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May 17, 2016

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:

On May 11, 2016, in the above referenced docket, Rocky Mountain Power filed notice of an affiliate interest transaction with Wells Fargo Bank, National Association and Wells Fargo Securities, LLC (Wells Fargo), and U.S. Bank National Association (U.S. Bank).

It has subsequently come to the attention of the Company that page 2 of the cover letter filed on May 11, 2016 contained an incorrect reference in footnote 2. The Company hereby files a corrected page 2 to replace in its entirety page 2 as originally filed on May 11, 2016.

Please direct questions concerning this matter to Daniel Solander at (801) 220-4014.

Best Regards,

A handwritten signature in cursive script that reads "R. Jeff Richards".

R. Jeff Richards
Vice President and General Counsel
PacifiCorp

Enclosures

cc: Chris Parker, DPU
Michele Beck, OCS

PacifiCorp is a wholly-owned indirect subsidiary of Berkshire Hathaway Energy Company (BHE). BHE is a subsidiary of Berkshire Hathaway, Inc. (Berkshire Hathaway). 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 hold an interest in excess of five percent in each of Wells Fargo and U.S. Bank common stock. Therefore, Berkshire Hathaway's ownership interest in each of Wells Fargo and U.S. Bank may create an affiliated interest in some PacifiCorp jurisdictions.

PacifiCorp currently has two revolving credit agreements each with \$600 million of bank commitments.² One credit agreement expires in June 2017 (the 2017 Credit Agreement) and the second credit agreement expires in March 2018 (the 2018 Credit Agreement). PacifiCorp now intends to replace each of the two credit agreements over the next twelve months as part of an overall plan to maintain liquidity for commercial paper and other short-term borrowings and other obligations. In anticipation of replacing the credit agreements, PacifiCorp and its parent company, BHE, held discussions with, and solicited proposals from, a number of banks concerning PacifiCorp's credit agreements. Several banks, including Wells Fargo and U.S. Bank, provided information on bank market conditions, structural considerations including tenors and impact on pricing and fees, syndication strategies, arrangement and upfront fees, experience in arranging comparable facilities for utilities and other corporate borrowers and other considerations.

The Company selected Wells Fargo as one of three active joint lead arrangers that will be engaged to assist PacifiCorp in arranging a replacement credit facility to the 2017 Credit Agreement. The Company selected U.S. Bank as one of four passive joint lead arrangers to further assist with replacing the 2017 Credit Agreement. The selection of each of Wells Fargo and U.S. Bank as one of the seven joint lead arrangers was based on their experience in syndicating comparable facilities for utilities, knowledge of current bank market conditions, credit ratings, willingness to make significant credit commitments to PacifiCorp, knowledge of the utility industry, the Company and its operations, successful outcomes in prior financing transactions for the Company and reasonable arrangement and other fees.

The selection of Wells Fargo or U.S. Bank was not influenced by Berkshire Hathaway's ownership interest. Wells Fargo's arrangement fee will be equal to the fees paid to one other active joint lead arrangers (while two other active joint lead arrangers will be paid slightly less due to expected lesser roles and work). U.S. Bank will be paid arranger fees approximately equal to or less than the other passive joint lead arrangers. PacifiCorp believes these fees to be at market rates or better for the Company. PacifiCorp anticipates Wells Fargo's and U.S. Bank's arrangement and upfront fees related to replacing the 2017 Credit Agreement will be approximately [REDACTED] and [REDACTED], respectively. In addition, both Wells Fargo and U.S. Bank will be paid an ongoing commitment fee and other fees at the same rate as all other banks in the new credit facility.

² PacifiCorp has previously furnished these credit agreements to the Commission. Please see filings from June 28, 2012, and April 10, 2013, in Docket No. 05-035-54.