



825 NE Multnomah Street, Suite 2000
Portland, Oregon 97232

April 5, 2024

VIA ELECTRONIC FILING

Public Utility Commission of Oregon
Attn: Filing Center
201 High Street SE, Suite 100
Salem, OR 97301-3398

Re: UF _____—PacifiCorp’s Application to Issue Promissory Notes and Borrow under Revolving Credit Agreements and Other Borrowing Arrangements

PacifiCorp d/b/a Pacific Power encloses for filing the attached Application for Authority to issue its promissory notes to and borrow from commercial banks for (1) not more than \$3.0 billion under Revolving Credit Agreements, and (2) not more than \$3.0 billion under other borrowing arrangements.

It is respectfully requested that all information requests regarding this material be addressed to:

By E-mail (preferred): datarequest@pacificorp.com

By regular mail: Data Request Response Center
PacifiCorp
825 NE Multnomah Street, Suite 2000
Portland, Oregon 97232

Informal inquiries may be directed to Ryan Weems, Vice President Controller and Assistant Treasurer, at (503) 813-5401, or Kristi Olsen, Director, Treasury, at (503) 813-5670.

Sincerely,

Nikki Kobliha
Chief Financial Officer and Treasurer

Enclosures

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON**

UF _____

In the Matter of

PACIFICORP d/b/a PACIFIC POWER

Application for Authority to issue its promissory notes to and borrow from commercial banks for (1) not more than \$3.0 billion under Revolving Credit Agreements, and (2) not more than \$3.0 billion under other borrowing arrangements.

APPLICATION OF
PACIFICORP

Pursuant to ORS 757.405 and OAR 860-027-0030, PacifiCorp d/b/a Pacific Power (PacifiCorp or the Company), hereby applies (Application) for an order of the Public Utility Commission of Oregon (Commission) authorizing PacifiCorp to issue its promissory notes and borrow from commercial banks for (1) not more than \$3.0 billion under Revolving Credit Agreements, and (2) not more than \$3.0 billion under other borrowing arrangements. PacifiCorp requests that this authority supersede the order issued by the Commission in docket UF 4335 (2022 Docket) Order No. 22-472 (2022 Order). This Application seeks to increase PacifiCorp’s authority to enter into revolving credit agreements and other arrangements to \$3.0 billion from the current \$2.0 billion amount authorized by the 2022 Order.

PacifiCorp respectfully requests that the Commission issue an order by May 15, 2024.

I. COMPLIANCE WITH OAR 860-027-0030 FILING REQUIREMENTS.

(a) Exact name and address of PacifiCorp’s principal business office.

PacifiCorp
825 N.E. Multnomah, Suite 2000
Portland, OR 97232

(b) State in which incorporated; date of incorporation; and the other states in which authorized to transact utility business.

PacifiCorp was incorporated under Oregon law in August 1987 for the purpose of facilitating consummation of a merger with Utah Power & Light Company, a Utah corporation, and changing the state of incorporation of PacifiCorp from Maine to Oregon.

PacifiCorp currently serves customers as Pacific Power in California, Oregon and Washington and as Rocky Mountain Power in Idaho, Utah and Wyoming.

(c) Name and address of person(s) authorized to receive notices and communications regarding this application.

Nikki L. Kobliha
Vice President, CFO and Treasurer
PacifiCorp
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State Regulatory Affairs Manager
Pacific Power
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Ryan Weems
Vice President, Controller and Assistant
Treasurer
PacifiCorp
825 NE Multnomah Street, Suite 1900
Portland, OR 97232
Telephone: (503) 813-5401
E-mail: ryan.weems@pacificorp.com

It is respectfully requested that all formal correspondence and information requests regarding this material be addressed to:

By e-mail (preferred): datarequest@pacificorp.com

By regular mail: Data Request Response Center
PacifiCorp
825 NE Multnomah, Suite 2000
Portland, Oregon 97232

Informal inquiries may be directed to Cathie Allen at (503) 813-5934.

(d) Names and titles of the principal officers of the company.

Cindy Crane	CEO, PacifiCorp
Nikki L. Koblaha	Vice President, CFO and Treasurer, PacifiCorp

(e) Description of the general character of the business done and to be done, and a designation of the territories served.

PacifiCorp provides retail electric service to customers as Pacific Power in California, Oregon and Washington and as Rocky Mountain Power in Idaho, Utah and Wyoming. A map showing PacifiCorp's service territories is included as Exhibit M.

(f) Statement, as of the date of the balance sheet submitted with this application, showing for each class and series of capital stock: brief description; the amount authorized (face value and number of shares); the amount outstanding (exclusive of any amount held in the treasury), held amount as reacquired securities; amount pledged by the company; amount owned by affiliated interests, and amount held in any fund.

The issued and outstanding capital stock as of December 31, 2023 is as follows:

	Outstanding Shares	Amount
Cumulative Preferred Stock:		
Serial Preferred, \$100 stated value (3,500,000 shares authorized)		
6.00% Series	5,930	\$593,000
7.00% Series	18,046	\$1,804,600
 5% Preferred, \$100 stated value (126,553 shares authorized)	-	-
 No Par Serial Preferred (16,000,000 shares authorized)	-	-
 Total Preferred Stock	23,976	\$2,397,600
 Common Stock*:		
No Par Value (750,000,000 shares authorized)	357,060,915	

**All shares of outstanding common stock are owned by PPW Holdings LLC, a wholly owned subsidiary of Berkshire Hathaway Energy Company.*

- (g) **Statement, as of the date of the balance sheet submitted with this application, showing for each class and series of long-term debt or notes: brief description (amount, interest rate and maturity); amount authorized; amount outstanding (exclusive of any amount held in the treasury); amount held as reacquired securities; amount pledged by the company; amount held by affiliated interest; and amount in sinking and other funds.**

The long-term debt as of December 31, 2023 is as follows:

Description	Authorized	Outstanding
First Mortgage Bonds:		
3.60% Series due April 1, 2024	\$425,000,000	\$425,000,000
3.35% Series due July 1, 2025	\$250,000,000	\$250,000,000
6.71% MTN Series G due January 15, 2026	\$100,000,000	\$100,000,000
3.50% Series due June 15, 2029	\$400,000,000	\$400,000,000
2.70% Series due September 15, 2030	\$400,000,000	\$400,000,000
7.70% Series due November 15, 2031	\$300,000,000	\$300,000,000
5.90% Series due August 15, 2034	\$200,000,000	\$200,000,000
5.25% Series due June 15, 2035	\$300,000,000	\$300,000,000
6.10% Series due August 1, 2036	\$350,000,000	\$350,000,000
5.75% Series due April 1, 2037	\$600,000,000	\$600,000,000
6.25% Series due October 15, 2037	\$600,000,000	\$600,000,000
6.35% Series due July 15, 2038	\$300,000,000	\$300,000,000
6.00% Series due January 15, 2039	\$650,000,000	\$650,000,000
4.10% Series due February 1, 2042	\$300,000,000	\$300,000,000
4.125% Series due January 15, 2049	\$600,000,000	\$600,000,000
4.15% Series due February 15, 2050	\$600,000,000	\$600,000,000
3.30% Series due March 15, 2051	\$600,000,000	\$600,000,000
2.90% Series due June 15, 2052	\$1,000,000,000	\$1,000,000,000
5.35% Series due December 1, 2053	\$1,100,000,000	\$1,100,000,000
5.50% Series due May 15, 2054	\$1,200,000,000	\$1,200,000,000
Total First Mortgage Bonds		\$10,275,000,000
Pollution Control Revenue Bonds:		
Converse County, Wyoming:		
Variable% Series 1994 due November 1, 2024	\$8,190,000	\$8,190,000
Variable% Series 1995 due November 1, 2025	\$5,300,000	\$5,300,000
Sweetwater County, Wyoming:		
Variable% Series 1994 due November 1, 2024	\$21,260,000	\$21,260,000

Pollution Control Revenue Bonds:		
Variable% Series 1995 due November 1, 2025	\$24,400,000	\$24,400,000
Lincoln County, Wyoming:		
Variable% Series 1994 due November 1, 2024	\$15,060,000	\$15,060,000
Variable% Series 1995 due November 1, 2025	\$22,000,000	\$22,000,000
Emery County, Utah:		
Variable% Series 1994 due November 1, 2024	\$121,940,000	\$121,940,000
Total Pollution Control Revenue Bonds		\$218,150,000
Total Long-Term Debt		\$10,493,150,000

(h) Full description of the securities proposed to be issued, showing: kind and nature of securities or liabilities; amount (face value and number of shares); interest or dividend rate, if any; date of issue and date of maturity; and voting privileges, if any.

The Company is proposing to update and increase its authority to issue, from time to time, unsecured short-term promissory notes (Promissory Notes) and borrow from United States or foreign commercial banks under the following facilities:

1. Not more than \$3.0 billion in aggregate principal amount outstanding at any one time under one or more revolving credit agreements (Agreements); and
2. Not more than \$3.0 billion in aggregate principal amount outstanding at any one time under other borrowing arrangements (Other Arrangements).

This would replace the previous authority that PacifiCorp had received through Order No. 22-472.

PacifiCorp seeks authority to issue unsecured promissory notes and other evidences of unsecured short-term indebtedness, comprised of bank notes, including borrowings under revolving credit agreements, and commercial paper notes (collectively, “Notes”) from time to time, in an aggregate principal amount of up to \$3.0 billion outstanding at any one time, with a final maturity date no later than one year from the date of issuance. PacifiCorp may

establish and maintain backup lines of credit with banks or other institutional lenders to support its commercial paper program and to establish other credit arrangements or borrowing facilities, including multiple year, as it deems appropriate in light of its needs and market conditions.

The bank notes are to be issued to commercial banking institutions to evidence loans made by such banks either directly or under revolving credit agreements and to bear interest at prevailing rates from time to time. The bank notes may have a maturity on demand with annual renewals, or a specific maturity of less than one year depending on financial needs, but in no case will they have a maturity of more than one year. The bank notes may or may not have to be renewed at maturity, depending on PacifiCorp's cash position and financing needs.

PacifiCorp presently maintains an unsecured revolving credit facility totaling \$2.0 billion used for general corporate purposes including letters of credit and working capital needs. PacifiCorp expects to periodically replace, renew or amend, including increasing or decreasing the size of the current revolving credit agreement to facilitate ongoing short-term borrowings to support its capital expenditure program. PacifiCorp's capital expenditure program has grown significantly in size recently due to adding new renewable generation resources, associated transmission and investments in wildfire mitigation assets to meet the needs of PacifiCorp's customers and the policy objectives of PacifiCorp's state regulatory commissions. PacifiCorp expects that these new or amended facilities will have terms comparable to the existing credit agreement and reflective of then-current market conditions.

Only the amounts drawn and outstanding under these credit agreements and facilities will be counted against the amount of short-term debt. If the present Application is granted, not more than \$3.0 billion principal aggregate amount of PacifiCorp's unsecured bank notes and commercial paper notes, including amounts drawn and outstanding under credit agreements and facilities, will be outstanding at any one time.

Bank notes and commercial paper will be issued and sold to provide funds for capital expenditures and general corporate purposes.

Maximum Interest Rate on Short-Term Debt

The interest to be paid on bank notes, including borrowings under revolving credit facilities, and commercial paper notes will not exceed the greater of:

- the Secured Overnight Financing Rate (SOFR), or an alternative rate that may be widely adopted during the period described in this application, most closely matching the maturity of the bank note or commercial paper note at the date of issuance(s) as published by *The Wall Street Journal* at <https://www.wsj.com/market-data/bonds>, plus a margin of up to 200 basis points; or
- a Base Rate, plus up to 150 basis points, whereunder the Base Rate shall be the rate per annum equal to the highest of (i) the rate of interest as announced by JPMorgan Chase Bank, N.A. from time to time as its "Prime Rate," (ii) the sum of 50 basis points plus the Federal Funds Rate in effect from time to time, and (iii) the rate of interest per annum equal to the SOFR, or an alternative rate that may be widely adopted during the period described in this application, as published in *The Wall Street Journal*, plus 100 basis points.

