

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

SOUTHERN CALIFORNIA GAS COMPANY

-----

(Names of Issuer)

7-3/4% Preferred Stock

-----

(Title of Class of Securities)

842434805

-----

(CUSIP Number)

Henry Lerner, General Counsel  
USL Capital Corporation  
733 Front Street  
San Francisco, CA 94111  
415-627-9586

-----

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

December 1, 1994; February 1, 1995; April 6, 1995; May 3, 1995

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(Date of Event which requires filing of this Statement)

If the filing person has previously filed a statement on  
Schedule 13G to report the acquisition which is the subject of this Schedule  
13D, and is filing this schedule because of Rule 13d-1(b)(3) of (4), check the  
following box: / /

Check the following box if a fee is being paid with the  
statement: /x/

Exhibit Index on Page 8

1 NAME OF REPORTING PERSONS  
 S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS  
 USL CAPITAL CORPORATION IRS ID No. 94-1360891

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) /x /  
 (b) / /

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
 WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
 ITEM 2(d) OR 2(e) / /

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES 7 SOLE VOTING POWER  
 0

BENEFICIALLY OWNED BY EACH REPORTING PERSON 8 SHARED VOTING POWER  
 491,500

9 SOLE DISPOSITIVE POWER  
 0

PERSON WITH 10 SHARED DISPOSITIVE POWER  
 491,500

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 491,500

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
 SHARES\* / /

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
 12.99

14 TYPE OF REPORTING PERSON\*  
 CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS  
FORD MOTOR COMPANY IRS ID No. 38-0549190

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) /x /  
(b) / /

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
TO ITEM 2(d) OR 2(e) / /

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

NUMBER OF SHARES 7 SOLE VOTING POWER  
0

BENEFICIALLY OWNED BY EACH REPORTING PERSON 8 SHARED VOTING POWER  
491,500

9 SOLE DISPOSITIVE POWER  
0

PERSON WITH 10 SHARED DISPOSITIVE POWER  
491,500

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
491,500

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES\* / /

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
12.99

14 TYPE OF REPORTING PERSON\*  
HC

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSONS  
 S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS  
 FORD HOLDINGS, INC. IRS ID No. 38-2890269

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) /x /  
 (b) / /

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
 AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
 ITEM 2(d) OR 2(e) / /

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES 7 SOLE VOTING POWER  
 0

BENEFICIALLY OWNED BY EACH REPORTING PERSON 8 SHARED VOTING POWER  
 491,500

9 SOLE DISPOSITIVE POWER  
 0

PERSON WITH 10 SHARED DISPOSITIVE POWER  
 491,500

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 491,500

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
 SHARES\* / /

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
 12.99

14 TYPE OF REPORTING PERSON\*  
 HC

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

## SCHEDULE 13D

## ITEM 1. Security and Issuer.

This statement relates to the preferred stock of Southern California Gas Company (the "Issuer") registered pursuant to Section 12(b) of the Securities Exchange Act of 1934 (the "Preferred Stock"). The Issuer's principal executive offices are located at 555 West Fifth Street, Los Angeles, California 90013-1011. The Preferred Stock consists of two series, the 6% Cumulative Preferred - Series A (CUSIP No. 842434300) and the 7-3/4% Series Preferred Stock (CUSIP No. 842434805).

## ITEM 2. Identity and Background.

This Schedule 13D is filed by USL Capital Corporation ("USL Capital") on its own behalf and on behalf of Ford Holdings, Inc. ("Holdings") and Ford Motor Company ("Ford"). Ford owns directly or indirectly all of the common stock, representing 75% of the combined voting power of all classes of capital stock, of Holdings; Holdings in turn owns all of the outstanding stock of USL Capital. USL Capital is a Delaware corporation with its principal place of business located at 733 Front Street, San Francisco, California 94111. Holdings is a Delaware corporation with its principal place of business located at The American Road, Dearborn, Michigan 48121. Ford is a Delaware corporation with its principal place of business located at The American Road, Dearborn, Michigan 48121.

USL Capital is a diversified commercial financing company which provides a wide range of financing services, primarily in the United States, through six core business units, including Business Equipment Financing, Transportation and Industrial Financing, Fleet Services, Municipal and Corporate Financing, Real Estate Financing, and Rail Services.

