

BEFORE THE WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

**Docket No. U-072375
Puget Holdings LLC and Puget Sound Energy, Inc.
Joint Application for an Order Authorizing Proposed Transaction**

BENCH REQUEST NO. 013

“CONFIDENTIAL” Table of Contents

DR NO.	“CONFIDENTIAL” Material
013	Each of Attachment A to Joint Applicants’ Response to Bench Request No. 013 and Attachment B to Joint Applicants’ Response to Bench Request No. 013 is HIGHLY CONFIDENTIAL per Protective Order in WUTC Docket Nos. U-072375 and per WAC 480-07-160

BEFORE THE WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

Docket No. U-072375

**Puget Holdings LLC and Puget Sound Energy, Inc.
Joint Application for an Order Authorizing Proposed Transaction**

BENCH REQUEST NO. 013

BENCH REQUEST NO. 013:

The Puget Energy, Inc. Proxy Statement provided in response to Bench Request No. 1 states at page 25 that “the majority of MIP investors are U.S. and Canadian institutions such as public pension funds, corporate pension funds, endowments and foundations, and Taft-Hartley (Union) funds.”

- a) Please identify the ten largest investors in each of the underlying limited partnerships that make up the Macquarie Infrastructure Partners. Your response should include the name of the investor, a brief description of its purpose, and its location.
- b) Please identify the ten largest MIP investors in each of the limited partnerships that make up the Macquarie Infrastructure Partners that are not “U.S. and Canadian institutions such as public pension funds, corporate pension funds, endowments and foundations, and Taft-Hartley (Union) funds,” and state their proportionate interest relative to “the majority of MIP investors” in each underlying limited partnership. Your response should include the name of the investor, a brief description of its purpose, and its location.

Response:

- (a) Attached as Attachment A to Joint Applicants’ Response to Bench Request No. 013 are lists of the ten largest investors in each of three limited partnerships that comprise Macquarie Infrastructure Partners that will indirectly invest in Puget Holdings: (i) Macquarie Infrastructure Partners A, L.P.; (ii) Macquarie Infrastructure Partners International, L.P.; and (iii) Macquarie Infrastructure Partners Canada, L.P.
- (b) Attached as Attachment B to Joint Applicants’ Response to Bench Request No. 013 are lists of the ten largest Macquarie Infrastructure Partners investors in each of the limited partnerships that make up the Macquarie Infrastructure Partners that are not “U.S. and Canadian institutions such as public pension

funds, corporate pension funds, endowments and foundations, and Taft-Hartley (Union) funds.”

Each of Attachment A to Joint Applicants’ Response to Bench Request No. 013 and Attachment B to Joint Applicants’ Response to Bench Request No. 013 is HIGHLY CONFIDENTIAL per Protective Order in WUTC Docket Nos. U-072375 and per WAC 480-07-160.