed retention period.

There may be additional retention requirements for records you possess that relate to a topic of investigation or litigation. Also, as a condition of forming the holding company, the California Public Utilities Commission requires employees to retain certain correspondence and documents involving communication between the holding company and the utility. Emails between the holding company and the utility are retained automatically. Hard copy documents must be retained by either the receiver or the sender.

If you need help with the document retention requirements that may apply to you, ask your supervisor or contact the Law Department.

Business Expenses

Use PG&E funds for business expenses only, whether paying by credit card, cash, or another method. Use good judgment to keep business expenses (for example, meal expenses) reasonable. You're expected to comply with PG&E's requirements for incurring and reporting business expenses. Report all expenses promptly and accurately via the travel and expense system. Employees may not:

- Make unauthorized or personal purchases on company credit cards, through purchase orders, or by other means.
- Incur unreasonable expenses on behalf of the company.



I am traveling on a business trip with my spouse. When we go out to dinner, can I put my spouse's meal on my corporate credit card?

No. Company credit cards may be used for employee business expenses only. An exception exists in the rare event that your spouse's participation in the business event is necessary and/or appropriate and is pre-approved by an officer through a pre-trip authorization (PTA).

Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310

Corporate Name, Logo, and Colors

PG&E Corporation owns the trademarks that incorporate “PG&E” and the holding company and utility corporate names. You may use the corporate names and logos, the PG&E logo, and PG&E colors in presentations to public audiences in compliance with the standards issued by Corporate Affairs. For additional guidance, see the Smart and Simple Everyday website.

Watch for the use of the PG&E graphic icon or the corporate name, logo, or colors by those not authorized to represent PG&E, such as contractors. Also, energy affiliate companies must include disclaimers of specific wording and size when using the icon, corporate name, or logo. If you have any questions, please contact Corporate Affairs.



Endorsements

Subject to exceptions approved by Corporate Affairs, PG&E does not endorse products or services or the firms or individuals who supply them, and favoritism must not be implied by testimonials or endorsements of PG&E's use of any materials, supplies, equipment, or service, or by the use of its name in advertising, publicity, articles, or catalogs. If you have questions about endorsements, please call the Law Department or the Compliance and Ethics Helpline.

Implied or express endorsements of, or opposition to, political candidates, ballot measures, community organizations, or other entities on behalf of PG&E must be approved in advance by Corporate Affairs. Please contact Corporate Affairs for more information.

If you want to provide a testimonial or endorse an event, product, or service, do not use your job title or affiliation without approval from your supervisor and Corporate Affairs.

Link to the Code Connection — <http://pqeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

Community Activities

PG&E is committed to supporting the communities we serve in various ways, such as encouraging our employees to volunteer and providing shareholder-funded financial contributions to community organizations.

PG&E does not support organizations that, in their by-laws, policies, or practices, discriminate on the basis of race, color, religion, age, sex, national origin, ancestry, physical or mental disability, medical condition, veteran status, marital status, pregnancy, sexual orientation, gender identity, genetic information, or any basis prohibited by applicable law.

Using your job title or affiliation, or wearing the PG&E logo while participating in a community activity, may constitute implied or express support. If you're unsure if this is appropriate, please check with your supervisor or Corporate Affairs before participating.



News Media Inquiries

Immediately refer any media inquiries to Media Relations and Nuclear Communications at 415-973-5930. This team is available 24 hours a day, seven days a week to act as the direct representative and liaison for the company to the news media.

If the media asks to speak with a PG&E subject matter expert, Media Relations and Nuclear Communications coordinates on behalf of PG&E. Under no circumstances are contractors permitted to represent themselves to the media as speaking on behalf of PG&E unless they are expressly authorized by Corporate Affairs.

Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

In the case of an emergency, reporters arriving on the scene will try to gather information from any available source. If forced by the situation to respond to reporters, do not attempt to improvise an answer, do not speculate, and do not downplay the seriousness of the situation. Direct all reporter inquiries to company media relations personnel and, if they are not on the scene, then to the 24-hour media line (415-973-5930). Let them know that your priorities are to focus on safety for our customers and on completing the work.

Employment Inquiries

You may not provide an employment reference for a former employee on behalf of the company; however, the Payroll Service Center (415-973-3767) will confirm the time period that a former employee worked for the company and positions held. If you wish, you may provide a personal reference for the former employee, provided you do not use company resources to do so.

Conflict of Interest Standards

- You are expected to do your job for the benefit of PG&E, its customers, and its shareholders. You must not use company property, company information, or your position for personal gain.

A conflict of interest occurs when your private interests interfere in any way, or even appear to interfere, with the interests of PG&E as a whole. A conflict of interest can arise if you take actions or have interests that may make it difficult for you to perform your company work objectively and effectively. Conflicts of interest also arise when an employee or a member of his or her family receives improper benefits (e.g., a loan or guarantee of work) as a result of the employee's position in the company.

Disclose any potential conflict of interest to your supervisor, and ensure that the appropriate decision-maker concurs in writing if you are allowed to remain in a situation that could be perceived as a conflict of interest.