Holdings was incorporated on September 1, 1989 for the principal purpose of acquiring, owning and managing certain assets of Ford. Holdings' primary activities consist of consumer and commercial financing operations, insurance underwriting and equipment leasing. These activities are conducted through Holdings' wholly owned subsidiaries, Associates First Capital Corporation ("The Associates"), USL Capital and its subsidiaries, The American Road Insurance Company ("American Road") and its subsidiaries, Ford Motor Land Development Corporation and its subsidiaries, Ford Leasing Development Company and its subsidiaries, and Ford Holdings Financing, Inc.

Ford's two principal business segments are Automotive and Financial Services. The activities of the Automotive segment consist of the design, manufacture, assembly and sale of cars and trucks and related parts and accessories. Substantially all of Ford's automotive products are marketed through retail dealerships, most of which are privately owned and financed.

The Financial Services segment is comprised of the following direct subsidiaries, the

activities of which include financing operations, vehicle and equipment leasing and insurance operations: Ford Motor Credit Company ("Ford Credit"), Ford Credit Europe plc ("Ford Credit Europe"), Holdings, The Hertz Corporation, and Granite Management Corporation (formerly First Nationwide Financial Corporation). Holdings is a holding company that owns primarily The Associates, USL Capital, and American Road. In addition, there are a number of international affiliates not listed above that are consolidated in the total Financial Services results, but are managed by either Ford Credit (which manages Ford Credit Europe, as well as other international affiliates), The Associates, or USL Capital.

Information concerning the executive officers and directors of USL Capital, Holdings, and Ford, their business addresses, and their principal occupations or employment is provided on Exhibits A, B, and C, respectively, attached hereto and incorporated herein by reference.

To the knowledge of USL Capital, Holdings, and Ford, neither USL Capital, Holdings, or Ford, nor any of their directors or executive officers, (i) has been convicted during the past five years in a criminal proceeding (excluding traffic violations or similar violations), or (ii) during the past five years was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree, or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

All of the executive officers of and directors of USL Capital, Holdings, and Ford are citizens of the United States, except for Albert Caspers, who is a citizen of The Federal Republic of Germany, Michael D. Dingman, who is a citizen of The Commonwealth of the Bahamas, Marie-Josée Kravis, who is a citizen of Canada and Switzerland, Jacques A. Nasser, who is a citizen of Australia, and John A. Oldfield and Richard Parry-Jones, who are citizens of Great Britain.

ITEM 3. Source and Amount of Funds or Other Consideration.

The Preferred Stock has been acquired by USL Capital for \$11,750,582, which funds were from the general working capital of USL Capital.

ITEM 4. Purpose of Transaction.

The Preferred Stock has been acquired by USL Capital for investment. On June 30, 1994, USL Capital approved the purchase for investment in the ordinary course of business of up to an aggregate of \$25 million (which includes the amount of Preferred Stock described in Item 3 above) of the 7-3/4% Series Preferred Stock in the open market. Any such future purchases will depend upon the price of such series of Preferred Stock on the date of purchase. No such purchases have been made since May 3, 1995. Any Preferred Stock so purchased will be held by USL Capital for investment purposes. At the present time, except as stated herein, neither USL Capital, Holdings, nor Ford has any plans which relate to or

would result in actions or circumstances enumerated in Item 4 of Schedule 13D.

ITEM 5. Interest in Securities of the Issuer.

As of June 19, 1995, USL Capital beneficially and directly owned an aggregate of 491,500 shares of the 7-3/4% Series Preferred Stock, which represented approximately 12.99% of the Preferred Stock and less than 1% of the total voting stock of the Issuer presently issued and outstanding. By virtue of the direct and indirect ownership of USL Capital described in Item 2, Holdings and Ford may be deemed to be a beneficial indirect owner of the same shares directly owned by USL Capital. USL Capital, Holdings, and Ford, therefore, may be deemed to have shared voting and dispositive power over the 491,500 shares. The decision to acquire the Preferred Stock, however, was made by USL Capital independently of Holdings and Ford, and USL Capital, as the direct owner, makes the day-to-day decisions regarding the transfer and voting of the Preferred Stock held by it also completely independently of Holdings and Ford. Holdings and Ford, therefore, expressly declare that the filing of this Schedule 13D is not an admission that either Holdings or Ford is a beneficial owner of the shares of Preferred Stock owned by USL Capital.

