

PUBLIC SERVICE ENTERPRISE GROUP INC
Form 8-K
June 18, 2008

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) June 17, 2008

PUBLIC SERVICE ENTERPRISE GROUP INCORPORATED

(Exact name of registrant as specified in its charter)

New Jersey

001-09120

22-2625848

(State or other
jurisdiction of incorporation)

(Commission File Number)

(I.R.S. Employer
Identification No.)

**80 Park Plaza, P.O. Box 1171
Newark, New Jersey 07101-1171**

(Address of principal executive offices) (Zip Code)
973-430-7000

(Registrant's telephone number, including area code)
<http://www.pseg.com>

PSEG POWER LLC

(Exact name of registrant as specified in its charter)

Delaware

000-49614

22-3663480

(State or other
jurisdiction of incorporation)

(Commission File Number)

(I.R.S. Employer
Identification No.)

**80 Park Plaza, T-25
Newark, New Jersey 07102-4194**

(Address of principal executive offices) (Zip Code)
973-430-7000

(Registrant's telephone number, including area code)
<http://www.pseg.com>

PUBLIC SERVICE ELECTRIC AND GAS COMPANY

(Exact name of registrant as specified in its charter)

New Jersey

(State or other
jurisdiction of incorporation)

001-00973

(Commission File Number)

22-1212800

(I.R.S. Employer
Identification No.)

**80 Park Plaza, P.O. Box 570
Newark, New Jersey 07101-0570**

(Address of principal executive offices) (Zip Code)
973-430-7000

(Registrant's telephone number, including area code)

<http://www.pseg.com>

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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The information contained in Item 7.01 Regulation FD Disclosure in this combined Form 8-K is separately furnished, as noted, by Public Service Enterprise Group Incorporated (PSEG), PSEG Power LLC (Power) and Public Service Electric and Gas Company (PSE&G). Information contained herein relating to any individual company is provided by such company on its own behalf and in connection with its respective Form 8-K. Power and PSE&G each makes representations only as to itself and makes no other representations whatsoever as to any other company. The information contained in Item 8.01 Other Events in this Form 8-K is filed solely for Public Service Enterprise Group Incorporated (PSEG).

Item 7.01 Regulation FD Disclosure

PSEG, Power and PSE&G

On June 18 and 19, 2008, PSEG is participating in UBS Investor Meetings in Boston, MA. A copy of the discussion materials used at the meeting is furnished as Exhibit 99 to this Form 8-K.

Item 8.01 Other Events

PSEG

On June 17, 2008, PSEG announced that a subsidiary of PSEG Energy Holdings L.L.C., PSEG Global L.L.C. (Global), has entered into a definitive agreement for the sale of the SAESA Group of Companies (SAESA Group) to a consortium formed by Morgan Stanley Infrastructure and the Ontario Teachers Pension Plan. The SAESA group consists of major electric distribution and transmission businesses with 639,000 customers in Chile and total more than 135 MW s of wind, hydro, diesel and gas electric generation capacity. A copy of the Press Release announcing the agreement is furnished as Exhibit 99.1 to this Form 8-K.

Item 9.01 Financial Statements and Exhibits

Exhibit 99 Discussion Materials for the UBS Investor Meetings.
Exhibit 99.1 Press Release announcing the agreement to sell SAESA dated June 17, 2008

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized. The signature of the undersigned company shall be deemed to relate only to matters having reference to such company and any subsidiaries thereof.

PUBLIC SERVICE ENTERPRISE GROUP INCORPORATED

(Registrant)

By: /s/ Derek M. DiRisio
 Derek M. DiRisio
 Vice President and Controller
 (Principal Accounting Officer)

Date: June 18, 2008

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized. The signature of the undersigned company shall be deemed to relate only to matters having reference to such company and any subsidiaries thereof.

PUBLIC SERVICE ELECTRIC AND GAS COMPANY

(Registrant)

By: /s/ Derek M. DiRisio
Derek M. DiRisio
Vice President and Controller
(Principal Accounting Officer)

Date: June 18, 2008