Influencing Business Decisions for Personal Gain

You must avoid any conflict between your interests and those of PG&E. You also must avoid any appearance of conflict of interest, except as permitted by this Code of Conduct.

A potential or actual conflict of interest exists if you participate in or attempt to influence a decision or transaction that could materially affect the value of a financial interest held by you, a member of your family, or another person with whom you have a close relationship. A "financial interest" is (a) any investment in a privately held business or (b) an investment equal to one month of your base salary or more in the publicly traded stock of another company that is conducting or seeking to conduct business with PG&E. (Do not include indirect holdings of stock via mutual funds when considering this threshold.)

If you have a potential conflict of interest, take the following steps:

- 1) Disclose the financial interest and potential conflict to your supervisor in writing.
- 2) Based on the criteria described above, your supervisor must determine if there is a conflict of interest. Document the decision in writing and obtain the written concurrence of your supervisor and any other appropriate decision-maker.

Look to the Code Connection — <http://pgenetwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

- 3) If there is a conflict of interest, your supervisor must exclude you from participating in the decision or transaction, or adopt other effective measures that would prevent the conflict.

Favored Treatment

Do not use your position to obtain or provide favored treatment for yourself or others with whom you have a personal relationship. This can include any business matter, including hiring or promoting employees, selecting contractors or vendors, or participating in nonpublic investment opportunities such as Initial Public Offerings (IPOs). (Refer to the PG&E Corporation "Nepotism Policy" for restrictions concerning close relatives.)

You also may not take for your own benefit any PG&E business opportunity that is discovered through the use of company property, information, or your position.

Close Personal Relationships

Any close personal relationship, especially a romantic one, should never exist between a supervisor and an employee within that supervisor's chain of command. There are also substantial risks even in consenting romantic relationships between employees outside this chain of command or between employees with comparable rankings.

Close personal relationships can interfere with an employee's independent judgment, create employee morale issues, and lead to claims of conflict of interest or even sexual harassment. Such relationships also can negatively impact or disrupt the workplace and create the appearance of impropriety. Even if a relationship does not violate our conflict of interest standards or anti-nepotism policy, charges of sexual harassment or other inappropriate conduct may develop. It is the company's expectation that employees will take personal responsibility for adhering to all company policies and standards and to ensure that they do not engage in relationships that disrupt or negatively impact the workplace.

To avoid these problems and to foster a positive team environment, you must promptly report to your Human Resources representative any close personal relationship that results, or could result, in a conflict with a policy or standard. After reviewing the facts, the Company will take appropriate action.

Q: I am dating a co-worker who occasionally serves as the acting supervisor for my group. Do we have to bring this to the attention of our supervisor or Human Resources?

A: Yes. This situation creates a conflict of interest in your group. Even if you and your colleague are currently equals in the same group, you should advise your supervisor of the relationship so that your supervisor can prevent an inappropriate reporting relationship.

Accepting or Giving Gifts

Accepting or giving a gift in a business setting can create a sense of obligation or the appearance of obligation. A gift can be anything of value, including such items as a ticket to a sporting event or play, a non-business meal, a bottle of wine, a coffee cup, a free service, a special discount, or an all-expenses-paid trip to a conference or trade show. Note: cash and cash equivalents (e.g., gift cards) are not "gifts"; they are compensation and are taxable. You may not accept cash or a cash equivalent as a gift. Also, you may not accept a payment or an item of value that could be construed as a bribe, or become party to the payment of money or an item of value for the purpose of bribery.

PG&E-funded gifts between employees must be made in accordance with PG&E's Rewards and Recognition program. All other gifts must be in compliance with the requirements listed below.

Accepting Gifts

You, or a member of your immediate family, may not accept a gift from a contractor, vendor, consultant, or similar business contact doing business with or seeking to do business with PG&E unless **all six of the following conditions are met:**

- The value of the item must be less than \$100, and the value of all gifts from one business contact during a 12-month period **must not exceed \$250**. A gift that exceeds either value must be approved by your officer. Any such gift to an officer must be approved by the officer's supervisor.
- The item is customary and does not create any appearance of impropriety.
- The item imposes no sense of obligation on the receiver.
- The item results in no special or favored treatment.
- The item could not be considered extravagant, excessive, or too frequent considering all of the circumstances, including your ability to reciprocate at company expense.
- The item is not concealed in any way.

Look in the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

If circumstances make it appropriate to accept a gift that exceeds either value threshold, the officer granting **approval** must retain the following documentation:

- The identities of the giver and recipient of the gift,
- The date the officer approved the gift,
- A brief description of the gift,
- The business reason for the gift, and
- An estimated value of the gift.

A gift is no longer considered a gift if within 30 days, the recipient either (1) returns the gift to the giver or (2) reimburses the value of the gift to the giver from personal funds.

"Customary business meals" are not considered gifts. These are routine meals, similar in cost to your own meals when you entertain clients.

In addition to the restrictions on gifts, you and members of your family must never accept a loan, guarantee, service, or payment from a contractor, vendor, consultant, or similar business contact under terms that aren't available to the general public.

