Edgar Filing: O FLYNN THOMAS M - Form 4

O FLYNN T Form 4	THOMAS M									
December 22	2, 2008									
FORN Check th if no long subject to	is box	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF							PROVAL 3235-0287 January 31, 2005	
Subject toSECURITIESSection 16.Form 4 orForm 5Filed pursuant to Section 16(a) of the Securities Exchange AcobligationsSection 17(a) of the Public Utility Holding Company Act of 193See Instruction30(h) of the Investment Company Act of 19401(b).100 fthe Securities Exchange Act of 1940						f 1935 or Section	Estimated average burden hours per response			
(Print or Type I	Responses)									
O FLYNN THOMAS M Sy PU			2. Issuer Name and Ticker or Trading ymbol UBLIC SERVICE ENTERPRISE ROUP INC [PEG]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 80 PARK P		(1	. Date of Earliest Tr Month/Day/Year) 2/20/2008	ansaction			Director X Officer (give t below) Exec. VP F		Owner r (specify SEG	
			. If Amendment, Da iled(Month/Day/Year	nendment, Date Original onth/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
NEWARK,	NJ 07102						Person	ore than One Re	porting	
(City)	(State)	(Zip)	Table I - Non-I) erivative	Secu	rities Acc	uired, Disposed of,	or Beneficial	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day/	Date, if Transactio Code	(Instr. 3,	spose	d of (D)	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)	
Common Stock	12/20/2008		F	3,555	D	\$ 28.28	126,171.5214	D		

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

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 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)	4. Transact Code (Instr. 8)	Securities Acquired (A) or Disposed	3	Date	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans
				of (D) (Instr. 3, 4, and 5)						(Instr
			Code N		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
O FLYNN THOMAS M 80 PARK PLAZA NEWARK, NJ 07102			Exec. VP Fin. & CFO - PSEG					
Signatures								
By: A. Battista, as Attorney-in- O'Flynn	fact for T	Ъ.М.	12/20/2008					
<u>**</u> Signature of Reporting P	erson		Date					
Explanation of Responses:								

Explanation of Responses:

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