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April 10, 2013

***VIA ELECTRONIC FILING  
AND OVERNIGHT DELIVERY***

Gary Widerburg  
Commission Secretary  
Public Service Commission of Utah  
Heber M. Wells Building, 4<sup>th</sup> Floor  
160 East 300 South  
Salt Lake City, Utah 84111

Re: PacifiCorp Notice of Affiliate Transaction  
Docket No. 05-035-54

Dear Mr. Widerburg:

Pursuant to Commitment U3(2), incorporated in the Public Service Commission of Utah's *Report and Order* approving the *Acquisition of PacifiCorp by MidAmerican Energy Holdings Company*, issued January 27, 2006, as amended March 14, 2006, and June 5, 2006, Rocky Mountain Power hereby provides notice of an affiliate interest transaction with Wells Fargo Bank, N.A. and Wells Fargo Securities, LLC (Wells Fargo). PacifiCorp has selected Wells Fargo to be one of three active lead arrangers as well as a lender and letter of credit fronting bank under a revolving credit agreement that the Company intends to enter into in the near future. This upcoming revolving credit agreement is the second of two new credit agreements that were noted in Rocky Mountain Power's June 4, 2012 and other affiliated interest notice filings.

Included with this filing as Attachment A is a draft confidential form of the second credit agreement. This Confidential Attachment contains commercially-sensitive information and is submitted under seal, and the Company requests that it be made confidential. No material changes are expected to the terms and conditions of this credit agreement.

Additionally, as part of this transaction, PacifiCorp will be amending and restating letter of credit agreements with Wells Fargo previously submitted in this docket. These letters of credit provide credit enhancement and liquidity support for six series of variable rate pollution control revenue bonds. A draft confidential form of each of these amended and restated letter of credit agreements are included as Attachment B. This Confidential Attachment contains commercially-sensitive information and is submitted under seal, and the Company requests that it be made confidential.

PacifiCorp is a wholly-owned indirect subsidiary of MidAmerican Energy Holdings Company (MEHC). MEHC is a subsidiary of Berkshire Hathaway, Inc (Berkshire Hathaway). As of March 31, 2010, Warren E. Buffet (an individual who may be deemed to control Berkshire Hathaway), Berkshire Hathaway, various subsidiaries of Berkshire Hathaway and various

employee benefit plans of Berkshire Hathaway subsidiaries together held an interest in excess of 5 percent in Wells Fargo common stock. Therefore, Berkshire Hathaway's ownership interest in Wells Fargo may create an affiliated interest in some PacifiCorp jurisdictions. The selection of Wells Fargo for these transactions was not influenced by Berkshire Hathaway's ownership interest.

As noted in the February 18, 2013 filing, PacifiCorp intended to enter into two new revolving credit agreements to replace expiring revolving credit agreements. PacifiCorp entered into the first revolving credit agreement in June 2012. With the documents submitted with this notice, PacifiCorp is now completing the second revolving credit agreement. The Commission has previously authorized PacifiCorp to enter into one or more revolving credit agreements and borrowings thereunder in this docket.

As a public utility, the Company is expected to acquire, construct, improve, and maintain sufficient utility facilities to serve its customers adequately and reliably at reasonable cost. Revolving credit agreements and borrowings thereunder are part of a program to finance the Company's facilities taking into consideration prudent capital ratios, earning coverage tests and market uncertainties as to the relative merits of the various types of securities the Company could sell. Accordingly, the transaction with Wells Fargo is consistent with the public interest.

Please do not hesitate to contact me if you have any questions.

Best Regards,



Mark C. Moench  
Senior Vice President and General Counsel  
PacifiCorp

Enclosures

cc: Chris Parker, DPU  
Michele Beck, OCS

Attachments A and B are Confidential  
and Provided Under Separate Cover