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2. I have personal knowledge of the facts stated herein, and am competent to testify to those facts.

3. On July 25, 2008, the Commission received a request for public records from Dianne Woody. Ms. Woody requested "Highly Confidential Testimony of Stephen G. Hill on behalf of Public Counsel from Simon J. ffitich" in regards to Docket No. U-072375. Attached as Exhibit A is a true and complete copy of the public record request dated July 25, 2008.

4. On July 29, 2008, the Commission sent a letter to PSE and Simon ffitich advising that the Commission had received a public records request under Chapter 42.56 RCW from Dianne Woody requesting various confidential documents related to the proposed sale of Puget Sound Energy to Puget Holdings LLC (the "Transaction"). The Commission stated that it intended to disclose documents marked confidential in Docket U-072375 after 10 days, absent a court order. Attached as Exhibit B is a true and complete copy of the letter dated July 29, 2008.

5. The documents marked confidential in the merger proceeding contain commercially sensitive information ("Confidential Information") and were filed with the Commission in compliance with and pursuant to the protections of RCW 80.04.095 and WAC 480-07-160.

6. PSE is a public utility that serves approximately one million retail electric customers and 650,000 retail natural gas customers located primarily in Western

1 Washington. PSE also makes sales of electricity at wholesale to customers in Washington  
2 and other states throughout the West.  
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5 7. On or about December 17, 2007, Puget Holdings and PSE filed with the  
6 Commission a joint application for an order authorizing the proposed transfer of ownership  
7 and control of Puget Energy and its wholly owned subsidiary, PSE, to Puget Holdings. This  
8 is an active adverse matter before the Commission in which multiple parties have filed  
9 testimony, some of which has been confidential.  
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16 8. On January 18, 2008, the Commission issued a Protective Order to govern  
17 "disclosure of proprietary and confidential information" in the merger proceeding. Attached  
18 as Exhibit C is a true and correct copy of the Protective Order in Docket U-072375.  
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23 9. The Protective Order specifically provides that "No Confidential Information  
24 distributed or obtained pursuant to this Protective Order may be requested, reviewed, used or  
25 disclosed, directly or indirectly, by any party, expert or counsel or any other person having  
26 access pursuant to this Order, except for purposes of this proceeding . . . ." See Exhibit C, ¶  
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34 10. Furthermore, the parties in the proceeding entered into Agreements  
35 Concerning Confidential Information and Highly Confidential Information in order to  
36 review the confidential documents. See exhibit C at page 14-16.  
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40 11. The documents requested by Ms. Woody are part of the current and contested  
41 proceeding before the Commission in Docket No. U-072375, and are protected from  
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AFFIDAVIT OF TOM DEBOER – 3

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disclosure pursuant to the Protective Order entered by Administrative Law Judge, Dennis J. Moss on January 18, 2008.

12. It is my understanding that the release of the Confidential Information to just one person not bound by Commission protective order could remove all protection from the Confidential Information, which would then become available to anyone who requested them. PSE and Puget Holdings have significant commercial interests in maintaining the confidentiality of information contained in the Confidential Information.

13. In addition, PSE is a subsidiary of Puget Energy, Inc., a publicly-traded company. As a publicly-traded company, Puget Energy is subject to U.S. Securities and Exchange Commission ("SEC") regulations including "Regulation Fair Disclosure" ("Reg FD"). Reg FD is the SEC regulation adopted in 2000 that eliminated the practice of "selective disclosure." Selective disclosure occurs when a public company discloses material non-public (privileged) information to a selected group of people, usually analysts and institutional investors, before making the information known to the public. This practice creates the opportunity for a form of insider and also creates conflicts of interest for securities analysts. In 2000, the SEC adopted Reg FD to end the practice of selective disclosure.

14. Regulation Fair Disclosure requires that when any non-public, material information is released, it must be done in such a way that the general public has access to it at the same time as institutional investors and analysts. Even if information is released

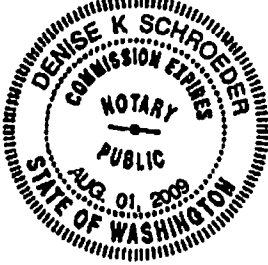
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through no fault of the company to specific parties, the company must disseminate that information widely within 24 hours.

15. No Confidential Information in the merger proceeding should be released because it would result in private loss to PSE and Puget Holdings and cause an unfair competitive disadvantage. Release of the Confidential Information would require this information be widely disseminated and could negatively affect the market price of Puget Energy's publicly traded common stock. Furthermore, release of the Confidential Information would be in violation of the Protective Order entered in the merger proceeding.

Tom DeBoer  
Tom DeBoer

SUBSCRIBED and SWORN to before me this 30 day of July, 2008.



Denise K Schroeder  
Print Name: DEANISE K SCHROEDER  
Notary Public in and for the Province of KING COUNTY  
residing at SNOQUALMIE WA  
My commission expires: 8-1-09

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