

From: Lichtblau, Erich (Law  
Sent: 9/20/2010 6:06:39 PM  
To: 'fulcher@cpuc.ca.gov' (fulcher@cpuc.ca.gov)  
Cc: Jacobson, Erik B (RegRel) (/O=PG&E/OU=Corporate/cn=Recipients/cn=EBJ1)  
Bcc:  
Subject: Pacific Gas and Electric Company Affiliate Advice Letter Filings - Responses to Energy Division's Questions

Jack,

In response to Energy Division's questions regarding Pacific Gas and Electric Company's new solar energy affiliates, I am attaching two letters, one from me on behalf of Pacific Gas and Electric Company and one from Brian Steel on behalf of PG&E Corporation (responding only to Question 4). Please note that the letter from Pacific Gas and Electric Company contains information that is subject to confidentiality agreements between PG&E Corporation and SolarCity Corporation and between PG&E Corporation and SunRun, Inc., and that we are therefore providing this information to you pursuant to Public Utilities Code Section 583.

I also wanted to let you know that Pacific Energy Capital III, LLC (PEC III) will be closing a transaction with SolarCity tomorrow. This transaction is confidential and will not likely be publicly announced until October. It is structured in a similar manner to the SunRun transaction described in the attached letter. As with the prior transactions, neither PG&E Corporation nor PEC III made any investment in SolarCity itself, nor acquired[ACQUIRED] any control over SolarCity nor any financial interest in SolarCity. PG&E will provide Energy Division with a brief notice of the formation of a new affiliate in connection with this transaction tomorrow and will file an advice letter regarding this transaction within 60 days as required by the Affiliate Transaction Rules.

Yours truly,

Erich Lichtblau  
Law Department  
Pacific Gas and Electric Company  
(415) 973-1122

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