



# GOVERNMENT OF PUERTO RICO

Puerto Rico Fiscal Agency and Financial  
Advisory Authority

## Municipal Secondary Market Disclosure Information Cover Sheet Municipal Securities Rulemaking Board (MSRB) Electronic Municipal Market Access System (EMMA)

### Additional / Voluntary Event-Based Disclosure

---

THIS FILING RELATES TO ALL OR SEVERAL SECURITIES ISSUED BY THE ISSUER, OR ALL OR SEVERAL SECURITIES OF A SPECIFIC CREDITOR:

Issuer's Name: Puerto Rico Electric Power Authority (PREPA); Commonwealth of Puerto Rico

Other Obligated Person's Name (if any): \_\_\_\_\_

Six-digit CUSIP number(s): PREPA: 745268 and 74526Q; Commonwealth of Puerto Rico: 745145 and 74514L

---

**TYPE OF INFORMATION PROVIDED:**

- A.  Amendment to Continuing Disclosure Undertaking
  - B.  Change in Obligated Person
  - C.  Notice to Investor Pursuant to Bond Documents
  - D.  Communication from the Internal Revenue Service
  - E.  Bid for Auction Rate and Other Securities
  - F.  Capital or Other Financing Plan
  - G.  Litigation / Enforcement Action
  - H.  Change of Tender Agent. Remarketing Agent or Other On-going Party
  - I.  Derivative or Other Similar Transaction
  - J.  Other Event-Based Disclosures: PREPA Superpriority Post-Petition Revolving Credit Loan Agreement report provided to the Commonwealth of Puerto Rico on March 21, 2018
- 

I represent that I am authorized by the issuer, obligor or its agent to distribute this information publicly.

/s/ Sebastián M. Torres Rodríguez

Sebastián M. Torres Rodríguez

Puerto Rico Fiscal Agency and Financial Advisory Authority,  
as Fiscal Agent for the Commonwealth

Dated: March 26, 2018

## PUERTO RICO ELECTRIC POWER AUTHORITY

### NOTICE OF VOLUNTARY FILING

On February 22, 2018, the Puerto Rico Electric Power Authority (the “Borrower”) and the Commonwealth of Puerto Rico (the “Lender”) entered into that certain Superpriority Post-Petition Revolving Credit Loan Agreement (the “Loan Agreement”), whereby the Commonwealth agreed to provide the Borrower with revolving loans in an aggregate principal amount not to exceed \$300 million.

Pursuant to section 5-6 of the Loan Agreement, the following reporting materials provided by the Borrower to the Lender on March 21, 2018, are attached to this Notice:

- (i) 13-week Cash Flow Update;
- (ii) Cash Balances;
- (iii) Grid Status Update;
- (iv) Generation Status Report;
- (v) Emergency Spend and Reimbursement Flash Report; and
- (vi) Pursuant to sections 5-5(b) and 5-6 of the Loan Agreement, the Budget, updated March 9, 2018, is also attached to this Notice.

PUERTO RICO ELECTRIC POWER AUTHORITY

Dated: March 26, 2018



Puerto Rico  
Electric Power  
Authority

# Puerto Rico Electric Power Authority

## 13-Week Cash Flow Update

March 21, 2018

## Disclaimer

---

The information contained herein (the "**Information**") has been provided and prepared by the Puerto Rico Power Authority ("PREPA" or the "**Company**") and is in draft form subject to further discussions and revisions. No representation or warranty, express or implied, is made by the Company or its advisors as to the accuracy or completeness of the Information, that has not been independently verified. The Company and its advisors shall have no responsibility or liability for the accuracy or completeness of the Information, any errors, inaccuracies or omissions in the Information or the consequences of any reliance upon the Information. Without limitation of the foregoing, no representation or warranty, express or implied, is made by the Company or its advisors as to the accuracy or completeness of any forecasts or projections contained in the Information. Nothing contained in the Information may be relied upon as a promise or representation as to the future. The Information does not constitute an offer or solicitation to sell or purchase securities. Neither the Company or its advisors shall have any liability, whether direct or indirect, in contract or tort or otherwise, to any person in connection with the Information.

