

Appendix D

BIDDER'S CREDIT INFORMATION AND CREDIT MATRIX

Please provide the following information to enable PacifiCorp to evaluate the financial viability of the Bidder and any entity providing credit assurances on behalf of the Bidder, if applicable.

Bidder's Credit Information

1. Credit information for Bidder

A. Exact legal name and address of Bidder:

B. Debt Ratings from S&P and/or Moody's (please provide senior unsecured long term debt rating (or corporate rating if a debt rating is unavailable). Please indicate type of rating, rating, and source:

C. Please attach copies of audited financial statements (including balance sheet, income statement, and cash flow statement) for the three most recent fiscal years.

Fiscal Year End:

D. Identify pending legal disputes (describe):

E. Please state whether Bidder is or has within the past five (5) years been the debtor in any bankruptcy proceeding.

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F. If Bidder is unable to provide audited financial statements or is relying upon another entity to provide credit assurances on its behalf, Bidder must indicate so here and complete the following section.

Is Bidder unable to provide audited financial statements?

Is Bidder relying upon another entity to provide credit assurances on Bidder's behalf?

G. Bidder should demonstrate its ability (and/or the ability of its credit support provider) to provide the required security, including its plan for doing so (including type of security, sources of security, and a description of its credit support provider).

H. Bidder should provide a reasonable demonstration of its ability to finance the proposed project based on past experience and a sound financial plan identifying the proposed sources for debt and equity and evidence that the project is financeable.

2. Credit information for entity providing credit assurances on behalf of Bidder (if applicable)

A. Exact legal name and address of entity providing credit assurances on behalf of Bidder:

B. Describe relationship to Bidder and describe type of credit assurances to be provided (e.g. parental guaranty, letter of credit, etc.). Bidder must provide to Company a letter of commitment acceptable to Company from the entity providing the credit assurances on behalf of the Bidder executed by an authorized signatory and indicating the amount and form of credit assurances it will provide.

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C. Debt Ratings from S&P and/or Moody's (please provide senior unsecured long term debt rating (or corporate rating if a debt rating is unavailable). Please indicate type of rating, rating, and source:

D. Please attach copies of audited financial statements (including balance sheet, income statement, and cash flow statement) for the three most recent fiscal years.

Fiscal Year End:

E. Pending legal disputes (describe):

F. Please state whether entity providing credit assurances on behalf of the Bidder is or has within the past five (5) years been the debtor in any bankruptcy proceeding.

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Power Purchase Agreement Bid

For a Power Purchase Agreement (PPA) bid, the Bidder is to refer to Appendix E, the PPA, for the types and amounts of credit assurances required – these are outlined in sections 8 and 11 of the PPA.

If applicable, the Bidder will be required to demonstrate the ability to post any required credit assurances in the form of a commitment letter from a proposed guarantor or from a financial institution that would be issuing a Letter of Credit. Forms of commitment letters are a part of this Appendix D.

Build Own Transfer Bid -- Credit Matrix

The Bidder should utilize the Credit Matrix to determine the amount of credit assurances required for the Build Own Transfer bid. If applicable, the Bidder will be required to demonstrate the ability to post any required credit assurances in the form of a commitment letter from a proposed guarantor or from a financial institution that would be issuing a Letter of Credit. Forms of commitment letters are a part of this Appendix D.

The amount of any credit assurances to be provided will be determined based upon:

a) the Credit Rating of the Bidder and the entity providing credit assurances on behalf of the Bidder, if applicable and b) the size of the project. The Credit Rating will be the lower of: x) the most recently published senior, unsecured long term debt rating (or corporate rating if a debt rating is unavailable) from Standard & Poor's (S&P) or y) the most recently published senior, unsecured debt rating (or corporate rating if a debt rating is unavailable) from Moody's Investor Services.