In connection with its issuance and sale of Notes, PacifiCorp may negotiate for the inclusion of certain terms or seek to engage in certain transactions designed to lower its overall cost of money or reduce its exposure to interest rate fluctuations for the benefit of ratepayers.

PacifiCorp may enter into certain risk management transactions such as fixed rate financing accompanied by a fixed for floating financial derivative instrument, floating rate

financing accompanied by a floating for fixed financial derivative instrument, or some combination thereof.

The Notes will not be listed on any stock exchange.

Coverage Ratio

PacifiCorp is providing as Exhibit H a Computation of Interest Coverage showing on a *pro forma* basis the impact of the Notes on its net income and interest coverage ratio, based on an assumed SOFR interest rate of 5.31 percent (which was the published SOFR rate on March 20, 2024) plus a margin of 200 basis points. As indicated thereon, these *pro forma* values are based on actual figures for the 12 months ending December 31, 2023 (Column A). To these figures, *pro forma* adjustments are made for 1) the New Short-Term Debt requested in this application and 2) removal of losses recognized by PacifiCorp in 2023 which PacifiCorp considers to be extraordinary expenditures unlikely to recur, \$1.677 billion in losses net of expected insurance recoveries for potential wildfire liability, which resulted in negative period net income. These adjustments yield *pro forma* net income and interest coverage figures (Column B). As shown on the last line of Column B, the *pro forma* interest coverage ratio reflecting the requested New Short-Term Debt is 1.6.

(i) Description of the proposed transaction, including a statement of the reasons why it is desired to consummate the transaction and the anticipated effect thereof. If the transaction is part of a general program, describe the program and its relation to the proposed transaction. Such description shall include:

(A) Description of the proposed method of issuing and selling the securities.

Agreements:

PacifiCorp proposes to enter into Agreements pursuant to which it could issue, from time to time, its unsecured, short-term notes to certain foreign and domestic commercial banks in amounts not exceeding \$3.0 billion aggregate principal amount at any one time outstanding. Syndicated loan borrowings will occur in proportion to each bank's

commitment under the respective Agreements and at the rates and the fees set forth in subsection (h) above. Non-syndicated Loan borrowings will occur on a competitive bid basis among the banks participating in the Agreements. Non-syndicated Loans are deemed to be usage of the facilities for the purpose of fees and availability. However, each Bank's advance shall not reduce such Bank's pro rata share of the remaining undrawn commitment.

The Company expects that the Agreements will allow it to borrow and reborrow from the banks up to the amounts committed for a period of up to five years.

Other Arrangements:

The Company also proposes to enter into Other Arrangements from time to time with various domestic or foreign commercial banks pursuant to which it would issue its unsecured, short-term notes for loans on an "as available" basis from a lender or, if the Company elects, on committed basis as evidenced by letters from the banks. Borrowings under the Other Arrangements will be at a market rate of interest. There will be no fees associated with maintaining the Other Arrangements, unless the Company elects to obtain a committed line, in which case the fee is not expected to exceed 0.150 percent of the unused commitment.

The ability to enter into Other Arrangements will give the Company the flexibility to take advantage of loan offers from various banks. The Other Arrangements will not affect the fees paid under the Agreements.

(B) Statement of whether such securities are to be issued pro rata to existing holders of the company's securities or issued pursuant to any preemptive right or in connection with any liquidation or reorganization.

This debt will not be issued pro rata to existing holders of PacifiCorp's securities and will not be issued pursuant to any preemptive rights or in connection with any liquidation or reorganization.

- (C) **Statement showing why it is in the company's interest to issue securities in the manner proposed and the reason(s) why it selected the proposed method of sale.**

See Section (n)(A) below.

- (D) **Statement that exemption from the competitive bidding requirements of any federal or other state regulatory body has or has not been requested or obtained, and a copy of the action taken thereon when available.**

The issuance of the debt is not subject to the competitive bidding requirements of federal or state regulatory bodies.

- (j) **Name and address of any person receiving or entitled to a fee for service (other than attorneys, accountants and similar technical services) in connection with the negotiation or consummation of the issuance or sale of securities, or for services in securing underwriters, sellers or purchasers of securities, other than fees included in any competitive bid; the amount of each such fee, and facts showing the necessity for the services and that the fee does not exceed the customary fee for such services in arm's length transactions and is reasonable in the light of the cost of rendering the service, and any other relevant facts.**

PacifiCorp believes that the compensation levels to the bank participants are not greater than the usual and customary fees prevailing currently in the market. These fees are reasonable given the services provided by the bank participants. The bank participants will be familiar with PacifiCorp, its parent company and affiliates and their short-term financing needs. They will be available for consultation on these matters and will assist PacifiCorp in evaluating market conditions and in formulating the exact terms of the transactions

- (k) **Statement showing both in total amount and per unit the price to the public, underwriting commissions and net proceeds to the company.**

Due to the fact that this is unsecured short-term debt these fees are not applicable.

- (l) **Purposes for which the securities are to be issued.**

The Purpose of this request for authority is to:

- (A) Secure sources of committed funds available to the Company to finance its short-term capital requirements and to serve as backup for the issuance of its commercial paper.

- (B) Have the option to borrow under multiple facilities from a variety of competing sources to provide lower cost alternatives under differing market conditions.

The purposes for which securities are proposed to be issued in this matter are the acquisition of utility property, the construction, extension or improvement of utility facilities, the improvement or maintenance of service, the discharge or lawful refunding of obligations which were incurred for utility purposes or the reimbursement of the Company's treasury for funds used for the foregoing purposes, all as permitted under ORS 757.415 (1).

The Company keeps its accounts in a manner which enables the Commission to ascertain the amount of money expended and the purposes for which the expenditures were made. If the funds to be reimbursed were used for the discharge or refunding of obligations, those obligations or their precedents were originally incurred in furtherance of the utility purposes listed above.

PacifiCorp's capital expenditure program has grown significantly in size recently due to adding new renewable generation resources, associated transmission and investments wildfire mitigation assets to meet the needs of PacifiCorp's customers and the policy objectives of PacifiCorp's state regulatory commissions. PacifiCorp expects that these new or amended facilities will have terms comparable to the existing credit agreement and reflective of then-current market conditions.

- (m) Statement as to whether or not any application, registration statement, etc., with respect to the transaction or any part thereof, is required to be filed with any federal or other state regulatory body.**

In addition to this Application, PacifiCorp is filing an application with the Idaho Public Utilities Commission and will provide a notice to the Washington Utilities and Transportation Commission, and a filing regarding PacifiCorp's short term debt authority will be made with the Federal Energy Regulatory Commission.

(n) Facts relied upon by the company to show that the issue:

(A) Is for some lawful object within the corporate purposes of the company.

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. The proposed authority are part of a program to finance the cost of PacifiCorp's facilities taking into consideration prudent capital ratios, earnings coverage tests, market uncertainties and the relative merits of the various types of securities PacifiCorp could sell or other financing it could arrange.

(B) Is compatible with the public interest.

See Section (n)(A) above.

(C) Is necessary or appropriate for or consistent with the proper performance by the company of service as a utility.

See Section (n)(A) above.

(D) Will not impair the company's ability to perform utility service.

See Section (n)(A) above.

(E) Is reasonably necessary or appropriate for such purposes.

See Section (n)(A) above.

(F) If filed under ORS 757.495, is fair and reasonable and not contrary to the public interest.

PacifiCorp is not filing this Application pursuant to ORS 757.495. Therefore, this requirement is not applicable. The Company respectfully requests a waiver of this provision.

- (o) **Statement of all rights to be a corporation, franchises, permits and contracts for consolidation, merger or lease included as assets of the company or any predecessor thereof, the amounts actually paid as consideration therefore, respectively, and the facts relied upon to show the issuance of the securities for which approval is requested will not result in the capitalization of the right to be a corporation of or any franchise, permit or contract for consolidation, merger or lease in excess of the amount (exclusive of any tax or annual charge) actually paid as the consideration for such right, franchise, permit or contract.**

The requirement of OAR 860-027-0030(1)(o) are not applicable. PacifiCorp respectfully requests a waiver of these filing requirements.

- (p) **If filed under ORS 757.490, ORS 757.495:**

PacifiCorp is not filing this Application pursuant to ORS 757.490 or ORS 757.495. Therefore, this filing requirement is not applicable. PacifiCorp respectfully requests a waiver of this provision.

II. EXHIBITS

<u>Exhibit</u>	<u>Description</u>
A	Docket UF 4193, Exhibit A Third Restated Articles of Incorporation effective November 20, 1996, as amended effective November 29, 1999. (PROVIDED UPON REQUEST)
B	Docket UF 4237, Exhibit A-2 A copy of the Bylaws with amendments to date. (PROVIDED UPON REQUEST)
C	Resolutions of the Board of Directors authorizing the proposed issuances
D**	A copy of mortgage indenture, or other agreement under which it is proposed to issue the securities, also a copy of any mortgage, indenture, or other agreement securing other funded obligations of the company. This exhibit is not Applicable as this application is for unsecured debt.
E	Balance Sheet, actual and pro forma, dated December 31, 2023.
F	A statement of all known contingent liabilities, except minor items such as damage claims and similar items involving relatively small amounts, as of the date of this application.
G	Income Statement, actual and pro forma, for the 12 months ended December 31, 2023.

- H Analysis of surplus for the period covered by the income statements referred to in Exhibit G.
- I** Copy of registration statement, if any, and financial exhibits made a part thereof, filed with the Securities and Exchange Commission.
This exhibit is not applicable as these credit agreements do not require any filings with the Securities and Exchange Commission.
- J** Copy of the proposed and of the published invitation of proposals for the purchase of underwriting of the securities to be issued; of each proposal received; and of each contract, underwriting, and other arrangement entered into for the sale or marketing of the securities. When a contract or underwriting is not in final form so as to permit filing, a preliminary draft or a summary identifying parties thereto and setting forth the principal terms thereof, may be filed pending filing of conformed copy in the form executed by final amendment to the application. This exhibit is not applicable because the process does not involve a published invitation of proposals for underwriting.
- K** Copies of the stock certificates, notes, or other evidence of indebtedness proposed to be issued.
This exhibit is not applicable because PacifiCorp will not be issuing debt or stock.
- M Map showing PacifiCorp service territories.
- N** Maximum Total Spread over the Benchmark Treasury Yield
Not applicable

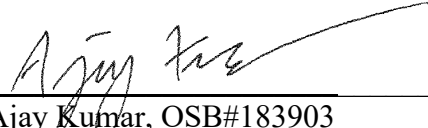
**These Exhibits are not applicable due to the nature of this filing.

III. CONCLUSION

PacifiCorp respectfully requests that the Commission enter an order in this matter, effective upon issuance, authorizing PacifiCorp to issue debt as fully described in this Application. PacifiCorp requests that such authority remain in effect so long as the Company's senior secured debt has investment grade ratings from at least two nationally recognized ratings agencies. PacifiCorp requests that the debt issuance authority described herein, when approved by the Commission, amend and supersede the debt issuance authority granted by the Commission in docket UF 4335, Order No. 22-472. PacifiCorp respectfully requests that the Commission issue an order by May 15, 2024.

