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New York, NY 10153-0119

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**Exhibit 3 to Interim Order**

**Notice of Intent to Purchase, Acquire, or Otherwise Accumulate PG&E Stock**

1 UNITED STATES BANKRUPTCY COURT  
2 NORTHERN DISTRICT OF CALIFORNIA  
3 SAN FRANCISCO DIVISION

4 **In re:**  
5 **PG&E CORPORATION,**  
6 **Debtor.**  
7 **Tax I.D. No. 94-3234914**

Case Nos. 19-  
19-

Chapter 11

**NOTICE OF INTENT TO PURCHASE,  
ACQUIRE, OR OTHERWISE  
ACCUMULATE PG&E STOCK**

8 **In re:**  
9 **PACIFIC GAS AND ELECTRIC  
COMPANY,**  
10 **Debtor.**  
11 **Tax I.D. No. 94-0742640**

Date: DATE  
Time: TIME  
Dept.: DEPT  
Judge: Honorable NAME

12  
13 PLEASE TAKE NOTICE that, pursuant to that certain *Interim Order Establishing Notification*  
14 *Procedures and Approving Restrictions on Certain Transfers of Stock of, and Claims Against, the*  
15 *Debtors*, dated [\_\_\_\_], 2019, Docket No. [ ] (with all exhibits thereto, the “**Interim Order**”),  
16 [Name of Filer] (the “**Filer**”) hereby provides notice of (i) its intention to purchase, acquire, or  
17 otherwise accumulate directly one or more shares of Common Stock, Preferred Stock and/or Options  
18 to acquire PG&E Stock and/or (ii) a proposed purchase or acquisition of Common Stock,<sup>1</sup> Preferred  
19 Stock and/or Options to acquire PG&E Stock that would result in an increase in the number of shares  
20 of Common Stock, Preferred Stock and/or number of shares of PG&E Stock underlying Options that  
21 are beneficially owned by the Filer (any proposed transaction described in (i) or (ii), a “**Proposed**  
22 **Acquisition**”).

23 PLEASE TAKE FURTHER NOTICE that the following table sets forth the following  
24 information:

- 25 1. If the Proposed Acquisition involves the purchase or acquisition directly by the Filer of  
26

27 \_\_\_\_\_  
28 <sup>1</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in **Exhibit 1**  
to the Interim Order.

1 Common Stock, Preferred Stock and/or Options to acquire PG&E Stock, the table sets forth (a) the  
 2 number of shares of Common Stock, Preferred Stock and/or the number of shares of PG&E Stock  
 3 underlying Options proposed to be purchased or acquired and (b) the date(s) of such Proposed  
 4 Acquisition (categorized by class, as applicable).

5 2. If the Proposed Acquisition involves the purchase or acquisition of Common Stock,  
 6 Preferred Stock and/or Options to acquire PG&E Stock by a person (including any Entity) or  
 7 Acquiring Group other than the Filer, but the Proposed Acquisition nonetheless would increase the  
 8 number of shares of Common Stock, Preferred Stock and/or number of shares of PG&E Stock  
 9 underlying Options that are beneficially owned by the Filer or owned by an Acquiring Group of which  
 10 the Filer is a member, the table sets forth (a) the name(s) of each such person or Acquiring Group that  
 11 proposes to purchase or acquire such shares of Common Stock, Preferred Stock and/or Options, (b) the  
 12 number of shares of Common Stock, Preferred Stock and/or number of shares of PG&E Stock  
 13 underlying Options proposed to be purchased or acquired, and (c) the date(s) of such Proposed  
 14 Acquisition (categorized by class, as applicable).

<i>Class</i>	<i>Name of Purchaser or Acquirer</i>	<i>Shares to be Purchased or Acquired</i>	<i>Shares Underlying Options to be Purchased or Acquired</i>	<i>Date(s) of Proposed Acquisition</i>
Common Stock				
Preferred Stock				

19 (Attach additional page if necessary.)

20 PLEASE TAKE FURTHER NOTICE that the following table summarizes the Filer's  
 21 beneficial ownership of Common Stock, Preferred Stock and/or Options to acquire PG&E Stock  
 22 assuming that the Proposed Acquisition is approved and consummated as described above. The table  
 23 sets forth, as of immediately following the consummation of the Proposed Acquisition, the number of  
 24 shares of Common Stock, Preferred Stock and/or the number of shares of PG&E Stock underlying  
 25 Options (a) that would be owned directly by the Filer and, (b) in the case of any beneficial ownership  
 26 by the Filer of Common Stock, Preferred Stock and/or Options that would be owned by another person  
 27 (including any Entity) or Acquiring Group as record or legal owner, the name(s) of each prospective  
 28

1 record or legal owner and the number of shares of Common Stock, Preferred Stock and/or the number  
 2 of shares of PG&E Stock underlying Options that would be owned by each such record or legal owner  
 3 (categorized by class, as applicable):

<i>Class</i>	<i>Name of Owner</i>	<i>Shares to Be Owned</i>	<i>Shares Underlying Options to Be Owned</i>
Common Stock			
Preferred Stock			

(Attach additional page if necessary.)

PLEASE TAKE FURTHER NOTICE that if the Proposed Acquisition involves a purchase or acquisition of Common Stock, Preferred Stock and/or Options to acquire PG&E Stock directly by the Filer and such Proposed Acquisition would result in (a) an increase in the beneficial ownership of Common Stock, Preferred Stock and/or Options to acquire PG&E Stock by a person (including any Entity) or Acquiring Group (other than the Filer) that currently is a Substantial Stockholder or (b) a person's or Acquiring Group's (other than the Filer) becoming a Substantial Stockholder, the following table sets forth (i) the name of each such person or Acquiring Group, (ii) the number of shares of Common Stock, Preferred Stock and/or the number of shares of PG&E Stock underlying Options that are beneficially owned by such person or Acquiring Group currently (i.e., prior to the Proposed Acquisition), and (iii) the number of shares of Common Stock, Preferred Stock and/or the number of shares of PG&E Stock underlying Options that would be beneficially owned by such person or Acquiring Group immediately following the Proposed Acquisition (categorized by class, as applicable).

<i>Class</i>	<i>Name of Beneficial Owner</i>	<i>Shares Owned Currently (i.e., Prior to Proposed Acquisition)</i>	<i>Shares to Be Owned Following Proposed Acquisition</i>	<i>Shares Underlying Options Owned Currently (i.e., Prior to Proposed Acquisition)</i>	<i>Shares Underlying Options to Be Owned Following Proposed Acquisition</i>
Common Stock					

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Preferred Stock					
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(Attach additional page if necessary.)

For each of the tables above, a Filer that is a member of an Acquiring Group shall indicate the shares of PG&E Stock treated as owned or to be owned by the members of such Acquiring Group by including an asterisk next to each entry made above.

PLEASE TAKE FURTHER NOTICE that the last four digits of the taxpayer identification number of the Filer is \_\_\_\_\_ (and that the full taxpayer identification number will be provided if needed).

PLEASE TAKE FURTHER NOTICE that, under penalty of perjury, the Filer hereby declares that it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments which purport to be part of this Notice are true, correct, and complete.

[[IF APPLICABLE:]] The Filer is represented by [name of law firm], [address], [phone], (Attn: [name of attorney]).]

Respectfully submitted,

\_\_\_\_\_  
[Name of Filer]

By: \_\_\_\_\_  
Name: \_\_\_\_\_

Address: \_\_\_\_\_  
Telephone: \_\_\_\_\_  
Facsimile: \_\_\_\_\_  
Date: \_\_\_\_\_