Acquisitions of shares of the Preferred Stock by USL Capital were as follows:

1. On October 25, 1994, USL Capital purchased through a broker on the open market 86,200 shares at \$23.53 a share for a total purchase price of \$2,028,286.
2. On November 17, 1994, USL Capital purchased through a broker on the open market 40,000 shares at \$22.82 a share for a total purchase price of \$912,800.
3. Further, on November 17, 1994, USL Capital purchased through a broker on the open market 53,000 shares at \$22.72 a share for a total purchase price of \$1,204,160.
4. On December 1, 1994, USL Capital purchased through a broker on the open market 50,000 shares at \$22.69 a share for a total price of \$1,134,500.
5. On February 1, 1995, USL Capital purchased through a broker on the open market 40,000 shares at \$23.125 a share for a total purchase price of \$925,000.
6. On April 6, 1995, USL Capital purchased through a broker on the open market 105,300 shares at \$24.72 a share for a total purchase price of \$2,603,016.
7. On April 10, 1995, USL Capital purchased through a broker on the open market 14,000 shares at \$24.63 a share for a total purchase price of \$344,820.

8. On May 3, 1995, USL Capital purchased through a broker on the open market 3,000 shares at \$25.00 a share for a total purchase price of \$75,000.
9. Further, on May 3, 1995, USL Capital purchased through a broker on the open market 100,000 shares at \$25.23 a share for a total purchase price of \$2,523,000.

Except as disclosed in this Item 5, neither USL Capital, Holdings, or Ford, nor, to their knowledge, any of their executive officers and directors, beneficially owns any Preferred Stock of the Issuer or has a right to acquire any Preferred Stock of the Issuer.

To the knowledge of USL Capital, Holdings, and Ford, no executive officer or director of USL Capital, Holdings, or Ford has had any transactions in the Preferred Stock of the Issuer in the past 60 days.

ITEM 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

None.

ITEM 7. Material Filed as Exhibits.

The following Exhibits are filed herewith:

- A. Directors and Executive Officers of USL Capital;
- B. Directors and Executive Officers of Holdings;
- C. Directors and Executive Officers of Ford; and
- D. Agreement of USL Capital, Holdings, and Ford to file Schedule 13D

jointly.

After reasonable inquiry and to the best of my knowledge and belief, we certify that the information set forth in this statement is true, complete, and correct.

USL CAPITAL CORPORATION

By: /s/ Henry Lerner

-----  
Henry Lerner  
Senior Vice President, General Counsel,  
and Secretary

After reasonable inquiry and to the best of my knowledge and belief, we certify that the information set forth in this statement is true, complete, and correct.

FORD HOLDINGS, INC.

By: USL CAPITAL CORPORATION

By: /s/ Henry Lerner

-----  
Henry Lerner  
Senior Vice President, General Counsel  
and Secretary

After reasonable inquiry and to the best of my knowledge and belief, we certify that the information set forth in this statement is true, complete, and correct.

FORD MOTOR COMPANY

By: USL CAPITAL CORPORATION

By: /s/ Henry Lerner

-----  
Henry Lerner  
Senior Vice President, General Counsel  
and Secretary

## EXHIBIT A

The following table sets forth the name, business or residential address and present principal occupation or employment of each director and executive officer of USL Capital Corporation ("USL Capital"). Directors of USL Capital Corporation are indicated by an asterisk.

| NAME<br>----         | PRESENT BUSINESS ADDRESS<br>-----                             | PRESENT BUSINESS OCCUPATION<br>-----                                    |
|----------------------|---|---|
| *James G. Duff       | 733 Front Street<br>San Francisco, CA 94111                   | Chairman of the Board and<br>Chief Executive Officer, Director          |
| Henry Lerner         | 733 Front Street<br>San Francisco, CA 94111                   | Senior Vice President, General Counsel<br>and Secretary                 |
| John M. Hart         | 733 Front Street<br>San Francisco, CA 94111                   | Senior Vice President<br>Human Resources and Administration             |
| John H. Hause        | 733 Front Street<br>San Francisco, CA 94111                   | Vice President, Treasurer   |
| Robert A. Keyes, Jr. | 733 Front Street<br>San Francisco, CA 94111                   | Vice President, Corporate Controller                                    |
| William C. Selover   | 733 Front Street<br>San Francisco, CA 94111                   | Vice President,<br>Corporate Communications and<br>Governmental Affairs |
| *S. I. Gilman        | Ford Motor Company<br>The American Road<br>Dearborn, MI 48121 | Director  |
| *Kenneth Whipple     | Ford Motor Company<br>The American Road<br>Dearborn, MI 48121 | Director  |

