HICKEY WILLIAM V

Form 4

December 19, 2007

F	0	R	N	I 4
---	---	---	---	------------

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number:

3235-0287

0.5

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

Estimated average

burden hours per

response...

Form 4 or Form 5 obligations may continue.

Section 16.

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(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

HICKEY WILLIAM V

Symbol

PUBLIC SERVICE ENTERPRISE **GROUP INC [PEG]**

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

X_ Director Officer (give title

10% Owner Other (specify

SEALED AIR CORP, PARK 80

(Street)

EAST

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

(Month/Day/Year)

12/18/2007

X Form filed by One Reporting Person Form filed by More than One Reporting

(Instr. 4)

below)

SADDLEBROOK, NJ 07663

(State) (Zip)

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

1. Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed

(Month/Day/Year) Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership

(Instr. 4)

Reported (A) Transaction(s) or

(Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

3. Transaction Date 3A. Deemed 1. Title of (Month/Day/Year) Execution Date, if TransactionDerivative Derivative

5. Number of

6. Date Exercisable and Expiration

7. Title and Amou Underlying Securi

Edgar Filing: HICKEY WILLIAM V - Form 4

Security	or Exercise		any	Code	Securities		(Month/Day/Year	·)	(Instr. 3 and	4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A	A)				
	Derivative				or Disposed	d of				
	Security				(D)					
					(Instr. 3, 4,					
					and 5)					
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo
										or
										Num
										of Sh
Phantom	<u>(1)</u>	12/18/2007		$A^{(2)}$	23.407		08/08/1988(3)	08/08/1988(3)	Common	23.4

Stock

Reporting Owners

Reporting Owner Name / Address	Relationships					
Topotong o who I while y I was ess	Director	10% Owner	Officer	Other		
HICKEY WILLIAM V						
SEALED AIR CORP	X					
PARK 80 EAST	Λ					
SADDLEBROOK, NJ 07663						

Signatures

Stock

By: Anthony Battista, As Attorney-in-fact for W. 12/18/2007 Hickey

> **Signature of Reporting Person Date

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).
- Phantom stock converts to common stock on a 1-for-1 basis. Phantom stock represents the share equivalent of amount deferred under the Directors' Compensation Plan.
- The shares of phantom stock become payable, in cash or common stock, at the election of the reporting person, upon the reporting person's termination of services as a director.
- (3) The derivative, phantom stock, does not have a corresponding exercisable date nor expiration date.

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.

Reporting Owners 2