

**STATE OF NORTH CAROLINA
UTILITIES COMMISSION
RALEIGH**

DOCKET NO. E-2, SUB 1262
DOCKET NO. E-7, SUB 1243

BEFORE THE NORTH CAROLINA UTILITIES COMMISSION

In the Matter of Petition of Duke Energy Carolinas, LLC, and Duke Energy Progress, LLC, for Issuance of a Storm Cost Recovery Docket Financing Order)))))	ORDER NOT OBJECTING TO PROPOSED AMENDMENT TO INTERCREDITOR AGREEMENT
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BY THE CHAIR: On July 14, 2023, Duke Energy Carolinas, LLC (DEC) and Duke Energy Progress, LLC (DEP, and together with DEC, the Companies) provided notification to the North Carolina Utilities Commission (Commission) of proposed Amendment No. 1 to the Companies' Amended and Restated Intercreditor Agreement pursuant to Sections 3.23 and 9.03 of the Indentures associated with the two series of Storm Recovery Bonds¹ (Notification).

Section 3.23(c) of each Indenture states that “the Intercreditor Agreement may be amended...with the acknowledgement of the Indenture Trustee; provided, that the Indenture Trustee shall provide such consent upon receipt of an Officer’s Certificate of the Issuer evidencing satisfaction of such Rating Agency Condition, an Opinion of Counsel of external counsel of the Issuer evidencing that such amendment is in accordance with the provisions of such Basic Document and satisfaction of the Commission Condition...”

Section 9.03 of each Indentures articulates the Commission Condition, referenced in Section 3.23(c) above, which requires the Companies, as servicers, to “file[]” with the Commission “written notification of any proposed amendment, with a copy delivered to the Director of the Commission...”

The Commission has reviewed the copy of the proposed Amendment No. 1 previously delivered by the Companies, as well as the Notification. To the extent required, the Commission hereby issues this order stating it has no objection to the proposed Amendment No. 1 to the Amended and Restated Intercreditor Agreement.

¹ The Storm Recovery Bonds were issued pursuant to the May 10, 2021 Financing Orders, as clarified by the July 13, 2021 Orders Clarifying and Correcting Financing Order issued in Docket Nos. E-2, Sub 1262 and E-7, Sub 1243 for DEC and DEP.

In the Notification, the Companies requested that the Commission issue an order not objecting to the proposed Amendment No. 1 on or before July 31, 2023. No party has objected to the Commission issuing such an order.

IT IS, THEREFORE, ORDERED that the Commission hereby states that it has no objection to the proposed Amendment No. 1 to the Intercreditor Agreement.

ISSUED BY ORDER OF THE COMMISSION.

This the 31st day of July, 2023.

NORTH CAROLINA UTILITIES COMMISSION

A handwritten signature in black ink that reads "Tamika D. Conyers". The signature is written in a cursive, flowing style.

Tamika D. Conyers, Deputy Clerk