Giving Gifts

You may not give a gift funded by PG&E unless **all six of the following conditions are met:**

- The value of the item must be less than \$100 and the value of all gifts to one business contact during a 12-month period **must not exceed \$250**. A gift that exceeds either value must be approved by your officer. Any such gift from an officer must be approved by the officer's supervisor.
- The item is customary and does not create any appearance of impropriety.
- The item imposes no sense of obligation on the receiver.
- The item results in no special or favored treatment.
- The item could not be considered extravagant, excessive, or too frequent considering all of the circumstances, including the recipient's ability to reciprocate.
- The item is not concealed in any way.



Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

If circumstances make it appropriate to give a gift that exceeds the employee's authority to approve, the officer granting **approval** must retain the following documentation:

- The identities of the giver and recipient of the gift,
- The date the officer approved the gift,
- A brief description of the gift,
- The business reason for the gift, and
- An estimated value of the gift.

"Customary business meals" generally are not considered gifts. These are routine meals of reasonable cost provided for business contacts. However, a business meal for an elected or appointed governmental official may be considered a gift under the laws governing the conduct of public officials. Before making any gift to a federal, state, or local government official or employee, confirm its value and contact Corporate Affairs to ensure that the gift is in compliance with applicable gift limits and restrictions.

Special rules apply in certain gift-giving situations:

- All gifts to non-profit entities, including "in-kind" gifts, (e.g., used construction or office equipment) must be approved by Charitable Contributions.
- A gift, including an "in-kind" gift, a contribution, a donation, entertainment, or another courtesy to a political candidate, committee, governmental entity, public official, or elected or governmental figure must be approved in advance by Corporate Affairs.
- An "in-kind" gift is also considered disposal of a company asset. For more information, see the Company Assets section of this Code.
- Federal law governs gift giving when working with a foreign official, either inside or outside the United States. For more information, see the Foreign Corrupt Practices Act section of this Code.

Loans, Advances, or Guarantees of Obligations

PG&E prohibits loans or advances of corporate funds to its employees, officers, or Board members, and does not guarantee their obligations. PG&E also prohibits loans, advances, or guarantees for friends and family members. This standard does not apply to employees participating in programs that are broadly available, including, but not limited to, relocation benefits, the cashless exercise of stock options, education reimbursements, 401-K loans, the corporate credit card program, and expense advances.

Serving in Federal, State, or Local Government

If you previously served in federal, state, or local government, the law may restrict your interaction with government agencies on PG&E's behalf for a period of time.

If you hold an elected or appointed office while employed by PG&E, notify Corporate Affairs and the Law Department, and excuse yourself from participation in or involvement with any official issue or decision that could create or appear to create a conflict of interest. Seek advice from your civic organization's legal counsel and from the PG&E Law Department.

If you plan to run for public office, contact Corporate Affairs to discuss potential conflicts of interest and how those issues should be handled.

If you hold a public office or position, your job at PG&E is your primary responsibility during work hours. Your supervisor may, however, from time to time and work load permitting, authorize you to perform public service on company time.

Outside Employment

You are not permitted to engage in outside employment activities that compete with products or services offered by PG&E. If you are represented by a bargaining unit, this restriction applies only to products or services offered by Pacific Gas and Electric Company. If you are not represented by a bargaining unit, this restriction applies to products and services offered by PG&E Corporation and its affiliates and subsidiaries, including Pacific Gas and Electric Company.

The types of activities to avoid include the planning, design, manufacture, sale, installation, or maintenance of any commodity, equipment, or service that PG&E currently provides or has known plans to provide.

Also, even if these requirements are met, take the following precautions to avoid a conflict of interest:

- Don't participate in an outside employment activity or business venture that could have an adverse effect on your ability to perform your duties for PG&E.
- Don't use company time or assets for your own business or other job.
- Don't solicit work from PG&E for your business or other employer based on inside knowledge of the company or contacts, and don't solicit PG&E employees, vendors, or customers while at work. Local management has discretion to allow passive solicitation, such as a poster on a bulletin board or a catalog on a lunchroom table.

Look to the Code Connection — <http://pgaeiwork/Guidance/condoctrdeault.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

- If, during non-business hours, you solicit vendors or customers with whom you interact for PG&E, you must ensure that your solicitation does not create an appearance of impropriety or in any way imply that the vendor's or customer's dealings with PG&E will be affected by the response to your solicitation.
- Don't attempt to obtain personal advantage or benefit due to your association with PG&E or by using the company name.


If you are, or plan to be, engaged in outside employment activities and you are unsure if they might be in conflict with this Code, discuss them with your supervisor and document your joint conclusion. If you are a supervisor and your employee comes to you with questions about outside employment, notify your director of the employment activities that your employee will be involved in.



Q: I am a licensed electrician and work in the electric department. Occasionally, I'm asked by family members, friends, and customers to replace the electrical panels inside their homes. May I do the work?

A: Since the company does not replace electrical panels inside customers' homes, you may perform the work as long as you follow the guidance provided in this section of the Code.

Compliance Standards

 PG&E is responsible for complying with thousands of compliance requirements issued by nearly 200 governmental bodies. Each of us is responsible for knowing and complying with the laws and regulations applicable to our work. Promptly report any violations of legal or regulatory requirements or PG&E policies, standards, or procedures to your supervisor, any other involved department, or the Compliance and Ethics Helpline. PG&E will not allow retaliation for any such reports made in good faith.