DATED April 5, 2024

By:



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Pacific Power
825 NE Multnomah, Suite 2000
Portland, OR 97232
Telephone: (503) 813-5161
E-mail: ajay.kumar@pacificorp.com

Attorney for PacifiCorp

EXHIBIT C

**UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS OF**

PACIFICORP

Resolutions No. 2024-001

Pursuant to ORS §60.341, the undersigned, constituting all of the current directors of the Board of Directors of PacifiCorp, an Oregon corporation (the “*Company*”), hereby adopt and unanimously consent to the following resolutions as of February 6, 2024:

I. *Long-Term Borrowing Authorizations*

A. First Mortgage, and Collateral Trust Bonds

The Board of Directors of PacifiCorp (the “*Board*”), through Resolution No. 2023-003 adopted June 15, 2023 (the “*Prior June 2023 Resolutions*”), most recently reauthorized the issuance and sale or exchange by the Company from time to time of up to \$5,000,000,000 (or the equivalent thereof at the time of issuance in foreign currencies) in aggregate principal amount of one or more new series of its First Mortgage and Collateral Trust Bonds, to be issued under and secured by the Company’s Mortgage and Deed of Trust dated as of January 9, 1989 to the trustee thereunder (the “*Trustee*”), as heretofore amended and supplemented and as it may be further amended and supplemented (the “*PacifiCorp Mortgage*”).

The Board has unanimously resolved that it is in the best interests of the Company to authorize the issuance of additional bonds and restate the unused authority of the Prior June 2023 Resolutions, subject to and as further detailed below.

RESOLVED, that the Board hereby authorizes the issuance and sale or exchange by the Company, from time to time, of up to \$5,000,000,000 (or the equivalent thereof at the time of issuance in foreign currencies) in aggregate principal amount of one or more new series of its First Mortgage and Collateral Trust Bonds (the “*Bonds*”), to be issued under and secured by the PacifiCorp Mortgage.

RESOLVED, that the Bonds may be sold, or may be exchanged for other outstanding securities of the Company, publicly or in private transactions, in such amounts, at such times, at such prices, may bear interest at such variable, floating, or fixed rates, may be redeemable at such redemption prices, mature at such date or dates, and have such other terms and characteristics as shall be fixed by an Authorizing Officer (as defined below); *provided, however*, that the issuance and sale or exchange by the Company of the Bonds shall be subject to (1) the Company’s first having obtained all necessary authorizations therefor from the federal and state regulatory authorities having jurisdiction over such issuance and sale or exchange and (2) the Company’s compliance

with the registration requirements of all applicable federal and state securities laws in connection with such issuance and sale or exchange.

RESOLVED, that any of the Company's Chief Executive Officer; the Presidents and Chief Executive Officers of its divisions; its Vice President, Chief Financial Officer and Treasurer; its Vice president, Controller and Assistant Treasurer; and any other officer of the Company designated by any two of such officers (each, an "**Authorizing Officer**"), *acting jointly* with at least one other Authorizing Officer, is hereby authorized and empowered, in the Company's name and on its behalf, to establish one or more series of Bonds, and to approve one or more Supplemental Indentures.

RESOLVED, that an Authorizing Officer, acting alone, is authorized to execute (by manual or facsimile or electronic signature) and deliver Bonds in such form and containing such terms, not inconsistent with Section 2.03 of the PacifiCorp Mortgage (including, without limitation, the amounts thereof, the rate or rates of interest, which may be floating or fixed, the maturity, sinking fund and redemption or repurchase provisions, if any, and the currency denomination of any such series), as an Authorizing Officer shall approve, such approval to be conclusively evidenced by execution thereof by an Authorizing Officer or by a certificate of an Authorizing Officer or by transmittal of the terms of such series by any person designated in a certificate of an Authorizing Officer as having the authority to transmit such approval to the Trustee under the PacifiCorp Mortgage by computer or other electronic means; *provided that* each such series of Bonds shall be a) in registered form only, and b) shall have maturities at the time of issuance of not less than nine months and not more than 42 years *provided further*, that an Authorizing Officer shall not be authorized to approve the issuance of any series of Bonds with fixed interest rates or initial floating interest rates exceeding 10 percent per annum unless specifically authorized by the Board.

RESOLVED, that the Authorizing Officer executing any said series of Bonds is hereby authorized and directed to deliver the Bonds to the Trustee for authentication; and that the Trustee under the PacifiCorp Mortgage is hereby requested to authenticate up to \$5,000,000,000 in aggregate principal amount of Bonds (or the equivalent thereof at the time of issuance in foreign currencies), and to deliver the same upon the written order or orders of an Authorizing Officer or upon instructions given under an automated issuance system as described more fully in the PacifiCorp Mortgage or a supplement to the PacifiCorp Mortgage.

RESOLVED, that the officers of the Company are hereby authorized and directed to take or cause to be taken, in the Company's name and on its behalf, any and all such further action as in their judgment may be desirable or appropriate to cause the execution, authentication and delivery of said Bonds as specified in the immediately preceding resolution.

RESOLVED, that The Bank of New York Mellon Trust Company, N.A., or any successor trustee under the PacifiCorp Mortgage is hereby appointed:

- 1) as agent of the Company upon whom notices, presentations and demands to or upon the Company in respect of First Mortgage and Collateral Trust Bonds of each such series of Bonds, or in respect of the PacifiCorp Mortgage, may be given or made;
- 2) as agent of the Company in respect of the payment of the principal of, and the interest and any premium on, the Bonds of said series; and
- 3) as agent of the Company in respect of the registration, transfer and exchange of said Bonds.

RESOLVED, that, in connection with the issuance and sale of any series of Bonds denominated in foreign currencies, the Company shall enter into a currency exchange, on such terms and conditions as shall be approved by any Authorizing Officer, in order to fix the obligation of the Company to repay the amount of said series and interest thereon in United States dollars.

RESOLVED, that, each of the Authorizing Officers is hereby authorized and empowered, in the Company's name and on its behalf, (i) to select one or more underwriters or agents for the placement of the Bonds, (ii) to negotiate, execute and deliver one or more underwriting, sales agency or interest rate swap agreements or amendments, in one or more counterparts, including within such agreements such terms and conditions (including terms concerning discounts, fees, or indemnification) as the officer or officers executing such agreements shall approve, his, her or their execution thereof to be conclusive evidence of such approval.

RESOLVED, that the Company is hereby authorized to enter into such credit support or enhancement agreements or arrangements, and any amendments thereto or renewals thereof, in connection with the issuance and sale or exchange of the Bonds as an Authorizing Officer shall approve after first determining that such agreements or arrangements are necessary or appropriate in the circumstances.

B. Unsecured Long-Term Borrowings

The Board, by resolutions adopted December 15, 2023 (the "***Prior December 2023 Resolutions***") authorized the Company to enter into unsecured term loan facilities and to initiate borrowings thereunder in an aggregate principal amount not to exceed \$2,000,000,000 outstanding at any one time.

The Board has unanimously resolved that it is in the best interests of the Company to reauthorize and restate the unused authority of the Prior December 2023 Resolutions, subject to and as further detailed below.

RESOLVED, that the Company is hereby authorized to enter into one or more term loan facility agreements from time to time, on such terms as shall be approved by each of the Company's Vice President, Chief Financial Officer and Treasurer, and Vice President, Controller and Assistant Treasurer (the "**Approving Officers**"), subject to the limits in the resolutions set forth below (the "**Term Loan Agreements**").

RESOLVED, that any Authorizing Officer is hereby authorized, in the Company's name and on its behalf, to negotiate with banks, financial institutions and other lenders with respect to the terms of any such Term Loan Agreements, any restatements or amendments thereof, and any promissory notes or other agreements, instruments or documents provided for therein (together with the Term Loan Agreements, "**Term Loan Documents**") and to execute and deliver any such Term Loan Agreements or other Term Loan Documents.

RESOLVED, that, subject to the further approval of any Approving Officer or any Authorizing Officer approved by an Approving Officer, and the obtaining of all requisite federal and state regulatory approvals, authorizations or consents, the Company may borrow from time to time pursuant to the Term Loan Agreements in an aggregate principal amount not to exceed \$2,000,000,000 outstanding at any one time and with tenor on any borrowings not to exceed 10 years.

RESOLVED, that the officers of the Company are hereby authorized and directed to take or cause to be taken any and all such action or actions as in the judgment of the officer or officers taking or causing such action may appear desirable or appropriate to carry out the purposes of the foregoing resolutions.

C. Regulatory Approvals for Long-Term Financings

RESOLVED, that the officers of the Company are hereby authorized, in the Company's name and on its behalf, to prepare and file with all federal or state regulatory authorities as may be appropriate or necessary, notifications or applications for approval of any proposed long-term borrowing, including notifying as to, or seeking regulatory exemptions with respect to, the issuance and sale or exchange by the Company of the Bonds, together with any and all amendments, supplements, exhibits, data requests or other documents pertaining to such notifications and applications, as in the judgment of such officers appear desirable or appropriate.

RESOLVED, that the officers of the Company are hereby authorized and directed, in the Company's name and on its behalf, to make any and all such further filings with, and to take any and all such further action in the proceedings before, federal and state regulatory authorities as in the judgment of the officer or officers taking such action may appear desirable or appropriate

for the purpose of obtaining any and all such further regulatory approvals, authorizations or consents, or making any notifications, as may be required to be obtained by the Company in connection with any long-term borrowing or the consummation of the issuance and sale or exchange by it of the Bonds.

RESOLVED, that each of the Authorizing Officers of the Company is hereby authorized, in the Company's name and on its behalf, to prepare and execute, and to file or cause to be filed, with the Securities and Exchange Commission, an appropriate Registration Statement or Statements, each including a Prospectus, for the registration of the Bonds or any exchange of Bonds under the Securities Act of 1933 and the rules and regulations promulgated thereunder, in such form as they or any of them shall approve, together with any and all such amendments to each such Registration Statement, and with any and all such exhibits, statements or other documents pertaining to the subject matter thereof as in the judgment of such officers may appear desirable or appropriate.

RESOLVED, that each of the Vice President, Chief Financial Officer and Treasurer, the Vice President, Controller and Assistant Treasurer, and the Corporate Secretary and any Assistant Corporate Secretary is hereby appointed as the true and lawful attorney of the Company with full power to act with or without the other and with full power of substitution, to sign each such Registration Statement for the registration of the Bonds under the Securities Act of 1933 for and on behalf of the Company, that each director of the Company, and each officer of the Company who may be required to sign any such Registration Statement and any amendments thereto, is hereby authorized to appoint the Chief Financial Officer, the Treasurer, the Assistant Treasurer(s) and the Corporate Secretary and any Assistant Corporate Secretary, and each of them severally, as the true and lawful attorney or attorneys of each such director or officer of the Company, with full power to act with or without the other and with full power of substitution, to sign each such Registration Statement and any amendments thereto for or on behalf of each such director or officer in his or her capacity or capacities as such, and that the President, any Vice President and each director of the Company and each officer of the Company who may be required to sign any such Registration Statement and any amendments thereto, is hereby authorized and empowered to execute an appropriate power of attorney to evidence such appointments as aforesaid.

RESOLVED, that each of the Vice President, Chief Financial Officer and Treasurer, the Vice President, Controller and Assistant Treasurer, and the Corporate Secretary and any Assistant Corporate Secretary, be and hereby is appointed as the agent for service named in each such Registration Statement with all the powers incident to that appointment.

RESOLVED, that it is desirable and in the best interests of the Company that its securities be qualified or registered for sale in various jurisdictions, that any officer is authorized to determine the states in which appropriate action shall

be taken to qualify or register or maintain the qualification or registration for sale of all or such part of the securities of the Company as said officers may deem advisable, that said officers are hereby authorized to perform on behalf of the Company any and all such acts as they may deem necessary or advisable in order to comply with the applicable laws of any such jurisdiction, and in connection therewith to execute and file all requisite papers and documents, including, but not limited to, applications, reports, surety bonds, irrevocable consents, and appointments of attorneys for service of process and the execution by such officers of any such paper or document or the doing by them of any act in connection with the foregoing matters shall conclusively establish their authority therefor from the Company and the approval and ratification by the Company of the papers and documents so executed and the action so taken.

II. *Short-Term Borrowing Authorizations*

The Board has unanimously resolved that it is in the best interests of the Company to increase the Company's authority to (i) make unsecured short-term borrowings on a revolving basis, (ii) issue commercial paper and similar note, and (iii) enter into alternative unsecured short-term borrowing arrangements. The Board therefor hereby reauthorizes the Company's short-term borrowing authority as set forth below. The total aggregate principal amount of such authorized short-term borrowings may not exceed \$3,000,000,000 at any time. The foregoing resolutions shall supersede all prior resolutions of the Board addressing these matters.

