



Rob McKenna

ATTORNEY GENERAL OF WASHINGTON

Utilities and Transportation Division

1400 S Evergreen Park Drive SW • PO Box 40128 • Olympia WA 98504-0128 • (360) 664-1183

February 1, 2008

Carole J. Washburn, Secretary
Washington Utilities and Transportation Commission
1300 S. Evergreen Park Dr. SW
P. O. Box 47250
Olympia, Washington 98504-7250

Re: *In the Matter of the Joint Application of Puget Holdings LLC and
Puget Sound Energy Inc. for an Order Authorizing Proposed Transaction*
Docket U-072375

Dear Ms. Washburn:

Enclosed for filing in the above-referenced docket are the original confidentiality agreements signed by Roger Kouchi, Donald T. Trotter, Robert D. Cedarbaum, Roland Martin, Kenneth Elgin, Danny Kermode and Chris Rose.

Sincerely,

DONALD T. TROTTER
Senior Counsel

DTT:klg
Enclosures
cc: Parties



EXHIBIT B (EXPERT AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET U-072375
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Roger Kouchi, as expert witness in this proceeding for Washington Utilities and Transportation Commission (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket U-072375, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.



Signature

January 24, 2008

Date

Employer

Washington Utilities and Transportation Commission
1300 South Evergreen Park Drive SW

Olympia, WA 98504

Address

UTC Regulatory Analyst

Position and Responsibilities

* * *

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt; failure to do so will constitute a waiver and the above-named person will be deemed an expert having access to Confidential Information under the terms and conditions of the Protective Order.

_____ No objection.

_____ Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

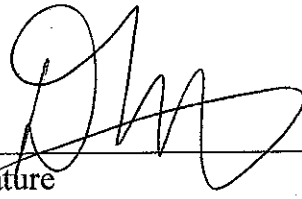
Signature

Date

EXHIBIT A (ATTORNEY AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET U-072375
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Donald P. Trotter, as attorney in
this proceeding for WUTC Staff (party to this
proceeding) agree to comply with and be bound by the Protective Order entered by
the Washington Utilities and Transportation Commission in Docket U-072375, and
acknowledge that I have reviewed the Protective Order and fully understand its terms
and conditions.



Signature

1/18/08

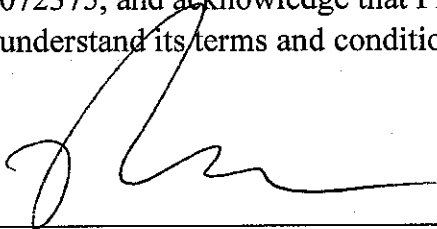
Date

Address

EXHIBIT A (ATTORNEY AGREEMENT)

**AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET U-072375
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION**

I, Robert D. Cedarbaum, as attorney in Dockets UE-072300 and UG-072301 for Commission Staff agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket U-072375, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.



Signature

January 18, 2008

Date

1400 S. Evergreen Park Dr. SW, Olympia, WA 98504
Address

EXHIBIT B (EXPERT AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET U-072375
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Roland Martin, as expert witness in this proceeding for Commission Staff (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket U-072375, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.


Signature

1/18/08
Date

WA Utilities & Transportation Commission

Employer

1300 S Evergreen Pl Dr SW
Olympia, WA 98504

Address

Regulatory Analyst - Res. Reg.
Position and Responsibilities

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt; failure to do so will constitute a waiver and the above-named person will be deemed an expert having access to Confidential Information under the terms and conditions of the Protective Order.

 No objection.

 Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

Signature

Date

EXHIBIT B (EXPERT AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET U-072375
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Kenneth Elyin, as expert witness in this proceeding for Commission Staff (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket U-072375, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

Ken Elyin
Signature

22 Jan 08
Date

WUTC
PO BOX 47250
Employer

Olympia, WA 98502
Address

Commission Staff
Position and Responsibilities

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt; failure to do so will constitute a waiver and the above-named person will be deemed an expert having access to Confidential Information under the terms and conditions of the Protective Order.

 No objection.

 Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

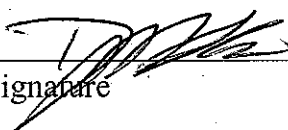
Signature

Date

EXHIBIT B (EXPERT AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET U-072375
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Danny Kermode, as expert witness in this proceeding for Commission staff in Dockets UE-072300 and UG-072301 (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket U-072375, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.



Signature

4/22/08

Date

Washington Utilities and Transportation Commission
Employer

1300 S. Evergreen Park Dr. SW
Olympia, WA 98504-7250
Address

Regulatory Analyst
Position and Responsibilities

* * *

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt; failure to do so will constitute a waiver and the above-named person will be deemed an expert having access to Confidential Information under the terms and conditions of the Protective Order.

_____ No objection.

_____ Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

EXHIBIT B (EXPERT AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET U-072375
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, CHRIS ROSE, as expert witness in this proceeding for UTC (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket U-072375, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

Chris Rose
Signature

January 23, 2008
Date

UTC
Employer
1300 S EVERGREEN PK DR SW
OLYMPIA WA 98504-7250
Address

DIRECTOR
REGULATORY SERVICES
Position and Responsibilities

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt; failure to do so will constitute a waiver and the above-named person will be deemed an expert having access to Confidential Information under the terms and conditions of the Protective Order.

 No objection.

 Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

Signature

Date

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET U-072375
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, CHRIS ROSE, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert

in this proceeding for UTC (a party to this proceeding) hereby declare under penalty of perjury under the laws of the State of Washington that the following are true and correct:

- a. I am not now involved, and will not for a period of two years involve myself in, competitive decision making with respect to which the documents or information may be relevant, by or on behalf of any company or business organization that competes, or potentially competes, with the company or business organization from whom they seek disclosure of highly confidential information with respect to the development or purchase of energy resources; and
- b. I am not now involved, and will not for a period of two years involve myself in, the ownership or development of electric energy projects or resources:
(i) that have been or could potentially be offered to PSE for its electric portfolio; or (ii) that are competing or could potentially compete with other projects that are or could be offered to PSE for its electric portfolio; and
- c. I am not now involved, and will not for a period of two years involve myself in, providing consulting services or advice to owners or developers of electric energy projects or resources: (i) that have been or could potentially be offered to PSE for its electric portfolio; or (ii) that are competing or could potentially compete with other projects that are or could be offered to PSE for its electric