

BRUCE N. WILLIAMS
Treasurer

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October 12, 2005

VIA OVERNIGHT MAIL
Idaho Public Utility Commission
472 West Washington Street
Boise, Idaho 83702-5983
Attn: Ms. Jean D. Jewell
Commission Secretary

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2005 OCT 13 AM 9:13
IDAHO PUBLIC
UTILITIES COMMISSION

**Re: Case No. PAC-E-05-4
Order No. 29786
Report of Sale and Issuance of Common Stock by PacifiCorp (the "Company") to the
Company's Immediate Corporate Parent, PacifiCorp Holdings, Inc. ("PacifiCorp
Holdings")**

Dear Commissioners:

Pursuant to the referenced Order, PacifiCorp (the "Company") submits to the Commission one verified copy of each of the following documents relating to the September 30, 2005 sale and issuance of shares of the Company's Common Stock to PacifiCorp Holdings:

1. Subscription Agreement dated September 30, 2005
2. Report of Securities Issued

With Regard to the disposition of the proceeds from the issuance of the Common Stock, the Company intends to use these proceeds to retire short-term debt obligations of the Company.

Under penalty of perjury, I declare that I know the contents of the enclosed documents, and they are true, correct, and complete.

Please contact me if you have any questions about this letter or the enclosed documents.

Sincerely,

A handwritten signature in cursive script that reads "Bruce N. Williams".

Bruce N. Williams
Treasurer

Enclosures

cc: Andrew MacRitchie
Doug Larson
Doug Kusyk
Jeff Larsen
Bob Lively
Ron Lowder
Christy Omohundro

REPORT OF SECURITIES ISSUED
September 30, 2005

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PACIFICORP
(the "Company")

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UTILITIES COMMISSION

Description of securities: 11,617,101 Shares of the Company's Common Stock at a price of \$125,000,000 (\$10.76 per share).

<u>Description</u>		<u>Amount</u>
1.	Gross proceeds	\$125,000,000
2.	Underwriter's spread or commission	
3.	Securities and Exchange Commission registration fee	
4.	State commission fee	
5.	Fee for recording indenture	
6.	United States document tax	
7.	Printing and engraving expenses	
8.	Trustee's charges	
9.	Counsel fees	
10.	Accountant's fees	
11.	Cost of listing	
12.	Miscellaneous expenses of issue (Describe large items)	
13.	Total deductions	
14.	Net amount realized	\$125,000,000.00

All amounts rounded to nearest 1,000.

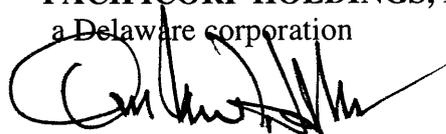
SUBSCRIPTION AGREEMENT

The undersigned, PacifiCorp Holdings, Inc., a Delaware corporation, subscribes for and agrees to purchase 11,617,101 shares (the "Shares") of Common Stock of PacifiCorp, an Oregon corporation (the "Company"), effective immediately. In consideration for the Shares and upon acceptance of this subscription by the Board of Directors of the Company or by its duly authorized officer, the undersigned agrees to pay the Company \$125,000,000 in cash (equal to \$10.76 per share), which is the per share book value of the Common Stock of the Company.

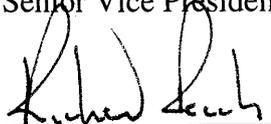
The Shares are being purchased for investment and not with a view to distribution. The undersigned acknowledges that the Shares have not been registered under any state or federal securities laws in reliance upon exemptions from the registration requirements and that a legend referring to compliance with federal and state securities laws shall be placed on the certificate representing the Shares.

Dated: September 30, 2005

PACIFICORP HOLDINGS, INC.,
a Delaware corporation



By: Andrew P. Haller
Its: Senior Vice President



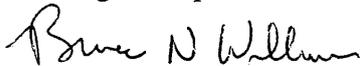
By: Richard D. Peach
Its: Senior Vice President - Finance



By: Bruce N. Williams
Its: Treasurer

Accepted and called for payment
upon the terms set forth above:

PACIFICORP,
an Oregon corporation



By: Bruce N. Williams
Its: Treasurer