## EXHIBIT B

The following table sets forth the name, business or residential address and present principal occupation or employment of each director and executive officer of Ford Holdings, Inc. ("Ford Holdings"). Directors of Ford Holdings are indicated by an asterisk.

| NAME AND ADDRESS<br>-----  | PRESENT PRINCIPAL OCCUPATION OR EMPLOYMENT<br>-----                          |
|--|--|
| *John M. Devine<br>Ford Holdings, Inc.<br>The American Road<br>Dearborn, MI 48121-1899       | Chairman of the Board  |
| *Kenneth Whipple<br>Ford Holdings, Inc.<br>The American Road<br>Dearborn, MI 48121-1899      | President  |
| *Elizabeth S. Acton<br>Ford Holdings, Inc.<br>The American Road<br>Dearborn, MI 48121-1899   | Vice President - Treasurer   |
| *S. I. Gilman<br>Ford Holdings, Inc.<br>The American Road<br>Dearborn, MI 48121-1899         | Vice President   |
| *Malcolm S. Macdonald<br>Ford Holdings, Inc.<br>The American Road<br>Dearborn, MI 48121-1899 | Vice President   |
| *David N. McCammon<br>Ford Holdings, Inc.<br>The American Road<br>Dearborn, MI 48121-1899    | Vice President   |
| *Dean E. Richardson<br>61 Lothrop Road<br>Grosse Pointe Farms, MI 48236-3620                 | Manufacturers Bank of Detroit, Retired<br>Chairman of the Board of Directors |

NAME AND ADDRESS  
-----

PRESENT PRINCIPAL OCCUPATION OR EMPLOYMENT  
-----

\*H. James Toffey, Jr.  
12784 Mariner Court  
Palm City, FL 34990

First Boston, Inc., Retired Managing Director

E. A. Law  
Ford Holdings, Inc.  
The American Road  
Dearborn, MI 48121-1899

Vice President - Controller

John M. Rintamaki  
Ford Holdings, Inc.  
The American Road  
Dearborn, MI  
48121-1899

Vice President - General Counsel and Secretary

## EXHIBIT C

The following table sets forth the name, business or residential address and present principal occupation or employment of each director and executive officer of Ford Motor Company ("Ford"). Directors of Ford are indicated by an asterisk. Unless otherwise indicated, the position listed is with Ford.

| NAME AND ADDRESS  | PRESENT PRINCIPAL OCCUPATION OR EMPLOYMENT  |
|---|---|
| -----   | -----   |
| *Alex Trotman<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899                         | Chairman of the Board, President<br>and Chief Executive Officer                         |
| *Colby H. Chandler<br>Eastman Kodak Company<br>343 State Street<br>Rochester, NY 14650-1106                 | Eastman Kodak Company, Retired Chairman of<br>the Board and Chief Executive Officer     |
| *Michael D. Dingman<br>Shipston Group Limited<br>c/o Mrs. Lenore Jennings<br>Liberty Lane Hampton, NH 03842 | Shipston Group Limited, President<br>and Chief Executive Officer                        |
| *Edsel B. Ford II<br>Ford Motor Credit Company<br>The American Road<br>Dearborn, MI 48121                   | Vice President<br>(President and Chief Operating Officer,<br>Ford Motor Credit Company) |
| *William Clay Ford<br>Ford Motor Company<br>Design Center<br>21175 Oakwood Boulevard<br>Dearborn, MI 48123  | Retired Chairman of the Finance Committee   |
| *William Clay Ford, Jr.<br>The American Road<br>Ford Motor Company<br>Dearborn, MI 48121-1899               | Chairman of the Finance Committee   |