A. Revolving Credit Agreements

RESOLVED, that the Company is hereby authorized to enter into one or more credit agreements, on such terms as shall be approved by each of the Approving Officers (as defined above), pursuant to which the Company, from time to time, may make unsecured borrowings on a revolving basis, in principal amounts not to exceed an aggregate of \$3,000,000,000 outstanding at any one time (the "*Credit Agreements*").

RESOLVED, that the Board delegates to the Approving Officers the authority to approve Credit Agreements, including restatements or amendments thereto, and the form of notes related thereto, and to take all such other actions necessary or appropriate to carry out the purposes of these resolutions, including authorizing officers to approve, execute and deliver restatements or amendments to Credit Agreements subject to such limitations and conditions as the Approving Officers shall impose; *provided, however*, that no Credit Agreement shall have a term exceeding 10 years from its effective date.

RESOLVED, that, subject to the further approval of any Approving Officer or any Authorizing Officer approved by an Approving Officer, and the obtaining of all requisite federal and state regulatory approvals, authorizations or consents, the Company may issue notes and make borrowings from time to

time pursuant to the Credit Agreements in an aggregate principal amount not to exceed \$3,000,000,000 outstanding at any one time.

B. Commercial Paper

RESOLVED, that, subject to obtaining all requisite federal, state and other applicable regulatory approvals, authorizations and consents, the Company may issue and sell its commercial paper or similar notes, in the United States or in any foreign market, in the form of unsecured promissory notes, denominated in or based upon United States or foreign currencies, in principal amounts not to exceed an aggregate of \$3,000,000,000 at any one time outstanding, each such note to be signed by one or more officers of the Company if required, at such prices and containing such terms as an Authorizing Officer shall deem appropriate, including any terms requiring the Company to make payments of additional interest for or on account of the imposition of any tax, assessment or other governmental charge upon payments made with respect to notes sold in any foreign market; *provided that* no such note shall be for a term of more than 270 days if issued in the United States or for a term of more than one year if issued in any foreign market; and *provided further that* the outstanding aggregate principal amount of such notes, together with the outstanding aggregate principal amount of borrowings under the Credit Agreements or alternative borrowing arrangements approved below, shall not exceed \$3,000,000,000 outstanding at any one time.

RESOLVED, that any such promissory notes may be issued in book-entry form using one or more master notes in accordance with the procedures of The Depository Trust Company or such other depository as an Authorizing Officer shall designate.

RESOLVED, that each of the Authorizing Officers is hereby authorized and empowered, in the Company's name and on its behalf, to negotiate, execute and deliver agreements with dealers, issuing and paying agents, The Depository Trust Company, or others as are deemed necessary or appropriate for the placement, issuance and sale of commercial paper and similar notes, and that such agreements may provide for such fees and other terms and conditions as the Authorizing Officer shall approve. Authorizing Officers are further hereby authorized, in the Company's name and on its behalf, to designate from time to time the person or persons authorized to give instructions, communicate to any issuing and paying agent the terms of such commercial paper or similar notes, or otherwise take action on behalf of the Company under any such agreement.

RESOLVED, that the acts of the officers in negotiating, executing and delivering any dealer or issuing and paying agency or related agreements, in the Company's name and on its behalf, prior to the date hereof, are hereby approved, ratified and confirmed, and such agreements shall continue in full force and effect until terminated pursuant to the terms thereof.

C. Alternative Short-Term Borrowing Arrangements

RESOLVED, that each Authorizing Officer is hereby authorized, in the Company's name and on its behalf, to negotiate, execute and deliver, or to direct the negotiation, execution and delivery of, an agreement or agreements with any domestic or foreign bank, banks, banking institutions or other financial institutions or agent of any thereof, providing for unsecured, short-term borrowings, in addition or as an alternative to the borrowings contemplated under the Credit Agreements.

RESOLVED, that such agreement or agreements may provide for such commitment or similar fees, be denominated in or based upon United States or foreign currencies and have such other terms and conditions as the Authorizing Officer shall approve.

RESOLVED, that, subject to obtaining all requisite regulatory approvals, authorizations or consents, each of the Authorizing Officers is hereby authorized, in the Company's name and on its behalf, from time to time, to execute and deliver such agreement or agreements as necessary or appropriate to make said borrowings, and to execute and deliver any required evidence of such borrowings; *provided, however*, that no such evidence of indebtedness shall have a maturity date of more than one year; and *provided further* that the outstanding aggregate principal amount of such borrowings, together with the outstanding aggregate principal amount of borrowings under the Credit Agreements and the aggregate principal amount of any outstanding commercial paper or similar notes issued by the Company, shall not exceed \$3,000,000,000 outstanding at any one time.

RESOLVED, Authorizing Officers are further hereby authorized, in the Company's name and on its behalf, to designate from time to time the person or persons authorized to communicate, to make requests or give orders with respect to borrowings under agreements approved pursuant to these resolutions.

D. Regulatory Approvals and Applications

RESOLVED, that the officers of the Company are hereby authorized, in the Company's name and on its behalf, to prepare and file with all federal and state regulatory authorities having jurisdiction, applications for orders authorizing the Company to make the borrowings authorized above, together with any amendments or supplements to said, as in the judgment of such officers may appear desirable or appropriate.

III. *Financial Assurance Instruments*

The Board has unanimously concluded that it is in the best interests of the Company to hereby clarify and confirm the Company's authority to negotiate with financial institutions, bonding companies and related financial assurance

providers for the issuance of letters of credit, surety and performance bonds and similar financial assurance instruments when deemed necessary or appropriate (“*Financial Assurance Instrument*”), subject to complying with all applicable state and federal regulatory requirements in connection with such negotiation and issuance.

RESOLVED, that the Board hereby authorizes any Authorizing Officer of the Company to authorize the issuance of any Financial Assurance Instrument, subject to complying with all applicable state and federal regulatory requirements in connection with such negotiation and issuance, provided that the total aggregate principal amount of such Financial Assurance Instruments outstanding may not exceed \$1,500,000,000 at any time; *provided, however*, that this resolution shall in no way limit or restrict the authority of the Company to authorize letters of credit or other financial assurance instruments under its approved revolving Credit Agreements.

IV. *Retirement and Resignation of Stefan A. Bird as Class II Director and Officer*

RESOLVED, that due to his retirement from the Company the Board hereby accepts the resignation of Stefan A. Bird from the positions of President and Chief Executive Officer of Pacific Power and Class II Director of the Company, effective as of January 2, 2024. Mr. Bird’s position on the Board shall hereby remain vacant until filled, such that the Board shall now have four vacant seats.

V. *Effect on Prior Resolutions*

RESOLVED, that the foregoing resolutions shall supersede all prior resolutions of the Board in conflict with the foregoing, *provided, however*, that the foregoing resolutions shall not affect the validity of any actions taken in reliance on such previously adopted resolutions and shall not affect the authorization of the issuance of bonds issued prior to the date hereof issued pursuant to supplemental indentures or any other financing agreements or instruments previously issued and remaining in effect (which shall remain authorized pursuant to applicable prior resolutions).

VI. *General Authorization*

RESOLVED, that the officers of the Company and the Board are authorized, empowered and directed, in the name and on behalf of the Company, to make all such arrangements, to take all such further action, to cause to be prepared and filed any documents, to make all expenditures and incur all expenses and to execute and deliver, in the name of and on behalf of the Company, any agreements, instruments, certificates and documents (including officers’ certificates) as they may deem necessary, appropriate or advisable in order to fulfill the purpose of the foregoing resolutions, and the execution by such officers of any such agreement, instrument, document or certificate or the

payment of any such expenditures or expenses or the doing by them of any act in connection with the foregoing matters shall conclusively establish their authority from the Company and the approval and ratification by the Company of the agreement, instrument, document or certificate so executed, the expenses or expenditures so paid and the action so taken.

RESOLVED, that all actions taken by the officers of the Company and the Board in connection with the matters contemplated by the foregoing resolutions are approved, confirmed and ratified in all respects.

Signatures appear on following page

IN WITNESS WHEREOF, all current directors of the Company, comprising the entirety of the current Board of Directors of the Company, have executed this Unanimous Written Consent to be effective as of the date first written above.

Cindy A. Crane

Cindy A. Crane

Gary W. Hoogeveen

Calvin D. Haack

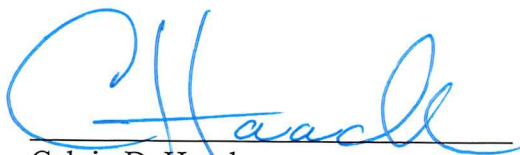
Nikki L. Kobliha

Natalie L. Hocken

IN WITNESS WHEREOF, all current directors of the Company, comprising the entirety of the current Board of Directors of the Company, have executed this Unanimous Written Consent to be effective as of the date first written above.

Cindy A. Crane

Gary W. Hoogeveen



Calvin D. Haack

Nikki L. Kobliha

Natalie L. Hocken

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Gary W. Hoogeveen

Calvin D. Haack

Nikki L. Kobliha



Natalie L. Hoeken

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Cindy A. Crane



Gary W. Hoogeveen

Calvin D. Haack

Nikki L. Koblaha

Natalie L. Hocken

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Cindy A. Crane

Gary W. Hoogeveen

Calvin D. Haack



Nikki L. Koblaha

Natalie L. Hocken

EXHIBIT E

PacifiCorp

Notes to Pro Forma Financial Statements

As of and for the Twelve-Month Period Ended December 31, 2023

The pro forma adjustments reflected on the financial statements are those necessary to reflect the issuance of up to a maximum of \$3.0 billion of short-term debt. The income statement adjustments reflect the annual impact of the transaction. The proceeds will be used to provide interim funding for the Company's construction program and for operations. The estimated journal entries necessary to reflect the transactions on a pro forma basis are shown below:

	<u>Debit</u>	<u>Credit</u>
(a) Adjustment to record interest expense on the pro forma \$3,000,000,000 short-term debt balance. The pro forma short-term interest rate assumption is based on a Secured Overnight Financing Rate (SOFR) rate plus the applicable maximum margin of 200 basis points.		
Temporary Cash Investments (136)	1,174,739,000	
Other Interest Expense (431)	219,300,000	
Notes Payable (231)		1,394,039,000
(b) Adjustment to record the estimated decrease in income taxes applicable to the above interest expense adjustment.		
Accounts Receivable from Assoc. Companies (146)	53,918,414	
Income Taxes - Federal (409.1) (20.0466% statutory rate)		43,962,194
Income Taxes - Other (409.1) (4.5400% statutory rate)		9,956,220
(c) Adjustment to close income items into retained earnings.		
Retained Earnings (216)	165,381,586	
Income Taxes - Federal & Other (409.1)	53,918,414	
Other Interest Expense (431)		219,300,000

