

**ORIGINAL**

Decision No. 74455

BEFORE THE PUBLIC UTILITIES COMMISSION OF THE STATE OF CALIFORNIA

In the Matter of the Application )  
of )  
) )  
THE PACIFIC TELEPHONE AND TELEGRAPH )  
COMPANY, a corporation, )  
) )  
for an order authorizing it (a) to )  
issue and sell \$165,000,000 )  
principal amount of Thirty-Five )  
Year % Debentures due )  
July 1, 2003, (b) to execute and )  
deliver an Indenture to be dated )  
July 1, 1968, and (c) to do )  
equity financing in the amount of )  
approximately \$165,000,000 by the )  
offering of common shares for )  
subscription and sale for cash to )  
the holders of its common and )  
preferred shares. )  
\_\_\_\_\_ )

Application No. 50105  
Petition for Modification  
Filed July 18, 1968

FIRST SUPPLEMENTAL OPINION

By Ordering Paragraph No. 10 of Decision No. 74389,  
dated July 9, 1968, in the above-entitled matter, the Commission  
set a public hearing for July 31, 1968, on a proposed supplemental  
application. The Pacific Telephone and Telegraph Company had  
contemplated filing the supplemental application on July 26, 1968,  
in connection with a proposed offering of common stock to the  
holders of its common and preferred shares in order to realize

approximately \$165,000,000 in proceeds. Said supplemental application will set forth the precise number of shares of stock to be offered, the price at which the shares are to be offered, and other terms and conditions of the offer.

At the present time the company believes that it is untimely and inappropriate for its Board of Directors to follow the time schedule of record in this proceeding by fixing on July 26, 1968, the offering price of the additional shares to be offered and the other terms and conditions of the offer. The utility requests that the hearing date of July 31, 1968, be continued and reset at an early date following the filing of said supplemental application.

After consideration the Commission finds that the change in said hearing date will not be adverse to the public interest. On the basis of this finding we conclude that the petition should be granted. A public hearing on the petition is not necessary.

FIRST SUPPLEMENTAL ORDER

IT IS ORDERED that:

1. Ordering Paragraphs Nos. 10 and 11 of Decision No. 74389, dated July 9, 1968, in the above-entitled matter, are hereby deleted.

2. A new Ordering Paragraph No. 10 is hereby added to said Decision No. 74389, to read as follows:

10. A public hearing will be set for said supplemental application following the filing thereof.

3. A new Ordering Paragraph No. 11 is hereby added to said Decision No. 74389, to read as follows:

11. In addition to transmitting a copy of said Decision No. 74389 and of this decision to all appearances of record in this proceeding, the Commission's Secretary shall notify said appearances of the time and place of the public hearing to be set following the filing of said supplemental application, whereupon the official notification requirement pertaining thereto will be fulfilled.

4. The effective date of this order is the date hereof.

Dated at San Francisco, California,  
this 23rd day of JULY 1, 1968.

*William J. ...*  
President

*Paul E. ...*  
*Fred P. ...*  
Commissioners

Commissioner A. W. Gatov, being necessarily absent, did not participate in the disposition of this proceeding.

Commissioner William M. Bennett

Present but not participating.