

TUCSON ELECTRIC POWER CO  
Form 8-K  
March 14, 2013

**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): March 14, 2013**

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

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Tucson, AZ 85701

(520) 571-4000

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:

- 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 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

On March 14, 2013, The Industrial Development Authority of the County of Pima (Authority) issued and sold in a public offering for the benefit of Tucson Electric Power Company (TEP) \$90,745,000 aggregate principal amount of tax-exempt industrial development revenue bonds (Bonds). The Bonds bear interest at a fixed rate of 4.00%, payable semi-annually on March 1 and September 1 of each year, commencing September 1, 2013, and mature on September 1, 2029.

The Bonds were issued under an Indenture of Trust, dated as of March 1, 2013 (Indenture), between the Authority and U.S. Bank Trust National Association, as Trustee (Trustee). The Bonds are payable solely from payments to be made by TEP pursuant to a Loan Agreement, dated as of March 1, 2013, between TEP and the Authority (Loan Agreement), pursuant to which the Authority has loaned the proceeds of the Bonds to TEP. Pursuant to the Loan Agreement, TEP is obligated to make payments in such amounts and at such times as will be sufficient to pay, when due, the principal of, and premium, if any, and interest on the Bonds. TEP's obligations under the Loan Agreement are unsecured.

The proceeds of the sale of the Bonds, together with funds provided by TEP, will be applied to redeem on April 5, 2013 an outstanding series of tax-exempt bonds in an aggregate principal amount of \$90,745,000. The bonds to be redeemed bear interest at the rate of 6.375% per annum and have a maturity date of September 1, 2029.

The foregoing summary does not purport to be complete and is qualified in its entirety by reference to the complete text of the Indenture and Loan Agreement.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

- 4(a) Indenture of Trust, dated as of March 1, 2013, between The Industrial Development Authority of the County of Pima and U.S. Bank Trust National Association, authorizing Industrial Development Revenue Bonds, 2013 Series A (Tucson Electric Power Company Project).
- 4(b) Loan Agreement, dated as of March 1, 2013, between The Industrial Development Authority of the County of Pima and TEP, relating to Industrial Development Revenue Bonds, 2013 Series A (Tucson Electric Power Company Project).

Date: March 14, 2013

**UNS ENERGY CORPORATION**  
(Registrant)

/s/ Kevin P. Larson  
Senior Vice President

and Chief Financial Officer

Date: March 14, 2013

**TUCSON ELECTRIC POWER COMPANY**

(Registrant)

/s/ Kevin P. Larson  
Senior Vice President

and Chief Financial Officer