Name of Respondent PacifiCorp		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) //	Period of Report December 31, 2023
COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)				
Line No.	Title of Account (a)	Current Period End Balance December 31, 2023 (b)	Pro Forma Adjustments (c)	Pro Forma Balance December 31, 2023 (d)
1	UTILITY PLANT			
2	Utility Plant (101-106, 114)	34,043,912,436	-	34,043,912,436
3	Construction Work in Progress (107)	4,719,845,635	-	4,719,845,635
4	TOTAL Utility Plant (Enter Total of lines 2 and 3)	38,763,758,070	-	38,763,758,070
5	(Less) Accum. Prov. for Depr. Amort. Depl. (108, 110, 111, 115)	13,094,069,120	-	13,094,069,120
6	Net Utility Plant (Enter Total of line 4 less 5)	25,669,688,950	-	25,669,688,950
7	Nuclear Fuel in Process of Ref., Conv., Enrich., and Fab. (120.1)	-	-	-
8	Nuclear Fuel Material and Assemblies - Stock Account (120.2)	-	-	-
9	Nuclear Fuel Assemblies in Reactor (120.3)	-	-	-
10	Spent Nuclear Fuel (120.4)	-	-	-
11	Nuclear Fuel Under Capital Leases (120.6)	-	-	-
12	(Less) Accum. Prov. for Amort. of Nucl. Fuel Assemblies (120.5)	-	-	-
13	Net Nuclear Fuel (Enter Total of lines 7-11 less 12)	-	-	-
14	Net Utility Plant (Enter Total of lines 6 and 13)	25,669,688,950	-	25,669,688,950
15	Utility Plant Adjustments (116)	-	-	-
16	Gas Stored Underground - Noncurrent (117)	-	-	-
17	OTHER PROPERTY AND INVESTMENTS			
18	Nonutility Property (121)	21,155,095	-	21,155,095
19	(Less) Accum. Prov. for Depr. and Amort. (122)	3,283,929	-	3,283,929
20	Investments in Associated Companies (123)	69,928	-	69,928
21	Investment in Subsidiary Companies (123.1)	156,585,163	-	156,585,163
22	(For Cost of Account 123.1, See Footnote Page 224, line 42)			
23	Noncurrent Portion of Allowances	-	-	-
24	Other Investments (124)	111,023,868	-	111,023,868
25	Sinking Funds (125)	-	-	-
26	Depreciation Fund (126)	-	-	-
27	Amortization Fund - Federal (127)	-	-	-
28	Other Special Funds (128)	174,123,262	-	174,123,262
29	Special Funds (Non Major Only) (129)	-	-	-
30	Long-Term Portion of Derivative Assets (175)	2,200,107	-	2,200,107
31	Long-Term Portion of Derivative Assets - Hedges (176)	-	-	-
32	TOTAL Other Property and Investments (Lines 18-21 and 23-31)	461,873,494	-	461,873,494
33	CURRENT AND ACCRUED ASSETS			
34	Cash and Working Funds (Non-major Only) (130)	-	-	-
35	Cash (131)	13,593,270	-	13,593,270
36	Special Deposits (132-134)	85,529	-	85,529
37	Working Fund (135)	-	-	-
38	Temporary Cash Investments (136)	113,626,658	1,174,739,000 (a)	1,288,365,658
39	Notes Receivable (141)	1,391,069	-	1,391,069
40	Customer Accounts Receivable (142)	579,437,294	-	579,437,294
41	Other Accounts Receivable (143)	445,112,583	-	445,112,583
42	(Less) Accum. Prov. for Uncollectible Acct.-Credit (144)	30,393,528	-	30,393,528
43	Notes Receivable from Associated Companies (145)	-	-	-
44	Accounts Receivable from Assoc. Companies (146)	131,922,056	53,918,414 (b)	185,840,470
45	Fuel Stock (151)	103,923,863	-	103,923,863
46	Fuel Stock Expenses Undistributed (152)	-	-	-
47	Residuals (Elec) and Extracted Products (153)	-	-	-
48	Plant Materials and Operating Supplies (154)	428,441,000	-	428,441,000
49	Merchandise (155)	-	-	-
50	Other Materials and Supplies (156)	-	-	-
51	Nuclear Materials Held for Sale (157)	-	-	-
52	Allowances (158.1 and 158.2)	2,677,526	-	2,677,526

FERC FORM NO. 1 (REV.12-03)		Page 110		
Name of Respondent PacifiCorp		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) //	Period of Report December 31, 2023
COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS) Continued				
Line No.	Title of Account (a)	Current Period End Balance December 31, 2023 (b)	Pro Forma Adjustments (c)	Pro Forma Balance December 31, 2023 (d)
53	(Less) Noncurrent Portion of Allowances	-	-	-
54	Stores Expense Undistributed (163)	-	-	-
55	Gas Stored Underground - Current (164.1)	-	-	-
56	Liquefied Natural Gas Stored and Held for Processing (164.2-164.3)	-	-	-
57	Prepayments (165)	224,499,606	-	224,499,606
58	Advances for Gas (166-167)	-	-	-
59	Interest and Dividends Receivable (171)	-	-	-
60	Rents Receivable (172)	3,901,329	-	3,901,329
61	Accrued Utility Revenues (173)	295,002,000	-	295,002,000
62	Miscellaneous Current and Accrued Assets (174)	-	-	-
63	Derivative Instrument Assets (175)	17,486,121	-	17,486,121
64	(Less) Long-Term Portion of Derivative Instrument Assets (175)	2,200,107	-	2,200,107
65	Derivative Instrument Assets - Hedges (176)	-	-	-
66	(Less) Long-Term Portion of Derivative Instrument Assets - Hedges (176)	-	-	-
67	TOTAL Current and Accrued Assets (Lines 34 through 66)	2,328,506,268	1,228,657,414	3,557,163,682
68	DEFERRED DEBITS			
69	Unamortized Debt Expenses (181)	57,531,239	-	57,531,239
70	Extraordinary Property Losses (182.1)	-	-	-
71	Unrecovered Plant and Regulatory Study Costs (182.2)	-	-	-
72	Other Regulatory Assets (182.3)	2,499,768,478	-	2,499,768,478
73	Prelim. Survey and Investigation Charges (Electric) (183)	26,480,769	-	26,480,769
74	Preliminary Natural Gas Survey and Investigation Charges (183.1)	-	-	-
75	Other Preliminary Survey and Investigation Charges (183.2)	-	-	-
76	Clearing Accounts (184)	7,146	-	7,146
77	Temporary Facilities (185)	157,584	-	157,584
78	Miscellaneous Deferred Debits (186)	131,002,549	-	131,002,549
79	Def. Losses from Disposition of Utility Plt. (187)	-	-	-
80	Research, Devel. and Demonstration Expend. (188)	-	-	-
81	Unamortized Loss on Reacquired Debt (189)	1,997,811	-	1,997,811
82	Accumulated Deferred Income Taxes (190)	928,229,377	-	928,229,377
83	Unrecovered Purchased Gas Costs (191)	-	-	-
84	TOTAL Deferred Debits (Lines 69 through 83)	3,645,174,952	-	3,645,174,952
85	TOTAL ASSETS (Lines 14-16, 32, 67, and 84)	32,105,243,664	1,228,657,414	33,333,901,078

FERC FORM NO. 1 (REV.12-03)				Page 111	
Name of Respondent PacifiCorp	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) //		Period of Report December 31, 2023	
FOOTNOTE DATA					

Schedule Page: 110 Line No.: 44 Column: b
As of December 31, 2023, Account 146, Accounts receivable from associated companies, included \$123,381,448 of income tax receivable from Berkshire Hathaway Energy Company, PacifiCorp's indirect parent company.

FERC FORM NO. 1 (ED. 12-87)		Page 450.1		
Name of Respondent PacifiCorp		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) //	Period of Report December 31, 2023
COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)				
Line No.	Title of Account (a)	Current Period End Balance December 31, 2023 (b)	Pro Forma Adjustments (c)	Pro Forma Balance December 31, 2023 (d)
1	PROPRIETARY CAPITAL			
2	Common Stock Issued (201)	3,417,945,896	-	3,417,945,896
3	Preferred Stock Issued (204)	2,397,600	-	2,397,600
4	Capital Stock Subscribed (202, 205)	-	-	-
5	Stock Liability for Conversion (203, 206)	-	-	-
6	Premium on Capital Stock (207)	-	-	-
7	Other Paid-In Capital (208-211)	1,102,063,956	-	1,102,063,956
8	Installments Received on Capital Stock (212)	-	-	-
9	(Less) Discount on Capital Stock (213)	-	-	-
10	(Less) Capital Stock Expense (214)	41,101,061	-	41,101,061
11	Retained Earnings (215, 215.1, 216)	5,401,125,738	(165,381,586)	5,235,744,152
12	Unappropriated Undistributed Subsidiary Earnings (216.1)	100,240,452	-	100,240,452
13	(Less) Reacquired Capital Stock (217)	-	-	-
14	Noncorporate Proprietorship (Non-major only) (218)	-	-	-
15	Accumulated Other Comprehensive Income (219)	(10,369,236)	-	(10,369,236)
16	TOTAL Proprietary Capital (Lines 2 through 15)	9,972,303,345	(165,381,586)	9,806,921,759
17	LONG-TERM DEBT			
18	Bonds (221)	10,493,150,000	-	10,493,150,000
19	(Less) Reacquired Bonds (222)	-	-	-
20	Advances from Associated Companies (223)	-	-	-
21	Other Long-Term Debt (224)	-	-	-
22	Unamortized Premium on Long-Term Debt (225)	-	-	-
23	(Less) Unamortized Discount on Long-Term Debt-Debit (226)	25,686,565	-	25,686,565
24	TOTAL Long-Term Debt (Lines 18 through 23)	10,467,463,435	-	10,467,463,435
25	OTHER NONCURRENT LIABILITIES			
26	Obligations Under Capital Leases - Noncurrent (227)	20,578,928	-	20,578,928
27	Accumulated Provision for Property Insurance (228.1)	894,600	-	894,600
28	Accumulated Provision for Injuries and Damages (228.2)	1,572,643,695	-	1,572,643,695
29	Accumulated Provision for Pensions and Benefits (228.3)	59,657,269	-	59,657,269
30	Accumulated Miscellaneous Operating Provisions (228.4)	27,276,601	-	27,276,601
31	Accumulated Provision for Rate Refunds (229)	971,425	-	971,425
32	Long-Term Portion of Derivative Instrument Liabilities	19,997,035	-	19,997,035
33	Long-Term Portion of Derivative Instrument Liabilities - Hedges	-	-	-
34	Asset Retirement Obligations (230)	355,525,424	-	355,525,424
35	TOTAL Other Noncurrent Liabilities (Lines 26 through 34)	2,057,544,977	-	2,057,544,977
36	CURRENT AND ACCRUED LIABILITIES			
37	Notes Payable (231)	1,605,961,000	1,394,039,000	3,000,000,000
38	Accounts Payable (232)	1,390,952,592	-	1,390,952,592
39	Notes Payable to Associated Companies (233)	40,810,129	-	40,810,129
40	Accounts Payable to Associated Companies (234)	139,299,855	-	139,299,855
41	Customer Deposits (235)	28,663,856	-	28,663,856
42	Taxes Accrued (236)	40,928,851	-	40,928,851
43	Interest Accrued (237)	153,832,529	-	153,832,529
44	Dividends Declared (238)	40,475	-	40,475
45	Matured Long-Term Debt (239)	-	-	-

FERC FORM NO. 1 (REV.12-03)		Page 112		
Name of Respondent PacifiCorp		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) //	Period of Report December 31, 2023
COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS) (Continued)				
Line No.	Title of Account (a)	Current Period End Balance December 31, 2023 (b)	Pro Forma Adjustments (c)	Pro Forma Balance December 31, 2023 (d)
46	Matured Interest (240)	-	-	-
47	Tax Collections Payable (241)	22,991,961	-	22,991,961
48	Miscellaneous Current and Accrued Liabilities (242)	228,301,336	-	228,301,336
49	Obligations Under Capital Leases-Current (243)	3,342,899	-	3,342,899
50	Derivative Instrument Liabilities (244)	83,570,102	-	83,570,102
51	(Less) Long-Term Portion of Derivative Instrument Liabilities	19,997,035	-	19,997,035
52	Derivative Instrument Liabilities - Hedges (245)	-	-	-
53	(Less) Long-Term Portion of Derivative Instruments Liabilities - Hedges	-	-	-
54	TOTAL Current & Accrued Liabilities (Lines 37 through 53)	3,718,698,550	1,394,039,000	5,112,737,550
55	DEFERRED CREDITS			
56	Customer Advances for Construction (252)	246,675,415	-	246,675,415
57	Accumulated Deferred Investment Tax Credits (255)	10,061,962	-	10,061,962
58	Deferred Gains from Disposition of Utility Plant (256)	-	-	-
59	Other Deferred Credits (253)	404,242,063	-	404,242,063
60	Other Regulatory Liabilities (254)	1,176,960,899	-	1,176,960,899
61	Unamortized Gain on Reacquired Debt (257)	-	-	-
62	Accum. Deferred Income Taxes-Accel. Amort.(281)	122,977,940	-	122,977,940
63	Accum. Deferred Income Taxes-Other Property (282)	3,253,177,664	-	3,253,177,664
64	Accum. Deferred Income Taxes-Other (283)	675,137,414	-	675,137,414
65	TOTAL Deferred Credits (Lines 56 through 64)	5,889,233,357	-	5,889,233,357
66	TOTAL LIABILITIES AND STOCKHOLDER EQUITY (Lines 16, 24, 35,	32,105,243,664	1,228,657,414	33,333,901,078