Following are descriptions of just a few of the compliance requirements that have widespread applicability at PG&E.

Federal Securities Laws

As companies with publicly traded securities,⁴ PG&E Corporation and Pacific Gas and Electric Company must comply with federal laws and regulations that require the disclosure of certain information in periodic financial and other reports that are filed with the Securities and Exchange Commission (SEC). If you are asked to review a draft SEC report, you are expected to respond promptly to help ensure that the SEC reports are accurate and complete.

The securities laws also impose requirements about recordkeeping and the establishment, maintenance, and evaluation of "disclosure controls and procedures" as well as "internal control over financial reporting," as those terms are defined in the Sarbanes-Oxley Act of 2002. These laws require the Chief Executive Officer and the Chief Financial Officer to certify, among other things, the accuracy and completeness of information in the SEC reports and the effectiveness of disclosure controls and procedures, and that they have disclosed any fraud that involves management or other employees who have a significant role in internal controls over financial reporting.

PG&E Corporation's and Pacific Gas and Electric Company's internal controls over financial reporting are regularly tested, and if any deficiencies are identified, the controls are corrected and re-tested until they are effective. While the Chief Executive Officer and Chief Financial Officer are ultimately responsible for establishing and maintaining internal controls, the primary burden of complying with and testing controls falls on all of us. As such, you are expected to perform and test controls with due care.

⁴ PG&E Corporation's common stock is listed on the New York Stock Exchange (NYSE) and Pacific Gas and Electric Company's preferred stock is listed on the NYSE Alternext US.

Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

If you have a concern about questionable accounting or auditing matters or internal controls (collectively, "accounting complaints"), contact the Compliance and Ethics Helpline. For more information, see the "How to Raise Concerns" section of this Code.

Insider Trading

Never make investment decisions about any equity or debt securities based on material nonpublic information obtained in the course of your employment. Information is nonpublic if it has not been publicly disseminated, and it is material if there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision. It can also be illegal to disclose (or "tip") this information to others who then buy or sell securities on the basis of the tip. Examples of such information include expansion plans, major management changes, dividend rates, earnings, mergers, and significant new contracts or projects. Using this information is against PG&E's "Insider Trading Policy" and may violate laws or regulations.

Affiliate Interactions

The California Public Utilities Commission (CPUC) and the Federal Energy Regulatory Commission (FERC) have implemented affiliate rules to ensure that resources and assets of the regulated members of the corporate family are not used to subsidize or give an unfair advantage to our affiliates and subsidiaries. Failure to comply fully with the rules can result in sanctions, fines, or other serious measures.

For more information, please refer to:

- <http://pgeatwork/Compliance/cpuc.htm>
- <http://pgeatwork/Compliance/FERCSOC.htm>
- The Affiliate Rules Helpline at 415-972-7272



Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310

Antitrust Laws

Antitrust laws were established to promote economic competition among businesses. Activities that limit competition, restrict trade, or otherwise dominate a market may violate federal or state antitrust laws. Such violations can expose PG&E and individual employees to criminal penalties, large fines, and civil lawsuits.

To avoid potential problems, follow these rules:

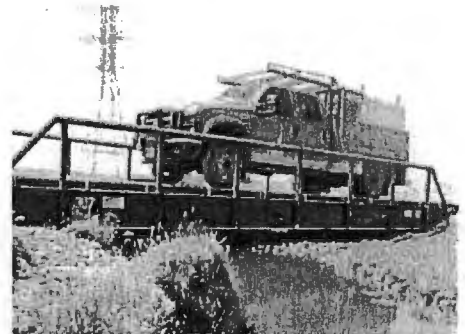
- Don't fix prices or divide markets with competitors unless the agreement will be actively supervised and approved by the appropriate regulatory body.
- When attending meetings or social events with competitors or potential competitors, avoid discussing any of the following information if it's not publicly available:
 - Prices, pricing policy, contract terms or conditions;
 - Costs, inventories, marketing and service plans, market surveys and studies;
 - Capacity plans and capabilities, territorial agreements; or
 - Any other proprietary or confidential information.
- Don't suggest or imply to any vendor that it must purchase services from PG&E in order to sell products or services to PG&E.
- Be careful that any negative or critical comments you make about a competitor are accurate.
- Don't use PG&E's size or resources to intimidate or threaten any individual or organization.

Environmental Laws and Regulations

PG&E is a recognized environmental leader and is committed to conducting its business in an environmentally sensitive manner. This commitment is consistent with our values and our "Environmental Policy." It also makes good business sense. Make sure that the decisions you make on behalf of PG&E reflect this commitment.

For PG&E to be an environmental leader, we must first comply fully with all environmental laws and regulations that govern our business. When appropriate, we seek ways to go beyond what's required in how we deliver energy, serve our customers, and manage our operations.

To learn more about PG&E's environmental leadership, visit <http://www.pge.com/environment/>



Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

Political Contributions and Gifting

Local, state, federal, and foreign government officials shape the legal and regulatory environment in which PG&E operates. If you interact with public officials or candidates for public office, or if you provide gifts or contributions to such individuals, you must understand the laws that control PG&E's participation in the political process.

