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**BEFORE THE ARIZONA CORPORATION COMMISSION**

**COMMISSIONERS**  
**BOB STUMP, CHAIRMAN**  
**GARY PIERCE**  
**BRENDA BURNS**  
**BOB BURNS**  
**SUSAN BITTER SMITH**

Arizona Corporation Commission

**DOCKETED**

JUN 13 2014

DOCKETED BY 

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2014 JUN 13 P 3  
ARIZONA CORPORATION COMMISSION  
DOCKET CONTROL

IN THE MATTER OF THE REORGANIZATION )  
OF UNS ENERGY CORPORATION )

DOCKET NO. E-04230A-14-0011 )  
DOCKET NO. E-01933A-14-0011 )

**ORIGINAL**

) NOTICE OF FILING  
) SUPPLMENTAL INFORMATION  
) IN SUPPORT OF APPLICATION -  
) HART-SCOTT-RODINO ACT  
)

UNS Energy Corporation<sup>1</sup> and Fortis Inc.<sup>2</sup> hereby submit notice that the United States Federal Trade Commission ("FTC") granted UNS Energy's request for early termination of the waiting period with respect to the proposed acquisition by Fortis under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended. A copy of the UNS Energy 8-K filing regarding the FTC's action is attached.

RESPECTFULLY SUBMITTED this 13th day of June, 2014

UNS ENERGY CORPORATION

By   
Bradley S. Carroll  
UNS Energy Corporation  
88 East Broadway Blvd., MS HQE910  
P. O. Box 711  
Tucson, Arizona 85702

and

<sup>1</sup> On behalf of itself and its affiliates UniSource Energy Services, Inc., Tucson Electric Power Company, UNS Electric, Inc. and UNS Gas, Inc.  
<sup>2</sup> On behalf of itself and its affiliates FortisUS Holdings Nova Scotia Limited, FortisUS Inc. and Color Acquisition Sub Inc.

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Attorneys for UNS Energy Corporation

and

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Attorneys for Fortis Inc.

Original and 13 copies of the foregoing  
filed this 13th day of June, 2014 with:

Docket Control  
Arizona Corporation Commission  
1200 West Washington Street  
Phoenix, Arizona 85007

Copy of the foregoing hand-delivered/emailed  
this 13th day of June, 2014 to:

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**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): June 13, 2014

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

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 December 11, 2013, UNS Energy Corporation (UNS Energy) entered into an Agreement and Plan of Merger pursuant to which a subsidiary of Fortis Inc. (Fortis) would merge into UNS Energy (Merger) and UNS Energy would become an indirect wholly-owned subsidiary of Fortis.

On June 13, 2014, the United States Federal Trade Commission granted UNS Energy's request for early termination of the waiting period with respect to the proposed acquisition by Fortis under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended.

The Merger was approved by UNS Energy shareholders on March 26, 2014 and by the Federal Energy Regulatory Commission on April 2, 2014. On May 20, 2014, the United States Department of the Treasury informed UNS Energy that the Committee on Foreign Investment in the United States completed its review of the Merger.

Completion of the Merger remains subject to the approval of the Arizona Corporation Commission and the satisfaction of other customary closing conditions.

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: June 13, 2014

**UNS ENERGY CORPORATION**

\_\_\_\_\_  
(Registrant)

/s/ Kevin P. Larson

Kevin P. Larson  
Senior Vice President and Chief Financial Officer

Date: June 13, 2014

**TUCSON ELECTRIC POWER COMPANY**

\_\_\_\_\_  
(Registrant)

/s/ Kevin P. Larson

Kevin P. Larson  
Senior Vice President and Chief Financial Officer