FERC FORM NO. 1 (REV.12-03)		Page 113	
Name of Respondent PacifiCorp	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) //	Period of Report December 31, 2023
FOOTNOTE DATA			

Schedule Page: 112 Line No.: 39 Column: b
Represents amounts due to Pacific Minerals, Inc., a wholly owned subsidiary of PacifiCorp, pursuant to an umbrella loan agreement for which the interest rate is determined daily and is equal to the lowest cost of short-term borrowings PacifiCorp could otherwise incur externally. At December 31, 2023, the

EXHIBIT F

Commitments

PacifiCorp has the following firm commitments that are not reflected on the Consolidated Balance Sheet. Certain commitments are with related parties. Refer to Note 21 for transactions associated with these related party contracts. Minimum payments as of December 31, 2023 are as follows (in millions):

	2024	2025	2026	2027	2028	2029 and Thereafter	Total
Contract type:							
Purchased electricity contracts -							
commercially operable	\$ 482	\$ 198	\$ 196	\$ 195	\$ 198	\$ 1,964	\$ 3,233
Purchased electricity contracts -							
non-commercially operable	—	34	58	58	58	946	1,154
Fuel contracts	673	425	160	169	156	323	1,906
Construction commitments	891	183	5	2	1	—	1,082
Transmission	105	100	92	80	75	394	846
Easements	13	13	13	13	14	797	863
Maintenance, service and							
other contracts	143	117	128	63	54	240	745
Total commitments	\$ 2,307	\$ 1,070	\$ 652	\$ 580	\$ 556	\$ 4,664	\$ 9,829

Purchased Electricity Contracts - Commercially Operable

The table above reflects purchased electricity contracts with expiration dates ranging from 2024 through 2052. As part of its energy resource portfolio, PacifiCorp acquires a portion of its electricity through long-term purchases and exchange agreements. PacifiCorp has many long-term PPAs primarily with solar-powered or wind-powered generating facilities that are not included in the table above due to there being no minimum payments generally due to being dependent on wind and solar conditions. The PPAs generally range from 10 to 30 years in duration, with certain of the PPAs extending through 2046. Future payments associated with these PPAs are expected to be material. Certain of these PPAs qualify as leases as described in Note 2. Refer to Note 5 for variable lease costs associated with these lease commitments.

Included in the minimum fixed annual payments for purchased electricity above are commitments to purchase electricity from several hydroelectric systems under long-term arrangements with public utility districts. These purchases are made on a "cost-of-service" basis for a stated percentage of system output and for a like percentage of system operating expenses and debt service. These costs are included in energy costs on the Consolidated Statements of Operations. PacifiCorp is required to pay its portion of operating costs and its portion of the debt service, whether or not any electricity is produced. These arrangements accounted for less than 5% of PacifiCorp's 2023, 2022 and 2021 energy sources.

Purchased Electricity Contracts - Non-Commercially Operable

PacifiCorp has many long-term PPAs with facilities that have not yet achieved commercial operation, primarily related to wind-powered and solar-powered generated facilities and including with facilities that are not included in the table above due to there being no minimum payments generally due to being dependent on wind and solar conditions. The PPAs generally range from 10 to 30 years in duration, with certain of the PPAs extending through 2054. Future payments associated with these arrangements are expected to be material. The table above reflects capacity payments through 2046 for a 400 MW battery storage agreement associated with a purchased electricity contract for a 400 MW solar generating facility. To the extent these facilities do not achieve commercial operation, PacifiCorp has no obligation to the counterparties.

Fuel Contracts

PacifiCorp has "take or pay" coal and natural gas contracts that require minimum payments. In January and February 2024, PacifiCorp entered into new and amended coal supply agreements aggregating approximately \$1.9 billion of additional commitments through 2030.

Construction Commitments

PacifiCorp's construction commitments included in the table above relate to firm commitments and include costs associated with certain generating plant, transmission, and distribution projects.

Transmission

PacifiCorp has contracts for the right to transmit electricity over other entities' transmission lines to facilitate delivery to PacifiCorp's customers.

Easements

PacifiCorp has easements for land on which certain of its assets, primarily wind-powered generating facilities, are located.

Environmental Laws and Regulations

PacifiCorp is subject to federal, state and local laws and regulations regarding air quality, climate change, emissions performance standards, water quality, coal ash disposal, wildfire prevention and mitigation and other environmental matters that have the potential to impact its current and future operations. PacifiCorp believes it is in material compliance with all applicable laws and regulations.

Lower Klamath Hydroelectric Project

PacifiCorp is a party to the 2016 amended Klamath Hydroelectric Settlement Agreement ("KHSAs"), which is intended to resolve disputes surrounding PacifiCorp's efforts to relicense the Klamath Hydroelectric Project. The KHSAs establishes a process for PacifiCorp, the states of Oregon and California ("States") and other stakeholders to assess whether dam removal can occur consistent with the settlement's terms. For PacifiCorp, the key elements of the settlement include: (1) a contribution from PacifiCorp's Oregon and California customers capped at \$200 million plus \$250 million in California bond funds; (2) complete indemnification from harms associated with dam removal; (3) transfer of the Federal Energy Regulatory Commission ("FERC") license to a third-party dam removal entity, the Klamath River Renewal Corporation ("KRRC"), who would conduct dam removal; and (4) ability for PacifiCorp to operate the facilities for the benefit of customers until dam removal commences.

In September 2016, the KRRC and PacifiCorp filed a joint application with the FERC to transfer the license for the four mainstem Klamath hydroelectric dams comprising the Lower Klamath Project (FERC Project No. 14803) from PacifiCorp to the KRRC. The FERC approved the partial transfer of the Klamath license in a July 2020 order, subject to the condition that PacifiCorp remains co-licensee. Under the amended KHSAs, PacifiCorp did not agree to remain co-licensee during the surrender and removal process given concerns about liability protections for PacifiCorp and its customers. In November 2020, PacifiCorp entered a memorandum of agreement (the "MOA") with the KRRC, the Karuk Tribe, the Yurok Tribe and the States to continue implementation of the KHSAs. The agreement required the States, PacifiCorp and KRRC to file a new license transfer application to remove PacifiCorp from the license for the Lower Klamath Project and add the States and KRRC as co-licensees for the purposes of surrender. In addition, the MOA provides for additional contingency funding of \$45 million, equally split between PacifiCorp and the States, and for PacifiCorp and the States to equally share in any additional cost overruns in the unlikely event that dam removal costs exceed the \$450 million in funding to ensure dam removal is complete. The MOA also requires PacifiCorp to cover the costs associated with certain pre-existing environmental conditions. In June 2021, the FERC approved the transfer of the Lower Klamath Project dams from PacifiCorp to the KRRC and the States as co-licensees. In July 2021, the Oregon, Wyoming, Idaho and California state public utility commissions conditionally approved the required property transfer applications. In August 2021, PacifiCorp notified the Public Service Commission of Utah of the property transfer, however no formal approval is required in Utah. In August 2022, the FERC staff issued a final environmental impact statement for the project, concluding that dam removal is the preferred action. In November 2022, the FERC issued a license surrender order for the project, which was accepted by the KRRC and the States in December 2022, along with the transfer of the Lower Klamath Project dams. Although PacifiCorp no longer owns the Lower Klamath Project, PacifiCorp will continue to operate the facilities under an operation and maintenance agreement with the KRRC until each facility is ready for removal. Removal of the Copco No. 2 facility was completed in November 2023, and removal of the remaining three dams (J.C. Boyle, Copco No. 1, and Iron Gate) is anticipated to be completed in 2024.

Hydroelectric Commitments

Certain of PacifiCorp's hydroelectric licenses and settlement agreements contain requirements for PacifiCorp to make certain capital and operating expenditures related to its hydroelectric facilities, which are estimated to be approximately \$314 million over the next 10 years.

Legal Matters

PacifiCorp is party to a variety of legal actions, including litigation, arising out of the normal course of business, some of which assert claims for damages in substantial amounts and are described below. For certain legal actions, parties at times may seek to impose fines, penalties and other costs.

Pursuant to ASC 450, "Contingencies," a provision for a loss contingency is recorded when it is probable a liability is likely to occur and the amount of loss can be reasonably estimated. PacifiCorp evaluates the related range of reasonably estimated losses and records a loss based on its best estimate within that range or the lower end of the range if there is no better estimate.

Wildfires

In California, under inverse condemnation, courts have held that investor-owned utilities can be liable for real and personal property damages from wildfires without the utility being found negligent and regardless of fault. California law also permits inverse condemnation plaintiffs to recover reasonable attorney fees and costs. In both Oregon and California, PacifiCorp has equipment in areas accessed through special use permits, easements or similar agreements that may contain provisions requiring it to pay for damages caused by its equipment regardless of fault. Even if inverse condemnation or other provisions do not apply, PacifiCorp could be found liable for all damages.

2020 Wildfires

In September 2020, a severe weather event resulting in high winds, low humidity and warm temperatures contributed to several major wildfires, which resulted in real and personal property and natural resource damage, personal injuries and loss of life and widespread power outages in Oregon and Northern California. The wildfires spread across certain parts of PacifiCorp's service territory and surrounding areas across multiple counties in Oregon and California, including Siskiyou County, California; Jackson County, Oregon; Douglas County, Oregon; Marion County, Oregon; Lincoln County, Oregon; and Klamath County, Oregon, burning over 500,000 acres in aggregate. Third-party reports for these wildfires indicate over 2,000 structures destroyed, including residences; several structures damaged; multiple individuals injured; and several fatalities.

Investigations into the cause and origin of each wildfire are complex and ongoing and have been or are being conducted by various entities, including the U.S. Forest Service, the California Public Utilities Commission, the Oregon Department of Forestry, the Oregon Department of Justice, PacifiCorp and various experts engaged by PacifiCorp.

As of the date of this filing, a significant number of complaints and demands alleging similar claims related to the 2020 Wildfires have been filed in Oregon and California, including a class action complaint in Oregon for which two jury verdicts were issued in June 2023 and January 2024 as described below. The plaintiffs seek damages for economic losses, noneconomic losses, including mental suffering, emotional distress, personal injury and loss of life, punitive damages, other damages and attorneys' fees. Several insurance carriers have filed subrogation complaints in Oregon and California with allegations similar to those made in the aforementioned complaints. Additionally, the U.S. and Oregon Departments of Justice have informed PacifiCorp that they are contemplating filing actions against PacifiCorp in connection with certain of the Oregon 2020 Wildfires. PacifiCorp is actively cooperating with the U.S. and Oregon Departments of Justice on resolving these alleged claims, including through the pursuit of alternative dispute resolution.

