

SOUTHERN CALIFORNIA EDISON COMPANY

CHARTER FOR THE PRICING COMMITTEE

OF THE BOARD OF DIRECTORS

Adopted by the Board of Directors

October 20, 2005

ARTICLE I – PURPOSE OF THE COMMITTEE

The purpose of the Pricing Committee ("Committee") of the Board of Directors ("Board") of Southern California Edison Company ("Company") shall be to assist the Board in its oversight of the Company's issuance of preferred stocks, including without limitation \$100 Cumulative Preferred Stock, Cumulative Preferred Stock or Preference Stock (together, "Preferred Stock").

ARTICLE II – COMPOSITION OF THE COMMITTEE

Section 1. Size of the Committee.

The Committee shall consist of not less than two members of the Board.

Section 2. Nomination and Appointment of Members.

Each Committee member shall be appointed by resolution adopted by a majority of the exact number of authorized directors and shall serve until a successor shall be appointed. In the event any member of the Committee shall cease to be a director of the Company, the vacancy thus created shall either be filled by the Board or, at the Board's discretion, left unfilled, provided that in no event shall the Committee consist of less than two members.

Section 3. Committee Chairperson.

The Board shall designate one of the Committee's members as chairperson ("Chair") who shall preside over meetings of the Committee and report Committee actions to the Board. If the Chair is not present, the Committee may designate an acting Chair.

ARTICLE III – MEETINGS AND OTHER ACTIONS

Section 1. Meeting Times, Agendas and Quorum.

The Committee shall meet when it deems necessary. The frequency, length, and agendas of meetings shall be determined by the Chair in consultation with Committee members and company management. A majority of the members of the Committee shall constitute a quorum for the transaction of business. Meetings shall be held at the principal offices of the Company or as directed by the Chair. The Committee shall report on its actions at a subsequent Board meeting.

Section 2. Meeting Minutes.

The Company's Secretary shall keep or appoint an appropriate person to keep regular minutes of all Committee proceedings. If no appointed person is present, the Committee may designate an acting secretary. The minutes of each meeting shall be reviewed and approved by legal counsel and the Chair. The approved minutes shall become a permanent corporate record maintained by the Company's Secretary.

Section 3. Authority of the Committee.

Unless otherwise provided in this Charter, the meetings and any other actions of the Committee shall be governed by the provisions of Article III of the Bylaws of the Company applicable to meetings and actions of the Board, and the Committee shall have all of the authority of the Board in fulfilling its duties and responsibilities, including the authority at the Company's expense to conduct or authorize investigations or studies of matters within the Committee's scope of responsibilities and to obtain advice and assistance from internal and external advisors, except as limited by any applicable

law, regulation or stock exchange listing standard, or Article III of the Bylaws of the Company.

ARTICLE IV – PRICING AND RELATED RESPONSIBILITIES

(a) The Committee shall be responsible for determining the final terms of, any offering, issuance, or sale of Preferred Stock of the Company, in either a private placement or registered offering which has been duly authorized and approved by the Board.

(b) Perform such additional functions as are necessary or prudent to fulfill the Committee's duties and responsibilities under this Article IV.