

PUBLIC SERVICE ENTERPRISE GROUP INC  
Form 8-K  
November 18, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) November 17, 2009

**PUBLIC SERVICE ENTERPRISE GROUP INCORPORATED**

(Exact name of registrant as specified in its charter)

New Jersey  
(State or other jurisdiction

of incorporation)

001-09120  
(Commission File Number)

80 Park Plaza, P.O. Box 1171

Newark, New Jersey 07101-1171

22-2625848  
(I.R.S. Employer

Identification No.)

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(Address of principal executive offices) (Zip Code)

973-430-7000

(Registrant's telephone number, including area code)

<http://www.pseg.com>

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.03 Amendment to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On November 17, 2009, the Board of Directors of Public Service Enterprise Group Incorporated (PSEG) approved, effective on that date, amendments to the By-Laws of PSEG to adopt a majority vote standard for the election of directors in uncontested elections.

**Item 9.01 Financial Statements and Exhibits**

Exhibit 3.1 By-Laws of Public Service Enterprise Group Incorporated, as in effect November 17, 2009.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized. The signature of the undersigned company shall be deemed to relate only to matters having reference to such company and any subsidiaries thereof.

**PUBLIC SERVICE ENTERPRISE GROUP INCORPORATED**

(Registrant)

By: /s/ DEREK M. DiRISIO  
**Derek M. DiRisio**  
**Vice President and Controller**  
**(Principal Accounting Officer)**

Date: November 18, 2009