Amounts sought in the complaints and demands filed in Oregon and in certain demands made in California total approximately \$8 billion, excluding any doubling or trebling of damages included in the complaints. Generally, the complaints filed in California do not specify damages sought and are excluded from this amount. For class actions, amounts specified by the plaintiffs in the complaints include amounts based on estimates of the potential class size, which ultimately may be significantly greater than estimated. Additionally, damages are not limited to the amounts specified in the initially filed complaints as plaintiffs are frequently allowed to amend their complaints to add additional damages and amounts awarded in a court proceeding may be significantly greater than the damages specified. Oregon law provides for doubling of economic and property damages in the event the defendant is found to have acted with gross negligence, recklessness, willfulness or malice. Oregon law provides for trebling of the damages associated with timber, shrubs and produce in the event the defendant is determined to have willfully and intentionally trespassed. Based on available information to date, PacifiCorp believes it is probable that losses will be incurred associated with the 2020 Wildfires. Final determinations of liability will only be made following the completion of comprehensive investigations, litigation or similar processes, the outcome of which, if adverse, could, in the aggregate, have a material adverse effect on PacifiCorp's financial condition.

The James Case

On September 30, 2020, a class action complaint against PacifiCorp was filed, captioned *Jeanyne James et al. v. PacifiCorp et al.*, in Multnomah County Circuit Court, Oregon ("*James*"). The complaint was filed by Oregon residents and businesses who seek to represent a class of all Oregon citizens and entities whose real or personal property was harmed beginning on September 7, 2020, by wildfires in Oregon allegedly caused by PacifiCorp. In November 2021, the plaintiffs filed an amended complaint to limit the class to include Oregon citizens allegedly impacted by the Santiam Canyon, Echo Mountain Complex, South Obenchain and 242 wildfires. In May 2022, the Multnomah County Circuit Court granted issue class certification and consolidated the *James* case with several other cases. While PacifiCorp's pre-trial request for immediate appeal of the class certification was denied, it subsequently filed to appeal the class issues as described below.

In April 2023, the jury trial for *James* with respect to 17 named plaintiffs began in Multnomah County Circuit Court. In June 2023, the jury issued its verdict finding PacifiCorp liable to the 17 named plaintiffs and to the class with respect to the four wildfires. The jury found PacifiCorp's conduct grossly negligent, reckless and willful as to each plaintiff and the entire class. The jury awarded the 17 named plaintiffs \$90 million of damages, including \$4 million of economic damages, \$68 million of noneconomic damages and \$18 million of punitive damages based on a 0.25 multiplier of the economic and noneconomic damages.

In September 2023, the Multnomah County Circuit Court ordered trial dates for two consolidated jury trials including approximately 10 class members each and a third trial for certain commercial timber plaintiffs wherein plaintiffs in each of the three damages phase trials will present evidence regarding their damages. The first of these trials addressing nine individual plaintiffs was held in January 2024 while the remaining trials are scheduled at various dates through April 2024.

In January 2024, the Multnomah County Circuit Court entered a limited judgment and money award for the June 2023 *James* verdict. The limited judgment awards the aforementioned damages, as well as doubling of the economic damages and offsetting of any insurance proceeds received by plaintiffs. The limited judgment created a lien against PacifiCorp, attaching a debt for the money awards. PacifiCorp posted a supersedeas bond, which stays any effort to seek payment of the judgment pending final resolution of any appeals. Under ORS 82.010, interest at a rate of 9% per annum will accrue on the judgment commencing at the date the judgment was entered until the entire money award is paid, amended or reversed by an appellate court. In January 2024, PacifiCorp filed a notice of appeal associated with the June 2023 verdict in *James*, including whether the case can proceed as a class action and filed a motion to stay further damages phase trials. On February 14, 2024, the Oregon Court of Appeals denied PacifiCorp's request to stay the damages phase trials. On February 13, 2024, the 17 named plaintiffs filed a notice of cross-appeal as to the January 2024 limited judgment and money award. The appeals process and further actions could take several years.

In January 2024, the jury for the first *James* damages phase trial awarded nine plaintiffs \$62 million of damages, including \$6 million of economic damages and \$56 million of noneconomic damages. After the jury verdict, the Multnomah County Circuit Court doubled the economic damages to \$12 million and added \$16 million of punitive damages using the 0.25 multiplier determined by the jury for the June 2023 *James* verdict. PacifiCorp will request that the Multnomah County Circuit Court judge offset the damage awards by deducting insurance proceeds received by any of the nine plaintiffs. PacifiCorp intends to appeal the jury's damage awards associated with the January 2024 jury verdict once judgement is entered.

2022 McKinney Fire

According to the California Department of Forestry and Fire Protection, on July 29, 2022, the 2022 McKinney Fire began in the Oak Knoll Ranger District of the Klamath National Forest in Siskiyou County, California located in PacifiCorp's service territory, burning over 60,000 acres. Third-party reports indicate that the 2022 McKinney Fire resulted in 11 structures damaged; 185 structures destroyed, including residences; 12 injuries; and four fatalities. The cause of the 2022 McKinney Fire is undetermined and remains under investigation by the U.S. Forest Service, the California Public Utilities Commission, PacifiCorp and various experts engaged by PacifiCorp.

As of the date of this filing, multiple complaints have been filed in California on behalf of plaintiffs related to the 2022 McKinney Fire. The plaintiffs seek damages for economic losses, noneconomic losses, including mental suffering, emotional distress, personal injury and loss of life, punitive damages, other damages and attorneys' fees, but the amount of damages sought is not specified.

Based on available information to date, PacifiCorp believes it is probable a loss will be incurred associated with the 2022 McKinney Fire. Final determinations of liability will only be made following the completion of comprehensive investigations, litigation or similar processes.

Estimated Losses for and Settlements Associated with the Wildfires

Based on the facts and circumstances available to PacifiCorp as of the date of this filing, including (i) ongoing cause and origin investigations; (ii) ongoing settlement and mediation discussions; (iii) other litigation matters and upcoming legal proceedings; and (iv) the status of the James case, PacifiCorp increased its accrual by \$1,930 million during the year ended December 31, 2023, bringing its cumulative estimated probable losses associated with the Wildfires to \$2,407 million through December 31, 2023. PacifiCorp's cumulative accrual includes estimates of probable losses for fire suppression costs, real and personal property damages, natural resource damages and noneconomic damages such as personal injury damages and loss of life damages that it is reasonably able to estimate at this time and which is subject to change as additional relevant information becomes available.

Through December 31, 2023, PacifiCorp paid \$684 million in settlements associated with the 2020 Wildfires, including \$299 million to 463 claimants and \$250 million to 10 companies with commercial timber interests associated with the Archie Creek, French Creek, Susan Creek and Smith Springs Road fires (collectively, the "Archie Creek Complex Fire") in Douglas County, Oregon. The Archie Creek Complex Fire settlements resolve substantially all claims filed by individual plaintiffs and all claims filed by commercial timber plaintiffs associated with the Archie Creek Complex Fire, but do not address related damages claimed by the U.S. or Oregon Departments of Justice. In January 2024 through February 23, 2024, PacifiCorp entered into additional settlements associated with the 2020 Wildfires totaling \$51 million with 167 plaintiffs.

The following table presents changes in PacifiCorp's liability for estimated losses associated with the Wildfires for the years ended December 31 (in millions):

	2023	2022	2021
Beginning balance	\$ 424	\$ 252	\$ 252
Accrued losses	1,930	225	—
Payments ⁽¹⁾	(631)	(53)	—
Ending balance	\$ 1,723	\$ 424	\$ 252

(1) Amounts represent payments made to settle certain claims associated with the 2020 Wildfires, including \$549 million in December 2023 resulting from the above-described settlement agreements reached in December 2023 associated with the Archie Creek Complex Fire.

As of December 31, 2023 and 2022, \$4 million and \$24 million of PacifiCorp's liability for estimated losses associated with the Wildfires was included in Other current liabilities on the Consolidated Balance Sheets.

Until such time that settlement terms or other conclusions are reached to indicate that payments are expected to occur in the short-term, PacifiCorp's liability for estimated losses associated with the Wildfires is classified as a noncurrent liability captioned Wildfires liabilities on the Consolidated Balance Sheets.

The following table presents changes in PacifiCorp's receivable for expected insurance recoveries associated with the Wildfires for the years ended December 31 (in millions):

	2023	2022	2021
Beginning balance	\$ 246	\$ 116	\$ 116
Accruals	253	161	—
Payments received	—	(31)	—
Ending balance	<u>\$ 499</u>	<u>\$ 246</u>	<u>\$ 116</u>

As of December 31, 2023, \$350 million of PacifiCorp's receivable for expected insurance recoveries was included in Other receivables, net while the remaining \$149 million was included in Other assets on the Consolidated Balance Sheets. As of December 31, 2022, the \$246 million was included in Other assets on the Consolidated Balance Sheets. In January and February 2024, PacifiCorp received \$338 million of insurance proceeds related to the 2020 Wildfires.

During the years ended December 31, 2023, 2022 and 2021, PacifiCorp recognized probable losses net of expected insurance recoveries associated with the Wildfires of \$1,677 million, \$64 million and \$— million, respectively. No additional insurance recoveries beyond those accrued to date are expected to be available.

It is reasonably possible PacifiCorp will incur material additional losses beyond the amounts accrued for the Wildfires that could have a material adverse effect on PacifiCorp's financial condition. PacifiCorp is currently unable to reasonably estimate a specific range of possible additional losses that could be incurred due to the number of properties and parties involved, including claimants in the class to the *James* case, the variation in the types of properties and damages and the ultimate outcome of legal actions.

Guarantees

PacifiCorp has entered into guarantees as part of the normal course of business and the sale or transfer of certain assets. These guarantees are not expected to have a material impact on PacifiCorp's consolidated financial results.

EXHIBIT G

Name of Respondent PacifiCorp	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) //	Period of Report Twelve-Month Period Ended December 31, 2023
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STATEMENT OF INCOME FOR THE YEAR

Quarterly

1. Report in column (c) the current year to date balance. Column (c) equals the total of adding the data in column (g) plus the data in column (i) plus the data in column (k). Report in column (d) similar data for the previous year. This information is reported in the annual filing only.
2. Enter in column (e) the balance for the reporting quarter and in column (f) the balance for the same three month period for the prior year.
3. Report in column (g) the quarter to date amounts for electric utility function; in column (i) the quarter to date amounts for gas utility, and in column (k) the quarter to date amounts for other utility function for the current year quarter.
4. Report in column (h) the quarter to date amounts for electric utility function; in column (j) the quarter to date amounts for gas utility, and in column (l) the quarter to date amounts for other utility function for the prior year quarter.
5. If additional columns are needed, place them in a footnote.

Annual or Quarterly if applicable

5. Do not report fourth quarter data in columns (e) and (f)
6. Report amounts for accounts 412 and 413, Revenues and Expenses from Utility Plant Leased to Others, in another utility column in a similar manner to a utility department. Spread the amount(s) over lines 2 thru 26 as appropriate. Include these amounts in columns (c) and (d) totals.
7. Report amounts in account 414, Other Utility Operating Income, in the same manner as accounts 412 and 413 above.