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## NAME AND ADDRESS

-----

## PRESENT PRINCIPAL OCCUPATION OR EMPLOYMENT

-----

\*Robert C. Goizueta  
The Coca-Cola Company  
One Coca-Cola Plaza, N.W.  
P.O. Drawer 1734  
Atlanta, GA 30313

The Coca-Cola Company, Chairman of the Board  
and Chief Executive Officer

\*Irvine O. Hockaday, Jr.  
Hallmark Cards Incorporated  
2501 McGee  
Kansas City, MO 64108

Hallmark Cards Inc., President  
and Chief Executive Officer

\*Marie-Josée Kravis  
c/o Council on Foreign Relations  
58 E. 68th Street  
New York, NY 10021

Fellow of the Hudson Institute, Inc.

\*Drew Lewis  
Union Pacific Corporation  
Martin Tower - 16th Floor  
1170 Eighth Avenue  
Bethlehem, PA 18018

Union Pacific Corporation, Chairman of the Board  
and Chief Executive Officer

\*Ellen R. Marram  
The Seagram Beverage Group  
375 Park Avenue  
New York, NY 10152-0192

The Seagram Beverage Group, President

\*Kenneth H. Olsen  
Digital Equipment Corporation  
40 Old Bolton Road  
Stow, MA 01775

Digital Equipment Corporation,  
President Emeritus

\*Carl E. Reichardt  
Wells Fargo & Company  
P.O. Box 63710  
San Francisco, CA 94163

Wells Fargo & Company, Retired Chairman of the  
Board and Chief Executive Officer

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| NAME AND ADDRESS  | PRESENT PRINCIPAL OCCUPATION OR EMPLOYMENT   |
|---|--|
| -----   | -----  |
| *Louis R. Ross<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899  | Vice President and Chief Technical Officer   |
| *Clifton R. Wharton, Jr.<br>Teachers Insurance and Annuity<br>Association - College Retirement<br>Equities Fund<br>Apartment 21-B<br>870 United Nations Plaza<br>New York, NY 10017 | Teachers Insurance and Annuity Association -<br>College Retirement Equities Fund, Retired<br>Chairman of the Board and Chief Executive Officer |
| W. Wayne Booker<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899   | Executive Vice President- International<br>Automotive Operations   |
| Edward E. Hagenlocker<br>Ford Motor Company<br>17101 Rotunda Drive<br>Dearborn, MI 48121  | Executive Vice President,<br>(President, Ford Automotive Operations)   |
| Peter J. Pestillo<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899   | Executive Vice President - Corporate Relations   |
| Kenneth Whipple<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899   | Executive Vice President,<br>(President, Ford Financial Services Group)  |
| John M. Devine<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899  | Group Vice President - Chief Financial Officer   |

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| NAME AND ADDRESS  | PRESENT PRINCIPAL OCCUPATION OR EMPLOYMENT   |
|---|--|
| -----   | -----  |
| Jacques A. Nasser<br>Ford Motor Company<br>The American Road 48121-1899                           | Group Vice President - Product Development   |
| William E. Odom<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899             | Group Vice President<br>(Chairman and Chief Executive Officer,<br>Ford Motor Credit Company) |
| Robert L. Rewey<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899             | Group Vice President - Marketing and Sales   |
| Robert H. Transou<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899           | Group Vice President - Manufacturing   |
| Albert Caspers<br>Ford of Europe Incorporated<br>Eagle Way, Brentwood<br>Essex, CM13 3BW, England | Vice President<br>(Chairman of the Board, Ford of Europe<br>Incorporated)                    |
| Kenneth R. Dabrowski<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899        | Vice President - Commercial Truck Vehicle<br>Center  |
| James D. Donaldson<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899          | Vice President - Large Front Wheel Drive<br>Vehicle Center                                   |
| Norman F. Ehlers<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899            | Vice President - Facilities, Materials and<br>Services Purchasing                            |