Corporate Affairs and the Law Department coordinate **all** contributions and gifts made to public officials on behalf of PG&E. "Public officials" include any elected official, candidate, non-elected official, employee, or consultant of a state or local government agency. Don't make commitments for contributions or provide gifts, including food and drinks, without consulting Corporate Affairs.

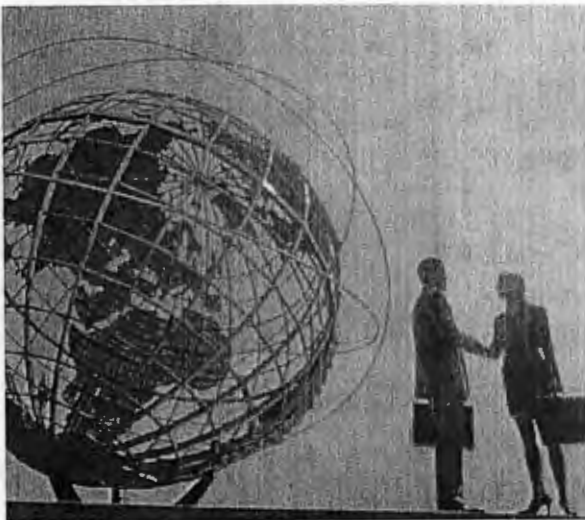
Even buying a cup of coffee for an elected official, giving out squeeze lights or hard hats, allowing public officials to use a PG&E meeting room, or hanging a banner with a bucket truck can constitute making a gift, subject to reporting requirements.

See the Foreign Corrupt Practices Act section below if you work with foreign government officials or foreign companies that may be wholly or partially owned or controlled by foreign governments.

Foreign Corrupt Practices Act

United States companies and their employees and agents doing business outside the United States must comply with the provisions of the Foreign Corrupt Practices Act (FCPA). The FCPA prohibits giving or offering **anything** of value to a foreign official, inside or outside the United States, to induce the recipient to misuse his or her official position to obtain or

retain business or secure some improper advantage. "Anything of value" is defined broadly and includes gifts, money, services, entertainment, and meals above certain limits. A "foreign official" includes any officer, employee, candidate, agent, representative, official, or de facto official of any non-U.S. government, military, government-owned or affiliated company, or political party, or any public international organization. The prohibition extends to the official's friends and family members.



Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

The FCPA also requires accurate records of foreign transactions and related expenses, as well as reasonable accounting controls so that FCPA issues can't be disguised or hidden.

Therefore, contact the Law Department before providing any gift, money, entertainment, service, or other item of value to a foreign official. Also, keep in mind that simple business courtesies such as meals, entertainment, or travel may be illegal under the FCPA or the laws of the host country. When doing business in a foreign country or with a representative of a foreign country, always maintain detailed records of transactions involving PG&E.

Government Contracts

Government contracts may have special provisions and reporting requirements. Be aware of those special provisions and immediately contact the Law Department if any questions arise. Fraudulent or dishonest acts in fulfilling a government contract can trigger severe penalties under the False Claims Act, including fines and jail time.

Copyright Laws

Copyrighted works include, but are not limited to, newsletters, magazine articles, newspapers, books, videotapes, drawings, musical recordings, and software. Copyright law protects such works even if they do not include a copyright notice. If you would like to copy material for distribution at work, make sure that you have permission from the copyright holder before making copies. Check PG&E's Compliance and Ethics Intranet site for more information.

Computer software is covered by licensing agreements that typically prohibit unauthorized use or copying. Never make unauthorized copies of software that is licensed to PG&E. Also, never load unlicensed software onto PG&E computer equipment or download unauthorized software from the Internet. You may, however, install personal software on your company-assigned computer if two conditions are met: (1) you must hold a software license that permits such an installation, and (2) you must have the approval of your supervisor and the local computer system administrator.

Raising Concerns

We are all expected to communicate honestly and openly with supervisors and others in leadership positions and, in good faith, raise concerns, including those about safety; possible misconduct; and violations of laws, regulations, or internal requirements.

When concerns are raised, employees in supervisory and other leadership positions are expected to:

- Listen to understand,
- Take concerns seriously,
- When appropriate, contact internal resources to investigate, and
- Take any appropriate action in response to investigation findings.

Adversely changing an employee's condition of employment for a non-business reason (i.e., "retaliating") is not acceptable. Employees in supervisory and other leadership positions may not retaliate, tolerate retaliation by others, or threaten retaliation.



Look to the Code Connection — <http://pgealwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-7310.

How To Raise Concerns

If you encounter questionable activities at work, immediately bring them to PG&E's attention by contacting your supervisor. If you're not comfortable raising the issue with your supervisor, go to the next level of management within your organization. You also may contact your Human Resources representative or another appropriate department such as Corporate Security, or the Compliance and Ethics Helpline at **888-231-2310**.

If you have a concern about questionable accounting or auditing matters or internal controls (collectively, "accounting complaints"), contact the Compliance and Ethics Helpline. The PG&E Corporation Senior Vice President and General Counsel reviews all such accounting complaints. The Chairs of the Audit Committees of the Boards of Directors are informed of any material accounting complaints.