Projections are included in the Information. Such projections have not been examined by auditors. The projections and other material set forth herein contain certain statements that are "forward-looking statements". These statements are subject to a number of assumptions, risks, and uncertainties, many of which are and will be beyond the control of the Company including, among others, availability and timing of liquidity sources, availability of supplies and supplier financing, changes in general economic, political, governmental and business conditions globally and in Puerto Rico, the Company's ability to achieve cost savings, changes in interest rates, changes in inflation rates, changes in exchange rates, changes in fuel prices, changes in business strategy and various other factors. These statements speak as of the date indicated and are not guarantees of future performance. Actual results or developments may differ materially from the expectations expressed or implied in the forward-looking statements, and the Company undertakes no obligation to update any such statements whether as a result of new information, future events or otherwise.

Recipients of the Information agree to keep the Information strictly confidential. The Information is highly confidential and contains proprietary and confidential information about the Company, its subsidiaries and its operations. This document material is being presented solely for your information and may not be copied, reproduced or redistributed to any other person in any manner. At the request of the Company, the recipient will promptly return all non-public material received from the Company (including this document) without retaining any copies thereof. For the avoidance of doubt, Information includes the nature, substance, status, and terms of any discussions related to the Information discussed herein.

The Information does not constitute an offer or invitation to purchase or subscribe for any shares or other securities of the Company and neither any part of this document nor any information or statement contained therein shall form the basis of or be relied upon in connection with any contract or commitment whatsoever. By receiving the Information, you agree to be bound by the foregoing limitations.



Puerto Rico  
Electric Power  
Authority

## Table of Contents

---

- General Overview
- February 2<sup>nd</sup> Budget Forecast updated for actuals through 3/16/18 “Current Forecast”
- February 2<sup>nd</sup> Budget Forecast
- Current Forecast vs February 2<sup>nd</sup> Budget Forecast Ending Cash Bridge

## General Overview

---

- The Current Forecast included in this report has been updated for actuals through 3/16/18; the forecast period is based on the February 2<sup>nd</sup> Budget Forecast
- The Current Forecast vs February 2<sup>nd</sup> Budget Forecast Ending Cash Bridge captures the cumulative variance from 2/2/18 through 3/16/18
- Any timing related variances from actual weeks have not been re-timed into future periods for purposes of this analysis (e.g., certain Fuel & Purchased Power variances)
- The transfer from the Segregated Account to the Operating Accounts during the week of 3/23 relates to Eligible Uses through 3/16 that have not yet been transferred

## Current Forecast



Puerto Rico  
Electric Power  
Authority

## February 2nd Budget Forecast



Puerto Rico  
Electric Power  
Authority

# Current Forecast vs February 2nd Budget Forecast

## Ending Cash Bridge as of March 16, 2018



- Ending cash balances includes Operating Accounts, Operating Reserve Fund and the Segregated Account
- “Customer collections” variance due to recent positive experiences in cash collections, which is partially due to successful collection activities by PREPA
- “Eligible Uses – Energy Purchases” variance primarily due to timing of AES, EcoElectrica and PUMA payments
- “Eligible Uses – Employee Disbursements” variance primarily due to timing of medical benefit cost payments
- “Eligible Uses – Other” variance primarily due to lower Maintenance, Other A/P and transfer of \$10M to Other Ineligible Uses

## PUERTO RICO ELECTRIC POWER AUTHORITY

## Cash in bank and time deposit accounts

Name	Account Number	Description	Notes	Date
Banco Popular	[REDACTED]	Revenue Deposit Account	ZBA to Popular [REDACTED]	-
Banco Popular	[REDACTED]	Revenue Deposit Account (Credit Cards)	ZBA to Popular [REDACTED]	-
Banco Popular	[REDACTED]	Concentration Account	Active Concentration Account	89,160,265.65
Banco Popular	[REDACTED]	Disbursement Account	Per Diem & Small Local Vendors	515,151.63
Banco Popular	[REDACTED]	Revenue Deposit Account (Corp. Clients)	ZBA to Popular [REDACTED]	-
Banco Popular	[REDACTED]	Revenue Deposit Account (Gov't Clients)	ZBA to Popular [REDACTED]	-
Banco Popular	[REDACTED]	Concentration Account	Old Concentration Account	162,119.41
Banco Popular	[REDACTED]	Revenue Deposit Account	ZBA to Popular [REDACTED]	-
Banco Popular	[REDACTED]	Project Guavate (related to mitigation work performed in Guavate; construction of underground lines)	Old FEMA Reimbursement Account	2,490,266.00
Oriental	[REDACTED]	Concentration Account	Active Concentration Account	5,301,632.02
Oriental	[REDACTED]	Deposit/Collateral Account	\$2M required by Oriental per bank agreement (Restricted)	2,000,000.00
Oriental	[REDACTED]	Revenue Deposit Account	ZBA to Oriental [REDACTED]	-
Oriental	[REDACTED]	Revenue Deposit Account - Lockbox	ZBA to Oriental [REDACTED]	-
Banco Santander	[REDACTED]	Revenue Deposit Account	Revenue Deposit Account and used for certain payments	6,630,992.59
Scotiabank	[REDACTED]	Revenue Deposit Account	Manual Transfer to Popular or Citi	8,953,335.80
Firstbank	[REDACTED]	Revenue Deposit Account	Manual Transfer to Popular or Citi	663,332.56
GDB	[REDACTED]	PREPA Deposit Account at GDB	No longer used	-
GDB	[REDACTED]	PREPA Deposit Account at GDB	No longer used	-
Citibank	[REDACTED]	Disbursement Fuel Oil & Power Purchase	No longer used	-
Citibank	[REDACTED]	Concentration Account	Active Concentration Account	189,590,247.67
Citibank	[REDACTED]	Revenue Deposit Account	ZBA to Citi! [REDACTED]	-
Citibank	[REDACTED]	CWL Segregated Account	CWL Segregated Account	159,488,930.86

