

PUBLIC SERVICE ENTERPRISE GROUP INC  
Form 8-K  
April 23, 2010

**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) April 20, 2010

**PUBLIC SERVICE ENTERPRISE GROUP**  
**INCORPORATED**

(Exact name of registrant as specified in its charter)

New Jersey  
(State or other jurisdiction)

001-09120  
(Commission)

22-2625848  
(I.R.S. Employer)

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of incorporation)

File Number)

Identification No.)

**80 Park Plaza, P.O. Box 1171**

**Newark, New Jersey 07101-1171**

(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 5.07 Submission of Matters to a Vote of Security Holders**

Our Annual Meeting of Stockholders was held on April 20, 2010. Proxies for the meeting were solicited by us pursuant to Regulation 14A under the Securities Act of 1934. There was no solicitation of proxies in opposition to management's nominees as listed in the proxy statement and all of management's nominees were elected to the Board of Directors. Final results of the voting are provided below:

| <b>Proposal 1:</b>  | <b>Votes For</b> | <b>Votes Against</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|---|------------------|----------------------|--------------------|-------------------------|
| Election of Directors   |                  |                      |                    |                         |
| <b>Terms expiring in 2011</b>   |                  |                      |                    |                         |
| Albert R. Gamper, Jr.   | 357,377,498      | 3,958,147            | 2,255,159          | 58,675,038              |
| Conrad K. Harper  | 356,096,082      | 5,336,996            | 2,157,726          | 58,675,038              |
| William V. Hickey   | 354,159,414      | 7,191,840            | 2,239,549          | 58,675,039              |
| Ralph Izzo  | 356,633,331      | 4,897,154            | 2,060,318          | 58,675,039              |
| Shirley Ann Jackson   | 329,682,291      | 31,601,860           | 2,306,653          | 58,675,038              |
| David Lilley  | 359,029,923      | 2,346,265            | 2,214,615          | 58,675,039              |
| Thomas A. Renyi   | 358,574,727      | 2,711,835            | 2,304,242          | 58,675,038              |
| Hak Cheol Shin  | 358,633,233      | 2,719,132            | 2,238,439          | 58,675,038              |
| Richard J. Swift  | 350,689,051      | 10,481,729           | 2,420,024          | 58,675,038              |
| <b>Proposal 2:</b>  | <b>Votes For</b> | <b>Votes Against</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
| Ratification of Appointment of Deloitte & Touche LLP as Independent Auditor | 416,092,662      | 4,011,324            | 2,161,856          | 0                       |

**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.

**PUBLIC SERVICE ENTERPRISE GROUP INCORPORATED**  
(Registrant)

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

Date: April 23, 2010