

ALABAMA POWER CO
Form 8-K
June 28, 2018

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 21, 2018

Commission File Number	Registrant, State of Incorporation, Address and Telephone Number	I.R.S. Employer Identification No.
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1-3164	Alabama Power Company (An Alabama Corporation) 600 North 18 th Street Birmingham, Alabama 35203 (205) 257-1000	63-0004250
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The name and address of the registrant have not changed since the last report.

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 June 21, 2018, Alabama Power Company (the “Company”) entered into an Underwriting Agreement covering the issue and sale by the Company of \$500,000,000 aggregate principal amount of its Series 2018A 4.300% Senior Notes due July 15, 2048 (the “Senior Notes”). The Senior Notes were registered under the Securities Act of 1933, as amended, pursuant to the shelf registration statement (Registration No. 333-216229) of the Company.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

1.3 Underwriting Agreement, dated June 21, 2018, relating to the Senior Notes among the Company and BNP Paribas Securities Corp., Morgan Stanley & Co. LLC, SunTrust Robinson Humphrey, Inc., U.S. Bancorp Investments, Inc. and Wells Fargo Securities, LLC, as representatives of the several Underwriters named in Schedule I to the Underwriting Agreement.

4.6 Fifty-Eighth Supplemental Indenture to Senior Note Indenture dated as of June 28, 2018, providing for the issuance of the Senior Notes.

4.9 Form of Senior Note (included in Exhibit 4.6 above).

5.1 Opinion of Balch & Bingham LLP relating to the Senior Notes.

8.1 Tax Opinion of Balch & Bingham LLP relating to the Senior Notes.

12.1 Computation of ratio of earnings to fixed charges.

23.1 Consent of Balch & Bingham LLP (included in Exhibit 5.1 above).

23.2 Consent of Balch & Bingham LLP (included in Exhibit 8.1 above).

SIGNATURE

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

ALABAMA POWER
COMPANY

Date: June 28, 2018

By/s/Melissa K. Caen
Melissa K. Caen
Assistant Secretary