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| NAME AND ADDRESS<br>-----   | PRESENT PRINCIPAL OCCUPATION OR EMPLOYMENT<br>-----                 |
|---|---|
| James E. Englehart<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899  | Vice President - Light Truck Vehicle Center                         |
| Ronald E. Goldsberry<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899                                      | Vice President, General Manager - Ford Customer<br>Service Division |
| Elliott S. Hall<br>Ford Motor Company<br>Washington Staff Office<br>1350 I Street,<br>N.W. Suite 1000<br>Washington, D.C. 20005 | Vice President - Washington Affairs                                 |
| John A. Hall<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899  | Vice President - Employee Relations                                 |
| John T. Huston<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899  | Vice President - Powertrain Operations                              |
| Kenneth K. Kohrs<br>Ford Motor Company<br>Center The American Road<br>Dearborn, MI 48121-1899                                   | Vice President - Rear Wheel Drive Car Vehicle                       |
| Robert O. Kramer<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899  | Vice President - Employee Development                               |

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| NAME AND ADDRESS   | PRESENT PRINCIPAL OCCUPATION OR EMPLOYMENT                          |
|--|---|
| -----  | -----   |
| Frank E. Macher<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899                        | Vice President - General Manager,<br>Automotive Components Division |
| Keith C. Magee<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899                         | Vice President - General Manager<br>Lincoln-Mercury Division        |
| John W. Martin, Jr.<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899                    | Vice President - General Counsel                                    |
| Carlos E. Mazzorin<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899                     | Vice President - Production Purchasing                              |
| David N. McCammon<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899                      | Vice President - Finance  |
| W. Dale McKeehan<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899                       | Vice President - Vehicle Operations                                 |
| John P. McTague<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899                        | Vice President - Technical Affairs                                  |
| John A. Oldfield<br>Ford of Europe Incorporated<br>R&E Center, Laindon<br>Basildon, Essex, SS15 6EE, England | Vice President<br>(Chairman, Aston Martin Lagonda Limited)          |

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| NAME AND ADDRESS   | PRESENT PRINCIPAL OCCUPATION OR EMPLOYMENT               |
|--|--|
| -----  | -----  |
| Richard Parry-Jones<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899    | Vice President - Small/Medium Vehicle Center             |
| Helen O. Petrauskas<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899    | Vice President - Environmental and Safety<br>Engineering |
| Murray L. Reichenstein<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899 | Vice President - Controller                              |
| Neil W. Ressler<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899        | Vice President - Advanced Vehicle Technology             |
| Ross H. Roberts<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899        | Vice President - General Manager, Ford Division          |
| David W. Scott<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899         | Vice President - Communications                          |
| Charles W. Szuluk<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899      | Vice President - Process Leadership                      |
| John J. Telnack<br>Ford Motor Company<br>The American Road<br>Dearborn, MI 48121-1899        | Vice President - Design                                  |

NAME AND ADDRESS  
-----

PRESENT PRINCIPAL OCCUPATION OR EMPLOYMENT  
-----

Thomas J. Wagner  
Ford Motor Company  
The American Road  
Dearborn, MI 48121-1899

Vice President - Customer Communication  
and Satisfaction

Dennis F. Wilkie  
Ford Motor Company  
The American Road  
Dearborn, MI 48121-1899

Vice President - Business Development Office

Malcolm S. Macdonald  
Ford Motor Company  
The American Road  
Dearborn, MI 48121-1899

Treasurer

Dennis E. Ross  
Ford Motor Company  
The American Road  
Dearborn, MI 48121-1899

Chief Tax Officer

John M. Rintamaki  
Ford Motor Company  
The American Road  
Dearborn, MI 48121-1899

Secretary

## EXHIBIT D

## AGREEMENT TO FILE JOINTLY

USL Capital Corporation ("USL Capital"), Ford Holdings, Inc. ("Holdings"), and Ford Motor Company ("Ford") hereby agree pursuant to Rule 13d-1(f) under the Securities Exchange Act of 1934 that the Schedule 13D relating to Preferred Stock of Southern California Gas Company, and any amendments thereto, are filed by them jointly, and that USL Capital is authorized to execute such Schedule 13D or any amendments thereto for and on behalf of each of USL Capital, Holdings, and Ford.

## USL CAPITAL CORPORATION

By: /s/ Henry Lerner

-----  
Henry Lerner  
Senior Vice President, General  
Counsel, and Secretary

## FORD HOLDINGS, INC.

By: /s/ John M. Rintamaki

-----  
John M. Rintamaki  
Secretary

## FORD MOTOR COMPANY

By: /s/ John M. Rintamaki

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John M. Rintamaki  
Secretary