

Gary A. Dodge, Esq. #0897
PARR WADDOUPS BROWN GEE & LOVELESS
185 South State Street, Suite 1300
Salt Lake City, Utah 84111-1536
Telephone: 801-532-7840
Attorneys for LCG

F. Robert Reeder #2710
PARSONS BEHLE & LATIMER
201 South Main Street, Suite 1800
P.O. Box 45898
Salt Lake City, Utah 84145-0898
Telephone: 801-532-1234
Attorneys for UIEC

BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

In the Matter of the Application of)	
PacifiCorp and Scottish Power plc)	Docket No. 98-2035-04
for an Order Approving the Issuance)	
of PacifiCorp Common Stock)	LCG AND UIEC STATEMENT
)	OF ADDITIONAL ISSUES
)	

Pursuant to the Commission’s Scheduling Order in this matter, the Large Customer Group (“LCG”) and the Utah Industrial Energy Consumers (“UIEC”) submit the following additional issues that they believe the Commission should consider in determining whether to approve the issuance of securities as requested by the Applicants.

1. **Special Contracts.** What will the merged company’s attitude and approach be towards offering or renewing special contracts, interruptible contracts, and other non-tariff contracts, including availability and terms? What will be the impacts of the merger on special contract

customers? What merger conditions are necessary or appropriate to protect special contract customers, as well as all Utah ratepayers, from potential risks or adverse consequences of the merger?

2. **Public Interest.** Are the filings by PacifiCorp and Scottish Power, on their faces, sufficient to satisfy the public interest standard under Utah law?

3. **Transmission Organizations.** Is it in the public interest for the Commission to take advantage of this unique opportunity to require the merged company to participate meaningfully in an effective regional transmission organization, regional grid management organization or similar transmission organization? What merger conditions are necessary or appropriate and in the public interest with respect to transmission control?

4. **Preference Share.** What are the impacts on this Commission's ability to regulate the merged company of the rights and controls of the Scottish government as a result of the "Preference Share" or "Special Share"? What merger conditions are necessary or appropriate to protect Utah ratepayers from potential controls or risks associated with the Preference Share?

5. **Ring Fence Conditions.** What will be the impacts of any "Ring Fence" or other conditions that may be imposed by U.K. regulators on Scottish Power in connection with the proposed merger? Are similar merger conditions necessary or appropriate for the benefit of Utah ratepayers?

DATED this _____ day of March, 1999.

PARR WADDOUPS BROWN GEE & LOVELESS

Gary A. Dodge

PARSONS BEHLE & LATIMER

/s/
F. Robert Reeder

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing was mailed, postage prepaid, this ____ day of March, 1999, to the following:

Edward Hunter

John Eriksson

STOEL RIVES

201 South Main Street, Suite 1100

Salt Lake City, UT 84111

Matthew J. Jones

BRICKFIELD BURCHETTE & RITTS

1025 Thomas Jefferson Street, N.W.

800 West Tower

Washington, D.C. 20007

Brian W. Burnett

CALLISTER NEBEKER MCCULLOUGH

10 East South Temple, #800

Salt Lake City, UT 84133

Eric Blank

Land and Water Fund of the Rockies

2260 Baseline Rd., Suite 200

Boulder, CO 80302

Michael Ginsberg

ASSISTANT ATTORNEY GENERAL

500 Heber M. Wells Building

160 East 300 South

Salt Lake City, UT 84111

Matthew F. McNulty, III

VANCOTT BAGLEY CORNWALL

50 South Main Street, Suite 1600

P.O. Box 45340

Salt Lake City, UT 84145

Douglas C. Tingey

ASSISTANT ATTORNEY GENERAL

Committee of Consumer Services

160 East 300 South, 5th Floor

Salt Lake City, UT 84111

Lee R. Brown

Magnesium Corporation of America

238 North 2200 West

Salt Lake City, UT 84116

Daniel Moquin

ASSISTANT ATTORNEY GENERAL

1594 West North Temple, Suite 300

Salt Lake City, UT 84116

Bill Thomas Peters

David W. Scofield

PARSONS DAVIES KINGHORN

185 South State Street, Suite 700

Salt Lake City, UT 84111

F. Robert Reeder

William J. Evans

PARSONS BEHLE & LATIMER

201 South Main Street, Suite 1800

P.O. Box 45898

Salt Lake City, UT 84145-0898

Dr. Charles E. Johnson

The Three Parties

1338 Foothill Blvd., Suite 134

Salt Lake City, UT 84108

Stephen R. Randle

RANDLE DEAMER ZARR ROMRELL

139 East South Temple, Suite 330

Salt Lake City, UT 84111

Peter J. Mattheis