The Compliance and Ethics Helpline is available 24 hours a day, 7 days a week. It's a multilingual service that provides a safe place to ask compliance and ethics questions or to communicate concerns.

Helpline calls are handled confidentially to the extent permitted by law, and can be submitted anonymously without fear of retaliation.

PG&E prohibits retaliation against anyone who raises good faith concerns or is involved in an investigation. PG&E will investigate any reports of retaliation and take the appropriate action.

Investigations

PG&E takes allegations of misconduct seriously and takes action. All reported violations of the Code of Conduct are investigated either by local management; Human Resource consultants; Equal Employment Opportunity (EEO) investigators; Corporate Security; Internal Audit; the Law Department; or Safety, Health and Claims. Never obstruct or fail to cooperate with an investigation.

Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.htm> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

Additional References and Resources

Code Connection

Refer to PG&E's online Guidance Document Library to view the Code Connection, a document that maps sections of this Code to sources for additional guidance and more detailed information.

Investor Inquiries

Refer portfolio manager and financial analyst inquiries to the Investor Relations Department at **415-267-7080**. Refer individual shareholders and beneficial owners with questions about shareholder accounts and other administrative matters to the Corporate Secretary's Office at **415-267-7070**.

Legal or Regulatory Inquiries

Refer inquiries from federal, state, or local governmental officials to the Corporate Affairs Department.

Refer inquiries from federal or state regulatory officials to the Regulatory Relations Department.

Refer inquiries about legal issues or subpoenas to the Law Department.

Refer any requests for information from law enforcement agencies to the Law Department and to your local security contact or the Corporate Security Department.

The information provided and procedures set forth in this publication do not confer contractual rights of any kind on any employee or third party, or create contractual obligations of any kind for PG&E.

Notes

Look to the Code Connection — <http://pgeatwork/Guidance/Conduct/default.html> — to find additional guidance on sections of this Code of Conduct. If you have questions, contact your supervisor or Human Resources representative, or call the Compliance and Ethics Helpline at 888-231-2310.

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EXHIBIT B

Social Media Standard

Summary This standard describes conduct expectations for personnel engaging in social media activity when that activity either:

- Identifies the person's affiliation with PG&E Corporation or its affiliates or subsidiaries, including Pacific Gas and Electric Company (collectively, PG&E) **or**
- Relates in any way to PG&E's business, employees, customers, suppliers, or competitors.

Target Audience All PG&E employees and third-party representatives, such as contractors, consultants and agents, collectively referred to as "personnel" in this standard.

Safety NA

Table of Contents

<u>Subsection</u>	<u>Title</u>	<u>Page</u>
1	Application.....	2
2	Authorized PG&E Use of Social Media Outlets.....	3
3	The Dos and Don'ts of Using Social Media Outlets	3
4	Posting on PG&E-Sponsored Sites.....	4
5	Use of PG&E Resources.....	5
6	References or Recommendations.....	5
7	Monitoring PG&E-Sponsored Sites	5
8	Reporting Misuse	5

Social Media Standard

Requirements

1 Application

- 1.1 This standard applies to **all** social media activity regardless of whether personnel:
1. Are on duty or off duty,
 2. Use a personal device or a company device to participate, or
 3. Use a real name, pseudonym, or participate anonymously.
- 1.2 "Social media activity" includes all types of postings on the Internet or Intranet, including but not limited to:
- Social networking sites such as Facebook, MySpace, or LinkedIn;
 - Blogs, podcasts and other online, newspapers, journals and diaries;
 - Bulletin boards, chat rooms, and instant messaging (IM) services;
 - Microblogging, such as Twitter;
 - The posting of video on YouTube and similar media; and
- 1.3 "Social media activity" also includes permitting, or failing to remove, posts by others where personnel can control the content of postings, such as on a personal page or blog.
- 1.4 Employee conduct obligations described in the PG&E Employee Code of Conduct apply to social media activities.
- 1.5 This standard is not intended to restrict the flow of useful and appropriate information or to unnecessarily infringe on personal rights concerning private correspondence.
- 1.6 This standard may not be used to violate any rights personnel may have under the National Labor Relations Act, including the right to act together with other employees to improve the terms and conditions of employment.
- 1.7 PG&E has the right to request that certain personnel temporarily do not communicate about matters related to PG&E if such a request is necessary to ensure compliance with securities regulations or other laws.



CAUTION

Social media tools can introduce malware (e.g., viruses, Trojans, or key loggers) to your computer, and many social media sites have the right to change your privacy settings and often exercise that right.



Social Media Standard

2 Authorized PG&E Use of Social Media Outlets

- 2.1 Only authorized personnel (authorized by External Communications -(415-973-5930) may speak on behalf of PG&E, including through social media outlets.
- 2.2 Authorized personnel engaging in social media activity on PG&E's behalf must comply with the requirements listed in Section 3 of this standard.
- 2.3 Authorized non-exempt/hourly employees may not engage in social media activity on PG&E's behalf during overtime hours, unless directed by supervision.

3 The Dos and Don'ts of Using Social Media Outlets

- 3.1 Personnel are personally accountable for what they post online.

