



Jeffrey M. Delaney
Principal Negotiator
Labor Relations and
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10-04-ESC

January 27, 2010

Joshua Sperry, Senior Union Representative
Engineers and Scientists of California
Local 20, IFPTE, AFL-CIO & CLC
835 Howard Street, 2nd Street
San Francisco, CA 94103

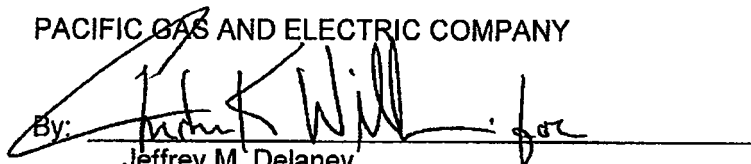
Dear Mr. Sperry:

In recognition of the recent earthquake disaster in Haiti, the Company proposes to amend the provisions of Section 9.15 of the ESC Agreement. This amendment will allow employees to voluntarily sell up to five days of their vacation and transfer the proceeds to Mercy Corps, a 501(c) charity, whose mission is to alleviate suffering, poverty and oppression by helping people build secure, productive and just communities. Employees who choose to make this donation will have their donated vacation days converted to cash and sent directly to Mercy Corps. Additional information about Mercy Corps is available at www.mercycorps.org/fundraising/pgemployees. This amendment will be effective through February 5, 2010.

If you are in accord with the foregoing and agree thereto, please so indicate in the space provided and return one executed copy of this letter to the Company.

Very truly yours,

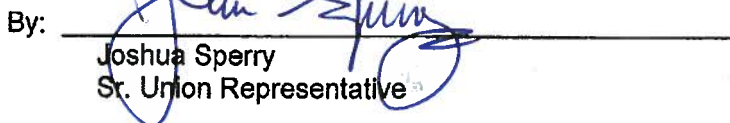
PACIFIC GAS AND ELECTRIC COMPANY

By: 
Jeffrey M. Delaney
Principal Negotiator

The Union is in accord with the foregoing and agrees thereto as of the date hereof.

ENGINEERS AND SCIENTISTS OF CALIFORNIA
LOCAL 20, IFPTE, AFL-CIO and CLC

1/28, 2010

By: 
Joshua Sperry
St. Union Representative