## Total General Fund and CWL Segregated Accounts

\$ 464,956,274.19

Banco Popular	[REDACTED]	Payroll Account	Disbursement account to pay PREPA payroll	275,341.14
<b>Total Working Funds</b>				<b>\$ 275,341.14</b>

Citibank	[REDACTED]	Disbursement	Debt Service Related	13,114.62
<b>Total Revenue Fund Account</b>				<b>\$ 13,114.62</b>

Banco Popular	[REDACTED]	FEMA [REDACTED] EM PR Irma	FEMA Irma	2,024,827.91
Banco Popular	[REDACTED]	FEMA [REDACTED] DR PR Irma	FEMA Irma	-
Banco Popular	[REDACTED]	FEMA [REDACTED] DR PR Maria	FEMA Maria	51,710,806.45
<b>Total Emergency Fund Accounts</b>				<b>\$ 53,735,634.36</b>

**TOTAL CASH AND CASH EQUIVALENT****\$ 518,980,364.31**

## General Fund Accounts By Deposit Institution

Banco Popular de Puerto Rico				\$ 146,338,778.19
Citibank N.A.				349,092,293.15
Oriental Bank				7,301,632.02
First Bank				663,332.56
Banco Santander				6,630,992.59
Scotia Bank				8,953,335.80
Government Development Bank for Puerto Rico (GDB)				-
				<b>\$ 518,980,364.31</b>

Name	Account Number	Description	Notes	Date
Oriental	[REDACTED]	Related to Via-Verde Project (connection of gas pipe, which is no longer being worked on)	Construction Fund Accounts	895,945.46
Citibank	[REDACTED]	Remaining funds related 2013 Series Bond Issuance	Construction Fund Accounts	393,142.87
Banco Popular	[REDACTED]	Funds used for project to rehabilitate San Juan generating unit	Construction Fund Accounts	2,108,729.46
GDB	[REDACTED]	PREPA Deposit Account at GDB	Construction Fund Accounts	-
Citibank	[REDACTED]	Special federal assignments to fund sponsored projects by the Environmental Quality Board ("JCA" in Spanish)	Construction Fund Accounts	6,116,527.71
Banco Popular	[REDACTED]	Legacy accounts (consider for closure)	Construction Fund Accounts	0.01
Banco Popular	[REDACTED]	2016 A Bond - Used for specific projects identified at the time of bond issuance process	Construction Fund Accounts	253,190.41
Citibank	[REDACTED]	2016 D Bond - Used for specific projects identified at the time of bond issuance process	Construction Fund Accounts	215,779.41
Citibank	[REDACTED]	PREPA Insurance	Insurance proceeds account related specifically to Hurricane Maria substation repair	50,057,303.40
<b>Total Construction Fund Accounts</b>				<b>\$ 60,040,618.73</b>

Citibank	[REDACTED]	Funds received from federal contributions or bond issuances used to finance the construction of infrastructure to provide electricity to rural areas in Puerto Rico	Investment Held By REA	1,120,462.53
<b>Total Investment Held By REA</b>				<b>\$ 1,120,462.53</b>

Citibank	[REDACTED]	Funds used to cover the cost of unusual or extraordinary maintenance or repairs, including major items of equipment as stipulated in the Trust Agreement	Reserve Maintenance Fund	16,304,680.18
<b>Total Reserve Maintenance Fund</b>				<b>\$ 16,304,680.18</b>