3.2 Do:

- 1. Be open and honest about who you are and your role or affiliation with PG&E.
- 2. Make it clear to readers that the views expressed are personal and do not reflect the views of PG&E. If that is not obvious from the comments, specifically state, "The views expressed are solely my own. They have not been reviewed or approved by PG&E."
- 3. Consider how your comments might impact the public's perception of PG&E. When in doubt, consult with your supervisor or with External Communications (415-973-5930 or socialmedia@pge.com).
- 4. Be truthful and accurate, don't speculate, and quickly correct any mistakes.
- 5. Be respectful and professional.
- 6. Use humor judiciously; what is funny to some may be offensive to others.
- 7. Adhere to all copyright and fair use laws.
- 8. Direct all media contacts to External Communications at 415-973-5930 or socialmedia@pge.com.

Social Media Standard

3.3 Don't:

1. Misrepresent yourself or your role or affiliation with PG&E, e.g., use a false name or pseudonym.
2. Use or otherwise disclose PG&E confidential or proprietary information, including but not limited to information protected by the attorney/client privilege or work-product doctrine and/or trade secrets.
3. Respond to posts on social media sites about PG&E's products or services. Instead, notify External Communications (415-973-5930 or socialmedia@pge.com), and someone from that department will determine PG&E's response.
4. Defame, harass, disparage, or otherwise discredit or damage PG&E, its directors, stockholders, employees, customers, suppliers, competitors, regulators or the products or services provided by or received by any of these groups.
5. Mention customers, suppliers, or competitors without prior written approval from External Communications.
6. Use PG&E's logo, trademark or proprietary graphics, or photographs or video of PG&E's premises, processes, operations, or products without prior written approval from External Communications.
7. Disclose any personal or contact information, or post photographs or video, of co-workers, supervisors, customers, suppliers, or competitors without their prior permission **AND**, if the disclosure mentions PG&E, prior written approval from External Communications.
8. Use a PG&E email account to set up any social media account (e.g., using a @pge.com email for Facebook or LinkedIn) or site or participate in any social media activity, unless authorized by External Communications.
9. Use any personal social media account to establish a social media presence (e.g., a fan page) that relates to PG&E.
10. Forward or repost spam, chain letters, or any other inappropriate content to or from any PG&E social media account.

4 Posting on PG&E-Sponsored Sites

- 4.1 Personnel may visit PG&E-sponsored social media sites, such as PG&E's Facebook pages, and participate in accordance with Section 3 of this standard.
- 4.2 Visiting and/or participating on any PG&E-sponsored site is purely voluntary.



Social Media Standard

- 4.3 Personnel may not use any PG&E-sponsored site to solicit, express personal opinions regarding, or engage in other activities on behalf of any organization besides PG&E, including, for example, any outside business venture, charity, political campaign, religious group, or membership organization.

5 Use of PG&E Resources

- 5.1 Use PG&E property, including but not limited to PG&E-provided internet access, computer hardware (i.e., desktop, laptop, or hand-held device) and software, in accordance with the "limited personal use" provision in the Company Assets section of the PG&E Employee Code of Conduct.

6 References or Recommendations

- 6.1 Ensure any personnel references or recommendations using social media outlets (e.g., LinkedIn) are personal in nature (i.e., not on behalf of the company) and are made using personal devices.

7 Monitoring PG&E-Sponsored Sites

- 7.1 Personnel with appropriate authorization from External Communications and the Law department may remove or modify any posting that violates this standard or any other PG&E guidance, or require the site owner to do so.

8 Reporting Misuse

- 8.1 Report any instances of inappropriate social media activity to:
1. Your supervisor,
 2. Next level of management,
 3. The social media mailbox (socialmedia@pge.com), **OR**
 4. The Compliance and Ethics Helpline at 1-888-231-2310.

END of Requirements

Social Media Standard

Definitions	NA
Implementation Responsibilities	Corporate Affairs is responsible for communicating this standard to employees using standard company communication channels.
Governing Document	<u>CDT-1001M, "Employee Code of Conduct"</u>
Compliance Requirement/Regulatory Commitment	NA
Reference Documents	Developmental References: NA Supplemental References: Social Media 5 Minute Meeting Social Media FAQs
Appendices	NA
Attachments	NA
Document Recision	NA



Social Media Standard

Approved By Greg Pruett, Sr. Vice President, Corporate Affairs, PG&E Corporation

Document Owners Rick Medefesser, Sr. Manager, Internal Communications

Document Contact Rick Medefesser, Sr. Manager, Internal Communications

Megan Janis, Director, Compliance and Ethics

Revision Notes

Where?	What Changed?
NA	NA - This is a new document.

EXHIBIT C

FAQs-Responsible Use of Social Media

1. Can I use social tools (both PG&E-sponsored tools like Currents and NEXT100 and third party sites such as Facebook or Twitter) as it relates to my job?

Answer: Yes, if you do so responsibly and follow the PG&E Code of Business Conduct. If you comment on any aspect of PG&E business on a social media site, please identify yourself as a PG&E employee in a prominent place (bio, profile, etc.) on the website. (For example: If you are using Twitter to promote PG&E, you must clearly state in your "bio" that you work for PG&E.)

