

Duke Energy Carolinas, LLC
Form 8-K
November 17, 2016

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 14, 2016**

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))
-

Item 8.01. Other Events.

On November 17, 2016, Duke Energy Carolinas, LLC (the "Company") consummated the issuance and sale of the securities described below pursuant to an underwriting agreement, dated November 14, 2016 (the "Underwriting Agreement"), with BNP Paribas Securities Corp., Goldman, Sachs & Co., Mizuho Securities USA Inc., and RBC Capital Markets, LLC, as representatives of the several underwriters named therein (the "Underwriters"), pursuant to which the Company agreed to issue and sell to the Underwriters \$600,000,000 aggregate principal amount of the Company's First and Refunding Mortgage Bonds, 2.95% Series due 2026 (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-eighth Supplemental Indenture (the "Supplemental Indenture"), dated as of November 17, 2016, 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 No. 333-213765-05.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit	Description
Exhibit 4.1	Ninety-eighth Supplemental Indenture, dated as of November 17, 2016, 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 14, 2016, among the Company and BNP Paribas Securities Corp., Goldman, Sachs & Co., Mizuho Securities USA Inc., and RBC Capital Markets, LLC, as representatives of the several underwriters named therein

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 17, 2016

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

EXHIBIT INDEX

Exhibit	Description
Exhibit 4.1	Ninety-eighth Supplemental Indenture, dated as of November 17, 2016, 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 14, 2016, among the Company and BNP Paribas Securities Corp., Goldman, Sachs & Co., Mizuho Securities USA Inc., and RBC Capital Markets, LLC, as representatives of the several underwriters named therein