

Duke Energy Carolinas, LLC  
Form 8-K  
November 14, 2017

**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): **November 9, 2017**

**DUKE ENERGY CAROLINAS, LLC**

(Exact Name of Registrant as Specified in its Charter)

**North Carolina**  
(State or Other Jurisdiction  
of Incorporation or  
Organization)

**1-04928**  
(Commission File Number)

**56-0205520**  
(IRS Employer  
Identification No.)

**526 South Church Street**  
**Charlotte, North Carolina 28202-1803**

(Address of Principal Executive Offices, including Zip Code)

Edgar Filing: Duke Energy Carolinas, LLC - Form 8-K

(704) 382-3853

(Registrant's telephone number, including area code)

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

- Emerging growth company
  - If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.
-

**Item 8.01. Other Events.**

On November 14, 2017, Duke Energy Carolinas, LLC (the Company) consummated the issuance and sale of the securities described below pursuant to an underwriting agreement, dated November 9, 2017 (the Underwriting Agreement), with BNP Paribas Securities Corp., Citigroup Global Markets Inc., Scotia Capital (USA) Inc., TD Securities (USA) LLC, and Wells Fargo Securities, LLC, as representatives of the several underwriters named therein (the Underwriters), pursuant to which the Company agreed to issue and sell to the Underwriters \$550,000,000 aggregate principal amount of the Company's First and Refunding Mortgage Bonds, 3.70% Series due 2047 (the Mortgage Bonds). The Mortgage Bonds were sold to the Underwriters at a discount to their principal amount. The Mortgage Bonds were issued under the First and Refunding Mortgage, dated as of December 1, 1927, as amended and supplemented from time to time, including by the Ninety-Ninth Supplemental Indenture (the Supplemental Indenture), dated as of November 14, 2017, between the Company and The Bank of New York Mellon Trust Company, N.A., as Trustee, relating to the Mortgage Bonds (collectively, the Mortgage). The disclosure in this Item 8.01 is qualified in its entirety by the provisions of the Mortgage, the Supplemental Indenture, which together with the form of global notes evidencing the Mortgage Bonds, is filed as Exhibit 4.1 hereto, and the Underwriting Agreement, which is filed as Exhibit 99.1 hereto. Such exhibits are incorporated herein by reference. Also, in connection with the issuance and sale of the Mortgage Bonds, the Company is filing a legal opinion regarding the validity of the Mortgage Bonds as Exhibit 5.1 to this Form 8-K for the purpose of incorporating the opinion into the Company's Registration Statement, as amended No. 333-213765-05.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

| Exhibit      | Description  |
|--------------|--|
| Exhibit 4.1  | Ninety-ninth Supplemental Indenture, dated as of November 14, 2017, between the Company and The Bank of New York Mellon Trust Company, N.A., as Trustee, and form of global notes  |
| Exhibit 5.1  | Opinion regarding validity of the Mortgage Bonds   |
| Exhibit 23.1 | Consent (included as part of Exhibit 5.1)  |
| Exhibit 99.1 | Underwriting Agreement, dated November 9, 2017, among the Company and BNP Paribas Securities Corp., Citigroup Global Markets Inc., Scotia Capital (USA) Inc., TD Securities (USA) LLC, and Wells Fargo Securities, LLC, as representatives of the several underwriters named therein |

**EXHIBIT INDEX**

| <b>Exhibit</b> | <b>Description</b>  |
|----------------|---|
| Exhibit 4.1    | <u>Ninety-ninth Supplemental Indenture, dated as of November 14, 2017, between the Company and The Bank of New York Mellon Trust Company, N.A., as Trustee, and form of global notes</u>  |
| Exhibit 5.1    | <u>Opinion regarding validity of the Mortgage Bonds</u>   |
| Exhibit 23.1   | <u>Consent (included as part of Exhibit 5.1)</u>  |
| Exhibit 99.1   | <u>Underwriting Agreement, dated November 9, 2017, among the Company and BNP Paribas Securities Corp., Citigroup Global Markets Inc., Scotia Capital (USA) Inc., TD Securities (USA) LLC, and Wells Fargo Securities, LLC, as representatives of the several underwriters named therein</u> |

**SIGNATURE**

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

**DUKE ENERGY CAROLINAS, LLC**

Date: November 14, 2017

|        |                         |                     |
|--------|-------------------------|---------------------|
| By:    | /s/ Robert T. Lucas III |                     |
| Name:  |                         | Robert T. Lucas III |
| Title: |                         | Assistant Secretary |