

UNS Energy Corp
Form 8-K
April 22, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K
CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): April 18, 2014

| Commission File Number | Registrant; State of Incorporation; Address; and Telephone Number | IRS Employer Identification Number |
|---------------------------|---|--|
| 1-13739 | UNS ENERGY CORPORATION (An Arizona Corporation) 88 E. Broadway Boulevard Tucson, AZ 85701 (520) 571-4000 | 86-0786732 |
| 1-5924 | TUCSON ELECTRIC POWER COMPANY (An Arizona Corporation) 88 E. Broadway Boulevard Tucson, AZ 85701 (520) 571-4000 | 86-0062700 |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 8.01. Other Events.

As previously reported, on January 10, 2014, UNS Energy Corporation (UNS Energy) filed an application with the Arizona Corporation Commission (ACC) requesting that the ACC approve a proposed merger (Merger) in which UNS Energy would become an indirect wholly-owned subsidiary of Fortis, Inc. (Fortis), a corporation existing under the Corporations Act of Newfoundland and Labrador.

The Merger is subject to: the approval of the ACC; the expiration or termination of the applicable waiting period under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended; review of the Merger by the Committee on Foreign Investment in the United States; and the satisfaction of other customary closing conditions.

On April 18, 2014, the ACC administrative law judge (ALJ) assigned to this matter issued a procedural order adopting the following revised procedural schedule:

| | Prior Schedule | Revised Schedule |
|---|----------------|-----------------------------|
| ACC Staff / Intervenor testimony | April 22, 2014 | April 30, 2014 (revised) |
| Settlement discussions begin | April 28, 2014 | May 5, 2014 (revised) |
| Settlement agreement filed | May 12, 2014 | May 16, 2014 (revised) |
| Testimony in support/opposition to settlement agreement | May 30, 2014 | June 2, 2014 (revised) |
| Settlement agreement responsive testimony | June 13, 2014 | June 13, 2014 |
| UNS Energy and Fortis rebuttal testimony (if no settlement) | May 7, 2014 | May 16, 2014 (revised) |
| ACC Staff / Intervenor surrebuttal testimony (if no settlement) | May 30, 2014 | June 2, 2014 (revised) |
| UNS Energy and Fortis rejoinder testimony (if no settlement) | June 13, 2014 | June 13, 2014 |
| ALJ hearing commences | June 16, 2014 | June 16, 2014 |

UNS Energy expects the Merger to close by the end of 2014.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, each registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: April 22, 2014

UNS ENERGY CORPORATION

(Registrant)

/s/ Kevin P. Larson
Kevin P. Larson
Senior Vice President and Chief Financial Officer
TUCSON ELECTRIC POWER COMPANY

Date: April 22, 2014

(Registrant)

/s/ Kevin P. Larson
Kevin P. Larson
Senior Vice President and Chief Financial Officer