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

Gary Widerburg
Commission Secretary
Public Service Commission of Utah
Heber M. Wells Building, 4th 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 Securities, LLC (Wells Fargo). PacifiCorp has selected Wells Fargo to be one of the three joint book running managers for a bond offering the Company intends to issue in the near future. A copy of the draft Form of Underwriting Agreement is included as Attachment A. This document contains a "draft" designation, which will be removed upon execution of the agreement. There are no material changes expected to the terms and conditions of the agreement.

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.

PacifiCorp intends to issue a bond offering in the near future and has solicited underwriting proposals from a number of banks. Several banks, including Wells Fargo, provided information on indicative credit spreads, market conditions, their credit analysis, marketing plans and underwriting fees. The Company selected Wells Fargo as one of three joint book running managers for this bond offering based on the favorable indicative credit spreads, knowledge of the utility industry, the Company and its operations, ability to market the bonds to prospective investors, successful outcomes in prior underwriting for the Company, and reasonable underwriting fees. The selection of Wells Fargo was not influenced by Berkshire Hathaway's ownership interest. Wells Fargo's underwriting fees will be equal to the fees paid to each of the

two other joint book running managers and at what PacifiCorp believes to be market rates or better for the Company. PacifiCorp anticipates Wells Fargo's underwriting fee will range from approximately [REDACTED] depending on the maturity of the debt that PacifiCorp issues. The underwriting fee is commercially-sensitive, and if revealed, could erode the Company's bargaining position in future transactions. Such erosion of bargaining power could lead to increased costs. This material contains commercially-sensitive information and is submitted under seal, and the Company requests that it be made confidential.

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