Banco Popular	[REDACTED]	Land Acquisition Project	Other Restricted Fund	1,936,965.50
Citibank	[REDACTED]	PREPA Trust Investment Clearing	PREPA Trust Investment Clearing	754.46
<b>Total Other Restricted Fund</b>				<b>\$ 1,937,719.96</b>

Citibank	[REDACTED]	One-time transaction	Invested funds regarding EcoElectrica transaction	3,222,049.28
<b>Total PREPA Client Fund</b>				<b>\$ 3,222,049.28</b>

**TOTAL CONSTRUCTION FUND AND OTHER****\$ 82,625,530.68**



Puerto Rico  
Electric Power  
Authority

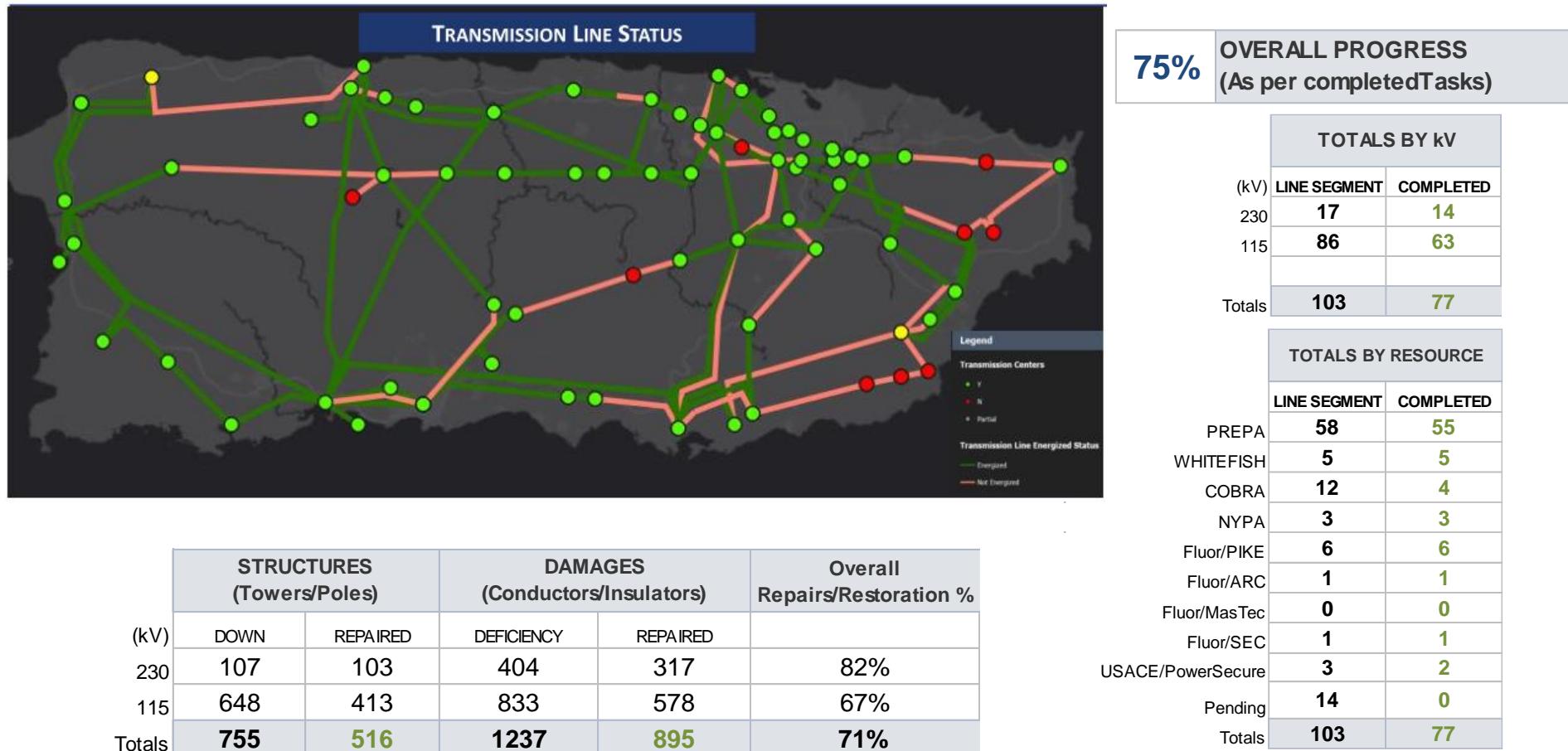
# Puerto Rico Electric Power Authority

## Grid Status Update

March 21, 2018

# Transmission Restoration Progress Report – As of March 21, 2018

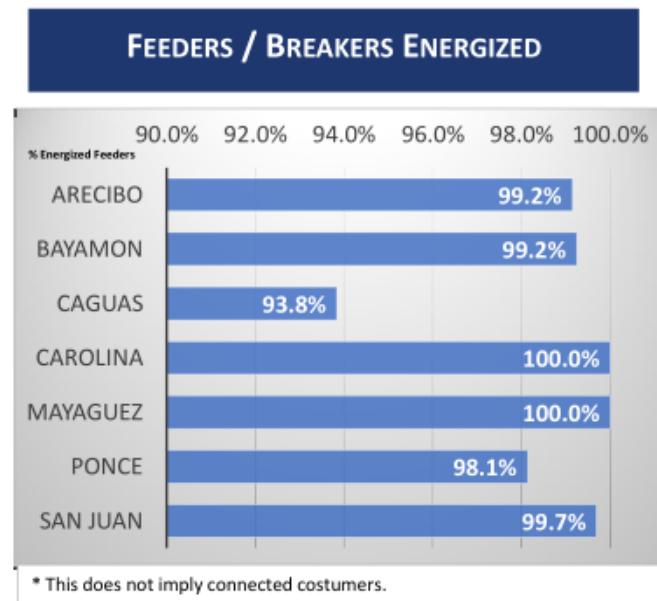
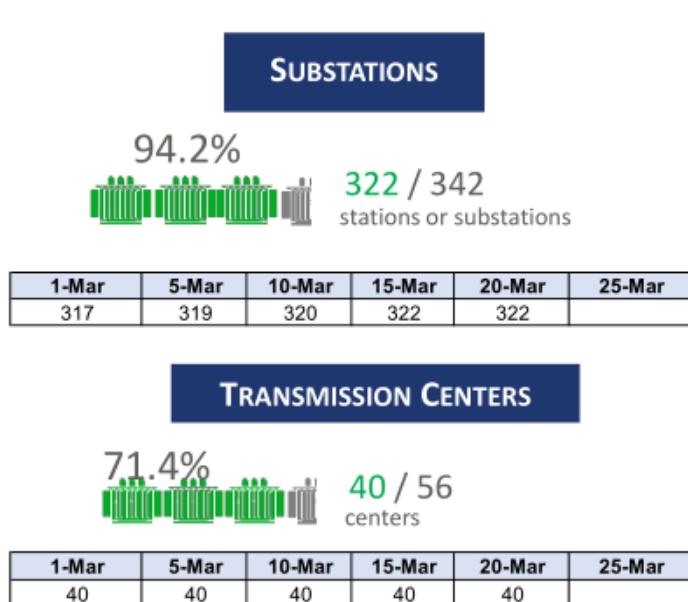
- Overall progress on transmission line restoration is 75%, calculated as completed line segments divided by total line segments
- Progress on structure and component repair is 71%



Puerto Rico  
Electric Power  
Authority

# Distribution Restoration Progress Report – As of March 21, 2018

- PREPA continues to make progress on re-electrifying affected homes and businesses
- ~94% of the island's 342 substations are energized
- Current estimate of distribution customers who have been energized is approximately 93%
  - This estimate assumes that weatherheads (which are owned by and are the responsibility of the customer) on residences are fully repaired and that the customer is still using the residence—which is not the case for all properties
  - Approximately 82% of the linkages between substation Communication Remote Units (CRUs) and the central customer billing system have been restored



**PREPA****Fossil Generation Status Report****20-Mar-18****Average Daily Peak Demand Over  
Prior 7 Days (MW)****2,086**

<u>Plant Name</u>	<u>Unit #</u>	<u>Summer Rating (MW)</u>	<u>Fuel</u>
<b><u>Available Units</u></b>			
Eco Electrica		507	NG
AES		454	Coal
Aguirre	2	450	FO6
Costa Sur	4	85	FO6
Costa Sur	5	410	NG/FO6
Palo Seco	3	216	FO6
San Juan	5	220	FO2
San Juan	7	100	FO6
San Juan	8	100	FO6
Mayaguez	GT1A	28	FO2
Mayaguez	GT1B	28	FO2
Mayaguez	GT3A	28	FO2