Line No.	Title of Account (a)	Total Twleve-Month Period Ended December 31, 2023 (b)	Total Pro Forma Adjustments December 31, 2023	Total Pro Forma December 31, 2023 (d)
1	UTILITY OPERATING INCOME			
2	Operating Revenues (400)	5,930,844,038		5,930,844,038
3	Operating Expenses			
4	Operation Expenses (401)	4,860,680,613		4,860,680,613
5	Maintenance Expenses (402)	577,845,897		577,845,897
6	Depreciation Expense (403)	1,023,482,570		1,023,482,570
7	Depreciation Expense for Asset Retirement Costs (403.1)	-		-
8	Amort. & Depl. of Utility Plant (404-405)	62,649,787		62,649,787
9	Amort. of Utility Plant Acq. Adj. (406)	376,987		376,987
10	Amort. Property Losses, Unrecov Plant and Regulatory Study Costs (407)	-		-
11	Amort. of Conversion Expenses (407)	-		-
12	Regulatory Debits (407.3)	13,251,404		13,251,404
13	(Less) Regulatory Credits (407.4)	9,547,753		9,547,753
14	Taxes Other Than Income Taxes (408.1)	215,228,266		215,228,266
15	Income Taxes - Federal (409.1)	(351,752,881)	(43,962,194)	(395,715,075)
16	- Other (409.1)	(10,753,641)	(9,956,220)	(20,709,861)
17	Provision for Deferred Income Taxes (410.1)	1,291,887,433		1,291,887,433
18	(Less) Provision for Deferred Income Taxes-Cr. (411.1)	1,509,907,511		1,509,907,511
19	Investment Tax Credit Adj. - Net (411.4)	(764,880)		(764,880)
20	(Less) Gains from Disp. of Utility Plant (411.6)	-		-
21	Losses from Disp. of Utility Plant (411.7)	-		-
22	(Less) Gains from Disposition of Allowances (411.8)	91		91
23	Losses from Disposition of Allowances (411.9)	-		-
24	Accretion Expense (411.10)	-		-
25	TOTAL Utility Operating Expenses (Enter Total of lines 4 thru 24)	6,162,676,200	(53,918,414)	6,108,757,786
26	Net Util Oper Inc (Enter Tot line 2 less 25) Carry to Page 117, line 27	(231,832,162)	53,918,414	(177,913,748)

Name of Respondent PacifiCorp	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) //	Period of Report Twelve-Month Period Ended December 31, 2023
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STATEMENT OF INCOME FOR THE YEAR (Continued)

9. Use page 122 for important notes regarding the statement of income for any account thereof.
10. Give concise explanations concerning unsettled rate proceedings where a contingency exists such that refunds of a material amount may need to be made to the utility's customers or which may result in material refund to the utility with respect to power or gas purchases. State for each year effected the gross revenues or costs to which the contingency relates and the tax effects together with an explanation of the major factors which affect the rights of the utility to retain such revenues or recover amounts paid with respect to power or gas purchases.
11. Give concise explanations concerning significant amounts of any refunds made or received during the year resulting from settlement of any rate proceeding affecting revenues received or costs incurred for power or gas purchases, and a summary of the adjustments made to balance sheet, income, and expense accounts.
12. If any notes appearing in the report to stockholders are applicable to the Statement of Income, such notes may be included at page 122.
13. Enter on page 122 a concise explanation of only those changes in accounting methods made during the year which had an effect on net income, including the basis of allocations and apportionments from those used in the proceeding year. Also, give the appropriate dollar effect of such changes.
14. Explain in a footnote if the previous year's/quarter's figures are different from that reported in prior reports.
15. If the columns are insufficient for reporting additional utility departments, supply the appropriate account titles report the information in a footnote to this schedule.

ELECTRIC UTILITY			GAS UTILITY			OTHER UTILITY			Line No.
Twelve-Month Period Ended December 31, 2023 (f)	Pro Forma Adjustments December 31, 2023 (g)	Pro Forma December 31, 2023 (h)	Twelve-Month Period Ended December 31, 2023 (i)	Pro Forma Adjustments December 31, 2023 (j)	Pro Forma December 31, 2023 (k)	Twelve-Month Period Ended December 31, 2023 (l)	Pro Forma Adjustments December 31, 2023 (m)	Pro Forma December 31, 2023 (n)	
5,930,844,038	-	5,930,844,038							1
									2
									3
4,860,680,613	-	4,860,680,613							4
577,845,897	-	577,845,897							5
1,023,482,570	-	1,023,482,570							6
-	-	-							7
62,649,787	-	62,649,787							8
376,987	-	376,987							9
-	-	-							10
-	-	-							11
13,251,404	-	13,251,404							12
9,547,753	-	9,547,753							13
215,228,266	-	215,228,266							14
(351,752,881)	(43,962,194)	(b) (395,715,075)							15
(10,753,641)	(9,956,220)	(b) (20,709,861)							16
1,291,887,433	-	1,291,887,433							17
1,509,907,511	-	1,509,907,511							18
(764,880)	-	(764,880)							19
-	-	-							20
-	-	-							21
91	-	91							22
-	-	-							23
-	-	-							24
6,162,676,200	(53,918,414)	6,108,757,786							25
(231,832,162)	53,918,414	(177,913,748)							26

Name of Respondent PacifiCorp		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) //	Period of Report Twelve-Month Period Ended December 31, 2023
STATEMENT OF INCOME				
Line No.	Title of Account (a)	Total Twelve-Month Period Ended June 30, 2021 (b)	Total Pro Forma Adjustments June 30, 2021 (c)	Total Pro Forma June 30, 2021 (d)
27	Net Utility Operating Income (Carried forward from page 114)	(231,832,162)	53,918,414	(177,913,748)
28	Other Income and Deductions			
29	Other Income			
30	Nonutility Operating Income			
31	Revenues From Merchandising, Jobbing and Contract Work (415)	3,279,490		3,279,490
32	(Less) Costs and Exp. of Merchandising, Job. & Contract Work (416)	3,729,320		3,729,320
33	Revenues From Nonutility Operations (417)			-
34	(Less) Expenses of Nonutility Operations (417.1)	24,609		24,609
35	Nonoperating Rental Income (418)	41,584		41,584
36	Equity in Earnings of Subsidiary Companies (418.1)	20,109,095		20,109,095
37	Interest and Dividend Income (419)	97,133,812		97,133,812
38	Allowance for Other Funds Used During Construction (419.1)	144,059,425		144,059,425
39	Miscellaneous Nonoperating Income (421)	2,467,241		2,467,241
40	Gain on Disposition of Property (421.1)	1,727,324		1,727,324
41	TOTAL Other Income (Enter Total of lines 31 thru 40)	265,064,043		265,064,043
42	Other Income Deductions			
43	Loss on Disposition of Property (421.2)			-
44	Miscellaneous Amortization (425)	1,413,722		1,413,722
45	Donations (426.1)	2,578,350		2,578,350
46	Life Insurance (426.2)	(9,212,248)		(9,212,248)
47	Penalties (426.3)	24,951		24,951
48	Exp. for Certain Civic, Political & Related Activities (426.4)	2,655,807		2,655,807
49	Other Deductions (426.5)	4,995,430		4,995,430
50	TOTAL Other Income Deductions (Total of lines 43 thru 49)	2,456,013		2,456,013
51	Taxes Applic. to Other Income and Deductions			
52	Taxes Other Than Income Taxes (408.2)	317,207		317,207
53	Income Taxes-Federal (409.2)	17,772,582		17,772,582
54	Income Taxes-Other (409.2)	4,025,002		4,025,002
55	Provision for Deferred Inc. Taxes (410.2)	277,266,968		277,266,968
56	(Less) Provision for Deferred Income Taxes-Cr. (411.2)	276,592,758		276,592,758
57	Investment Tax Credit Adj. - Net (411.5)			-
58	(Less) Investment Tax Credits (420)	(75,321)		(75,321)
59	TOTAL Taxes on Other Income and Deductions (Total of 52-58)	22,864,322		22,864,322
60	Net Other Income and Deductions (Enter Total lines 41, 50, 59)	239,743,708		239,743,708
61	Interest Charges			
62	Interest on Long-Term Debt (427)	486,803,423		486,803,423
63	Amort. of Debt Disc. and Expense (428)	4,869,407		4,869,407
64	Amortization of Loss on Reacquired Debt (428.1)	394,621		394,621
65	(Less) Amort. of Premium on Debt-Credit (429)	227		227
66	(Less) Amortization of Gain on Reacquired Debt - Credit (429.1)			-
67	Interest on Debt to Assoc. Companies (430)	1,146,989		1,146,989
68	Other Interest Expense (431)	52,519,654	219,300,000 (a)	271,819,654
69	(Less) Allowance for Borrowed Funds Used During Construction-Cr. (432)	70,233,788		70,233,788
70	Net Interest Charges (Enter Total of lines 62 thru 69)	475,500,079	219,300,000	694,800,079
71	Income Before Extraordinary Items (Total of lines 27, 60 and 70)	(467,588,533)	(165,381,586)	(632,970,119)
72	Extraordinary Items			
73	Extraordinary Income (434)	-		-
74	(Less) Extraordinary Deductions (435)	-		-
75	Net Extraordinary Items (Enter Total of line 73 less line 74)	-		-
76	Income Taxes-Federal and Other (409.3)	-		-
77	Extraordinary Items After Taxes (line 75 less line 76)	-		-
78	Net Income (Total of line 71 and 77)	(467,588,533)	(165,381,586)	(632,970,119)

FERC FORM NO. 1/3-Q (REV. 02-04)		Page 117	
Name of Respondent PacifiCorp	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) //	Period of Report Twelve-Month Period Ended December 31, 2023

FOOTNOTE DATA

Schedule Page: 114 Line No.: 6 Column: b

Depreciation expense associated with transportation equipment is generally charged to operations and maintenance expense and construction work in progress. During the year ended December 31, 2023, depreciation expense associated with transportation equipment was \$24,646,729.

Schedule Page: 114 Line No.: 7 Column: b

Generally, PacifiCorp records the depreciation expense of asset retirement obligations as a regulatory asset.

Schedule Page: 114 Line No.: 14 Column: b

Payroll taxes are generally charged to operations and maintenance expense and construction work in progress. During the year ended December 31, 2023, payroll taxes was \$47,008,878.

Schedule Page: 114 Line No.: 24 Column: b

Generally, PacifiCorp records the accretion expense of asset retirement obligations as a regulatory asset.

EXHIBIT H

EXHIBIT H
PACIFICORP
PRO FORMA UNCONSOLIDATED STATEMENT OF RETAINED EARNINGS 12 MONTHS ENDED DECEMBER 31, 2023

	TOTAL CORPORATION	PROPOSED FINANCING	TOTAL PROFORMA
RETAINED EARNINGS (215, 215.1, 216, 216.1)			
BALANCE AT BEGINNING OF PERIOD	6,188,985,268		6,188,985,268
NET INCOME	(467,588,533)	(165,381,586)	(632,970,119)
EXCLUDE EQUITY IN EARNINGS OF SUBSIDIARIES	(20,109,095)		(20,109,095)
ADJUSTMENT TO RETAINED EARNINGS - TRANSFERS FROM 216.1			-
SUBTOTAL	5,701,287,640	(165,381,586)	5,535,906,054
DIVIDENDS DECLARED			
PREFERRED STOCK	161,902		161,902
COMMON STOCK	300,000,000		300,000,000
BALANCE AT END OF PERIOD	5,401,125,738	(165,381,586)	5,235,744,152

PacifiCorp
Federal Energy Regulatory Commission
Worksheet for Computation of Interest Coverage

	(A)		(B)
	Actuals for the Twelve-Month Period Ended <u>December 31, 2023</u>	Pro Forma Adjustments <u>December 31, 2023</u>	OMB Control No. 1902-0043 Pro Forma for the Twelve-Month Period Ended <u>December 31, 2023</u>
Net Income	\$ (467,588,533)	\$ 1,099,635,933	\$ 632,047,400
Add: Interest on Long-Term Debt	486,803,423	-	486,803,423 (1)
Other Interest Expense	<u>58,930,444</u>	<u>219,300,000</u>	<u>278,230,444</u>
Total Interest Expense	545,733,867	219,300,000	765,033,867
Federal and State Income Taxes	<u>(558,744,365)</u>	358,508,021	<u>(200,236,344)</u>
Income Before Interest and Income Taxes	<u>\$ (480,599,031)</u>	<u>\$ 1,677,443,954</u>	<u>\$ 1,196,844,923</u>
<u>Computation of Interest Coverage:</u>			
Income Before Interest and Income Taxes			
Divided by Total Interest Expense =			<u>1.6</u>

(1) Pro forma adjustments do not include any future period interest expense from PacifiCorp's post balance sheet Long-term debt issuances in January 2024 (\$500m of its 5.10% FMBs due 2029, \$700m of its 5.30% FMBs due 2031, \$1.1 billion of its 5.45% FMBs due 2034 and \$1.5 billion of its 5.80% FMBs due 2055).

EXHIBIT M