If option x) or y) is not available, the Credit Rating will be determined by the Company through an internal process review utilizing a proprietary credit scoring model developed in conjunction with a third party. All Bidders will receive a Credit Rating which will be used in determining the value of any credit assurances to be posted. Please note that should a Bidder be an existing counterparty with PacifiCorp, PacifiCorp reserves the right to protect itself from counterparty credit concentration risk and require credit assurance in addition to those outlined in the Credit Matrix.

Credit Matrix Notes

- Columns contain maximum value of credit assurances to be posted for each range of MW for the Build Own Transfer bid option.
- The amount of credit assurances required is based upon the number of MW to be delivered (size of the project in nameplate MW multiplied by the capacity factor).

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RFP 2008R										
Appendix D -- Credit Matrix										
Maximum Value of Credit Assurances to be Posted for each range of MW										
For a Build Own Transfer Bid with an online date of on or before 12-31-2009										
Number of MW to be delivered (size of project in nameplate MW multiplied by the capacity factor) ==>	Up to 10	11 to 20	21 to 30	31 to 40	41 to 50	51 to 60	61 to 70	71 to 80	81 to 90	91 to 99
Credit Rating										
AAA/Aaa and above	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
AA+/Aa1	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
AA/Aa2	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
AA-/Aa3	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
A+/A1	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
A/A2	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
A-/A3	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
BBB+/Baa1	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
BBB/Baa2	\$0	\$0	\$0	\$0	\$0	\$0	\$466,980	\$4,105,120	\$7,743,260	\$11,017,586
BBB-/Baa3	\$3,638,140	\$7,276,280	\$10,914,420	\$14,552,560	\$18,190,700	\$21,828,840	\$25,466,980	\$29,105,120	\$32,743,260	\$36,017,586
Below BBB-/Baa3	\$3,638,140	\$7,276,280	\$10,914,420	\$14,552,560	\$18,190,700	\$21,828,840	\$25,466,980	\$29,105,120	\$32,743,260	\$36,017,586

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GUARANTY COMMITMENT LETTER

(Bidder guarantor letterhead)

PacifiCorp
825 NE Multnomah Street
Portland, OR 97232

Dear Sirs:

The undersigned bears the following relationship to the bidder _____ (NOTE: Please insert bidder name) ("Counterparty") in our RFP process: (NOTE: insert nature of relationship, e.g., parent company, tax investor, etc.).

This will indicate our promise to you that, should you enter into a transaction with Counterparty arising out of any bid submitted by Counterparty in the RFP, that we will at that time issue an unconditional guaranty in form and substance reasonably satisfactory to you, and that we will guarantee all obligations of payment and performance of Counterparty to you as our independent obligation, (up to a maximum amount of \$_____, plus enforcement expenses).

We understand that you will not enter into a transaction with Counterparty without said guaranty. We understand that you are under no obligation to enter into any transaction with Counterparty, under the RFP or otherwise.

Yours truly,

(name of committing guarantor)

(name of authorized officer)

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LETTER OF CREDIT COMMITMENT LETTER

(Letterhead of entity providing the letter of credit)

PacifiCorp
825 NE Multnomah Street
Portland, OR 97232

Dear Sirs:

The undersigned bears the following relationship to the bidder _____ (NOTE: Please insert bidder name) ("Counterparty") in your RFP process: (NOTE: insert nature of relationship, e.g., banking relationship, tax investor, etc.).

This will indicate our promise to you that, should you enter into a transaction with Counterparty arising out of any bid submitted by Counterparty in the RFP, that we will at that time issue a letter of credit in form and substance reasonably satisfactory to you, and that such letter of credit may be drawn in accordance with its terms, (up to a maximum amount of \$_____, plus enforcement expenses).

We understand that you will not enter into a transaction with Counterparty without said letter of credit. We understand that you are under no obligation to enter into any transaction with Counterparty, under the RFP or otherwise.

Yours truly,

(name of entity providing the letter of credit)
(name of authorized officer)