**Total Available Units****2,625****Suspended Operations due to Funding**

Aguirre	CC1	296	FO2	GTs only
Aguirre	CC2	296	FO2	GTs only: 2 of 4
Cambalache	2	83	FO2	
Cambalache	3	83	FO2	

**Total Suspended Units****757****Units Constrained by Transmission**

Aguirre	1	450	FO6
---------	---	-----	-----

**Total Units with Transmission Constraints****450****Units Out of Service**

Costa Sur	3	85	FO6	
Costa Sur	6	410	NG/FO6	Scheduled Outage
Palo Seco	1	85	FO6	
Palo Seco	2	85	FO6	
Palo Seco	4	216	FO6	
San Juan	6	220	FO2	Sch. Outage - Expected to return Mar 21
San Juan	9	100	FO6	
San Juan	10	100	FO6	
Cambalache	1	83	FO2	
Mayaguez	GT2A	28	FO2	
Mayaguez	GT2B	28	FO2	
Mayaguez	GT3B	28	FO2	
Mayaguez	GT4A	28	FO2	
Mayaguez	GT4B	28	FO2	

**Total Units Out of Service****1,521**

**PREPA**

**Emergency Spend and Reimbursement Flash Report as of 3/19/18**

\$ In millions

Printed: 3/21/2018 16:36

**Emergency Spend To Date**

Description	Paid	Unpaid (a)	Total
Whitefish	\$ 36.9	\$ 123.5	\$ 160.4 (b)
Cobra	250.7	88.2	338.9 (c)
XGL	26.3		26.3
PREPA Overtime	78.2		78.2 (d)
Local Contractors (Labor)		26.0	26.0
POs for Emergency Materials		54.4	54.4 (e)
Other Outstanding Payables	TBD	TBD	TBD
<b>Total</b>	<b>\$ 392.0</b>	<b>\$ 292.1</b>	<b>\$ 684.2</b>

Notes:

- (a) Estimated and subject to change.
- (b) Based on invoice values provided by Whitefish as of 1/29/18.
- (c) Based on invoice values provided by Cobra as of 3/19/18.
- (d) Includes amounts from payroll for overtime for the period 9/10/17 thru 2/24/18.
- (e) Represents value of purchase orders issued for emergency materials issued between 9/19/17 and 12/18/17.

**Submitted Project Worksheets Summary**

Description	Amount	Obligated/ Advanced to	In PREPA Emergency Account	Taken to PREPA Operating Account (a)
		GAR		
PREPA Force Account (Maria)	\$ 45.0	\$ 45.0	\$ 2.2	\$ 42.8
PREPA Force Account (Irma)	7.2	7.2	2.0	5.2
Cobra Original Contract	200.0	200.0	-	200.0
Cobra Amendments (#4, #5)	745.0	745.0	49.3	50.7 (b)
Insured Assets	25.0	-	-	- (c)
Equipment	13.6	-	-	-
XGL	11.7	-	-	- (d)
Mutual Aid Parties	432.3	-	-	- (e)
Local Contractors	4.2	-	-	- (f)
<b>Total</b>	<b>\$ 1,483.9</b>	<b>\$ 997.2</b>	<b>\$ 53.6</b>	<b>\$ 298.6</b>

Notes:

- (a) Transfers to PREPA Operating Account cumulative through 3/16/18.
- (b) FEMA has obligated \$745M and transferred \$100M to PREPA on 3/15/18.
- (c) Amount represents insurance deductible. PW has now been separated into 7 PWs.
- (d) Amount paid to XGL less invoices referencing Whitefish.
- (e) Total of 28 PWs for an amount of \$432.3M submitted to FEMA for review.
- (f) First version of local contractors PW submitted to FEMA on 3/15/18.

**In Process Project Worksheets Summary**

Description	Count	Amount	Comments
Local Contractors	1	\$ 21.8	(a)
PREPA Distribution	26	TBD	
PREPA Transmission	47	TBD	
Fuel / Peaking Generators	1	TBD	
Whitefish	1	160.4	Represents total invoiced amount
Direct Administrative Costs	1	TBD	
Microgrid Management	1	TBD	
Circuit Breakers	1	TBD	
De Valle Contract (Guajataca Dam Project)	1	11.0	
<b>Total</b>	<b>80</b>	<b>\$ 193.2</b>	

(a) Preliminary estimate for all local contractors less amount submitted to FEMA for \$4.2M.

## March 9, 2018 Budget

1



Puerto Rico  
Electric Power  
Authority