Instruction 1(b)

## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D	D.C. 20549
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL		
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or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 1. Name and Address of Reporting Person 2. Issuer Name and Ticker or Trading Symbol PORTLAND GENERAL ELECTRIC CO Ganz Mark B Director 10% Owner <u>/OR/</u> [ POR ] Officer (give title Other (specify below) below) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 121 SW SALMON STREET 06/07/2017 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) 06/09/2017 97204 **PORTLAND** OR Form filed by One Reporting Person Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature of Transaction **Execution Date** Securities Form: Direct Indirect if any Code (Instr. 8) (D) or Indirect (I) (Instr. 4) Beneficial (Month/Day/Year) Beneficially Owned Following (Month/Day/Year) Ownership Reported (Instr. 4) (A) or (D) Transaction(s) Code ν Amount Price (Instr. 3 and 4) Mark B. Ganz \$41.42(1) Common Stock 06/07/2017 D 2,052 D 16,638 I Revocable Trust Common Stock 1,945 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 11. Nature 10. Ownership Expiration Date (Month/Day/Year) Amount of Securities Derivative Conversion **Execution Date** Transaction derivative of Indirect (Month/Day/Year) Derivative Securities Security or Exercise if any Code (Instr. Security Form: Beneficial Direct (D) or Indirect (Month/Day/Year) (Instr. 3) Underlying Derivative Price of 8) Securities (Instr. 5) Beneficially Ownership Owned (Instr. 4) Acquired (A) or Disposed Security (Instr. 3 (I) (Instr. 4) Security Following Reported Transaction(s) and 4) of (D) (Instr. 3, 4 and 5) (Instr. 4)

## **Explanation of Responses:**

1. On June 7, 2017, Portland General Electric Co. (the "Company") rescinded its May 4, 2016 award of restricted shares to the reporting person and determined to replace that award with a future award equal in value to the grant-date value of the rescinded award.

Exercisable

Expiration

Date

Title

## Remarks:

This Form 4/A amends and restates in its entirety the Form 4 filed on June 9, 2017.

Karen J. Lewis Power of Attorney on behalf of Mark B. 08/16/2019 Ganz

\*\* Signature of Reporting Person Date

Amount Number

**Shares** 

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

- \* 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).

ν

Code

(A) (D)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.