If you are a non-employee and are interested in using social networking tools you should first obtain approval from your employer. You will need to make sure that you identify yourself as an employee of your company that is on assignment with PG&E. Under no circumstances should you, as a vendor, consultant, contractor or other third party, represent that you are a PG&E employee.

2. What is my responsibility as a PG&E employee when I participate in social networking sites externally?

Answer: While your conduct online reflects upon PG&E, in most cases, you will not be speaking on behalf of PG&E. The purpose of your participation in social networking sites should be to communicate your own viewpoints. Be sure to read the PG&E Code of Conduct, this policy and other corporate policies for additional guidance.

Never post inappropriate, disrespectful comments to your blog, or comments that are intended to embarrass PG&E, your co-workers or customers. Act professionally at all times. If you have suggestions and comments for improvements at PG&E, please utilize the company's established internal channels.

3. If I witness what I believe to be illegal, unsafe or unethical actions can I discuss it on my blog?

Answer: PG&E wants to hear your concerns and has a team that vigorously follows up and investigates concerns raised by employees and others. However, if you witness what you believe to be illegal, unsafe or unethical conduct by a PG&E employee or vendor, we would prefer that you not discuss this in your blog. Reporting the issues directly to those who can make corrections is the best course of action. Posting a concern to a social networking site may not be the most direct and most efficient way to resolve these types of issues. Instead, you should contact the Compliance & Ethics Helpline (1-888-231-2310), which is confidential and anonymous.

4. Is it appropriate for managers and subordinates to "friend" each other on social networking sites?

Answer: Managers and their subordinates are free to "friend" each other on social networking sites. Both managers and employees, however, should be mindful of avoiding any interactions/communications that may create a conflict of interest or that may compromise PG&E's ability to enforce its policies, especially its policies against nepotism, harassment and discrimination. Please see PG&E's Code of Conduct document for more information.

5. May I provide a reference or recommendation about a former or current employee on LinkedIn or other reference-based social sites?

Answer: You may provide personal references for current or former PG&E employees provided that the statements made and information provided in the reference are factually accurate. You should also use the disclaimer noted below.

"This reference is being made by me in a personal capacity. It is not intended and should not be construed as a reference from PG&E or any of its affiliated entities."

If you are representing yourself as a PG&E employee, it is against PG&E policy to provide employment reference information for any current or former PG&E employee.

6. May I discuss PG&E business on my own personal blog or social networking site?

Answer: Yes, you may post issues related to PG&E on your own personal blog or social networking site subject to your confidentiality obligations and compliance with all applicable laws and PG&E policies. You are legally and financially responsible for your own postings.

If you comment on any aspect of PG&E's business, please see the "Policy" section.

Please use the following disclaimer on your personal social networking site:

"The opinions expressed in this blog are my own views and not those of PG&E."

7. Can I post information about PG&E under a different name?

Answer: No. Pseudonyms should never be used to obscure one's identity, so you must always create user accounts under your true name. Using a pseudonym may diminish the credibility of your contributions online. Even anonymous comments and updates can be traced back to you or PG&E using IP addresses and other tracking technology.

8. What should I be aware of before I post personal information about myself on social networking sites?

Answer: There are several privacy issues to be aware of when using social networking sites. Only post personal information that you want the public to view and avoid posting information that would make you vulnerable to identity theft or may compromise your safety. Be sure to review the privacy policies of the social networking sites that you choose to use. It is almost impossible to remove information from the Web since it may be re-posted on other sites without your knowledge, and may be viewed beyond your intended audience.

From a security perspective, you should also be aware that social engineering is a common threat on social networking sites. To learn more about social engineering, [click here](#).

9. Is it OK to use my own personal social networking login account (such as Flickr or YouTube, or other social media sharing site) when posting PG&E content, videos or photos externally?

Answer: No. Do not use your personal accounts when posting PG&E videos or photos to external sharing sites.

For YouTube, please work with PG&E's social media team to be included to the corporate branded YouTube channel. Remember that only PG&E public videos may be posted to external video sharing sites. Sites such as Facebook and LinkedIn will not allow you to register team alias accounts. The person in charge of creating a Fan Page or Group for their teams should create an account for business use only using your PG&E.com email address. You can then create the Fan Pages and Groups off of that non-personal account. These accounts should be used separately from your personal accounts which would be registered using your personal email address.

10. Can I be terminated from PG&E if I post a negative comment on my personal social networking site, such as Facebook or Twitter, on my personal time about PG&E and perceived work conditions?

Answer: A social networking site is probably not the best place to air your grievances about PG&E. PG&E is committed to providing a safe, respectful workplace and we encourage using the proper channels to express concerns. If discussing the issue at hand with your supervisor is not an option, you should contact the Compliance & Ethics Helpline (1-888-231-2310) or Human Resources (415-973-4357), which can both be done anonymously. Employees will not be disciplined or retaliated against for exercising their rights protected under the U.S. National Labor Relations Act or other similar laws. Please note that if the comments posted are not protected by law and in violation of PG&E Code of Conduct or damaging to PG&E business, PG&E may choose to take disciplinary action up to and including termination.