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***VIA ELECTRONIC FILING***

July 19, 2021

Gary Widerburg  
Commission Administrator  
Public Service Commission of Utah  
Heber M. Wells Building, 4<sup>th</sup> Floor  
160 East 300 South  
Salt Lake City, Utah 84111-2305

Re: PacifiCorp Notice of Affiliate Transaction - PacifiCorp, U.S. Bank National Association, Bank of America, and BNY Mellon  
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, PacifiCorp hereby provides notice of an affiliated interest transaction with Bank of New York Mellon Corporation (BNY Mellon), Bank of America Corporation (Bank of America), and U.S. Bank National Association (U.S. Bank).

PacifiCorp selected U.S. Bank to be one of eight joint lead arrangers engaged to assist PacifiCorp in arranging a new credit agreement. PacifiCorp additionally provides the Commission with the Commitment Letter and Passive Arranger Fee Letter related to U.S. Bank's services for the new credit agreement as Confidential Attachment A.

Bank of America and BNY Mellon are additional banks that are party to the new credit agreement. Included with this filing as Confidential Attachment B is the new credit agreement with U.S. Bank, Bank of America, and BNY Mellon as parties thereto.

PacifiCorp provides both confidential attachments subject to R746-1-601-605 of the Utah Public Service Commission Rules. The attachments include commercially sensitive information related to the form of borrowing against the credit agreement. This confidential business information is of significant commercial value, which could expose PacifiCorp to competitive injury and/or the potential for commercial fraud against PacifiCorp if disclosure is unrestricted. Therefore,

Public Service Commission of Utah

July 20, 2021

Page 2

PacifiCorp requests confidential treatment on the basis that the documents contain valuable commercial information, including confidential marketing, cost, and financial information.

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

PacifiCorp has entered into a new revolving credit agreement as part of an overall plan to replace existing credit agreements before their expiration. Confidential Attachment B is the new credit agreement. This agreement allows PacifiCorp to borrow up to \$1.2 billion. As a public utility, PacifiCorp is expected to acquire, construct, improve, and maintain sufficient utility facilities to serve its customers adequately and reliably at reasonable cost. Revolving credit agreements, borrowings thereunder and other short-term borrowings are part of a program to finance PacifiCorp'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 PacifiCorp could sell. Accordingly, the transaction to which U.S. Bank, Bank of America, and BNY Mellon will be a party, is consistent with the public interest.

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

Sincerely,



Timothy K. Clark  
Senior Attorney  
PacifiCorp

Enclosures

Confidential Attachment A.pdf

Confidential Attachment B.pdf

cc: Chris Parker, DPU  
Michele Beck, OCS

CONFIDENTIAL ATTACHMENT A

to

PacifiCorp Notice of Affiliate Transaction

**THIS ATTACHMENT IS CONFIDENTIAL IN ITS  
ENTIRETY AND IS PROVIDED UNDER  
SEPARATE COVER**

CONFIDENTIAL ATTACHMENT B

to

PacifiCorp Notice of Affiliate Transaction

**THIS ATTACHMENT IS CONFIDENTIAL IN ITS  
ENTIRETY AND IS PROVIDED UNDER  
SEPARATE COVER**

**CERTIFICATE OF SERVICE**

Docket No. 05-035-54

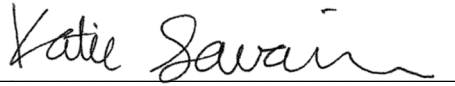
I hereby certify that on July 20, 2021, a true and correct copy of the foregoing was served by electronic mail to the following:

**Utah Office of Consumer Services**

Michele Beck            [mbeck@utah.gov](mailto:mbeck@utah.gov)

**Division of Public Utilities**

Chris Parker            [chriskparker@utah.gov](mailto:chriskparker@utah.gov)



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Katie Savarin  
Coordinator, Regulatory Operations