

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2012-04-30** | Period of Report: **2012-04-27**  
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(HTML Version on [secdatabase.com](http://secdatabase.com))

### REPORTING OWNER

#### IZZO RALPH

CIK: **1257451**

Type: **4** | Act: **34** | File No.: **001-09120** | Film No.: **12793356**

Mailing Address

*PSEG 80 PARK PLAZA*

*T6B NEWARK NJ 07102-4194*

### ISSUER

#### PUBLIC SERVICE ENTERPRISE GROUP INC

CIK: **788784** | IRS No.: **222625848** | State of Incorporation: **NJ** | Fiscal Year End: **1231**

SIC: **4931** Electric & other services combined

Mailing Address

*CORPORATE ACCOUNTING  
SERVICES*

*80 PARK PLAZA, 9TH FLOOR  
NEWARK NJ 07102-4194*

Business Address

*CORPORATE ACCOUNTING  
SERVICES*

*80 PARK PLAZA, 9TH FLOOR  
NEWARK NJ 07102-4194  
973-430-7000*

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>IZZO RALPH</b>			2. Issuer Name and Ticker or Trading Symbol <b>PUBLIC SERVICE ENTERPRISE GROUP INC [PEG]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chairman, President and CEO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>04/27/2012</b>			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
<b>80 PARK PLAZA</b>			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <b>NEWARK, NJ 07102</b>								
(City)	(State)	(Zip)						

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/27/2012		M		11,881	A	\$20.385	402,221.2678	D	
Common Stock	04/27/2012		S		9,727	D	\$31	392,494.2678 <sup>(1)</sup>	D	
Common Stock								732.54	I	By 401(k)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options	\$20.385	04/27/2012		M		11,881		10/18/2004	10/18/2013	Common Stock	11,881	\$20.385	200,000	D	

#### Explanation of Responses:

1. Includes 2,154 shares of common stock retained following the exercise of options pursuant to a 10b5-1 Plan. All other shares acquired through the exercise of options were sold to pay transaction costs and related taxes.

## Signatures

A. Battista, As attorney in fact for R. Izzo

\*\* Signature of Reporting Person

04/30/2012

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**