



## INSIDER TRADING POLICY

Including:

- Trading Window Policy Supplement
- Section 16 Insiders Policy Supplement

Effective: 11/02/2007

Revised: August 2009, October 2010

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### 1. INTRODUCTION

#### 1.1 *Overview and Purpose of Insider Trading Policy and Supplements*

Federal and State securities laws prohibit trading in securities based on inside information. Anyone who violates the law is subject to personal liability and possible criminal penalties. The purpose of this Insider Trading Policy (“Policy”) is to promote compliance with securities laws and to assist the Company with its obligation to prevent insider trading violations.

The Company, for purposes of this Policy, means NV Energy, Inc. and its subsidiaries and affiliates, including Nevada Power Company and Sierra Pacific Power Company, doing business as NV Energy, respectively (collectively referred to as “NV Energy”, “NVE” or “Company”).

This Policy reflects obligations under the Federal and State securities laws and establishes additional Company requirements and guidelines for trading in securities. Certain employees are subject to additional policies and trading pre-approval requirements set forth in the Trading Window Policy Supplement. These employees are designated by senior management and are generally described in Trading Window Policy Supplement. In addition, certain individuals are subject to additional policies and trading pre-approval requirements set forth in the Section 16 Insider Policy Supplement. These individuals are designated by the Board of Directors of NVE and are generally described in the Section 16 Insiders Policy Supplement.

#### 1.2 *Applicability*

This Policy is applicable to all Company board members, officers, employees, and their immediate family members. Immediate family for purposes of this Policy includes your spouse/significant other, (step) child, other relative or in-law who *either* lives with you *or* is financially dependent upon you for support. This Policy also applies to contingent workers, consultants and business advisors who receive or have access to material nonpublic information (defined below).

#### 1.3 *Policy Distribution*

This Policy is made available to all employees upon commencement of employment and will be redistributed from time to time. This Policy is referenced in the Counterparty Code of Conduct and is available online for contingent workers, consultants and business advisors who receive or have access to material nonpublic information at: <http://www.nvenergy.com>

## **2. POLICY**

### **2.1 *Trading in Company securities***

If a board member, officer, employee, contingent worker, consultant or business advisor has material nonpublic information *relating to the Company*, neither that person nor any immediate family member may buy or sell securities of the Company, or engage in any other action that may take advantage of, or pass onto others, that information.

### **2.2 *Trading in Other Company's Securities (information obtained at the Company)***

If a board member, officer, employee, contingent worker, consultant or business advisor has material nonpublic information *relating to any other company* with publicly traded securities (including our customers and suppliers) *obtained in the course of such person's employment by or association with the Company*, neither that person nor any immediate family member may buy or sell securities of the Company, or engage in any other action that may take advantage of, or pass onto others, that information.

### **2.3 *Trading in Other Company's Securities (information obtained outside the Company)***

If a board member, officer, employee, contingent worker, consultant or business advisor has material nonpublic information *relating to any other company* with publicly traded securities *even if obtained outside the scope of such person's employment by or association with the Company*, neither that person nor any immediate family member may buy or sell securities of the Company, or engage in any other action that may take advantage of, or pass onto others, that information.

## **3. DEFINITIONS**

### **3.1 *Who is an "Insider?"***

Any person who possesses material nonpublic information about the Company is considered an insider *as to that information* ("Insider"). Insiders include Company board members, officers and employees, but can also include contingent workers, consultants, business advisors or others in a contractual advisory and/or fiduciary relationship with the Company. This may include, for example, the Company's external auditors, consultants, bankers and outside attorneys.

The definition of Insider is transaction specific; that is, an individual is an Insider with respect to each item of material nonpublic information of which he or she is aware. Any employee can be an Insider from time to time, and would at those times be subject to Federal and State securities laws and this Policy.

### **3.2 *What is "material" information?***

Material information is any information that a reasonable investor, given the total mix of publicly available information, would consider important in a decision to buy, hold or sell stock. Put differently, any information that could reasonably affect the price of the stock, either positively or negatively, is considered "material."

Some examples of information that might be considered material include:

- Operating or financial results;
- Projections of future earnings or losses;

- Other financial projections;
- Declaration of a dividend or changes in dividend policies;
- New equity or debt offerings;
- Financial liquidity problems or impeding bankruptcy;
- Proposed merger or acquisition;
- Significant actions or decisions of regulatory agencies, particularly the Federal Energy Regulatory Commission (FERC), the Public Utilities Commission of Nevada (PUCN), the California Public Utilities Commission (CPUC), the Environmental Protection Agency (EPA) and the Nevada Department of Environmental Protection (NDEP);
- Draft orders prepared by a regulatory agency;
- Significant legal action or settlements;
- Significant environmental claim or impeding sanctions;
- Changes in senior management;
- Significant expansion plans, or changes thereto;
- Strategic change in the business;
- Significant purchase or sale of assets;
- Significant energy generation, supply or transmission contracts;
- Significant energy generation, supply or transmission problems;
- Gain or loss of a significant customer; or
- Award of a significant construction contract.

The above list is only illustrative; many other types of information may be considered “material” depending on the circumstances. The materiality of particular information is subject to reassessment on a regular basis.

### **3.3 *What is nonpublic information?***

Nonpublic information is any information that has not been disclosed to the general public. Information received in circumstances which indicate that it is not yet in general circulation should be considered nonpublic. Inside information becomes public information only after it has been released by the Company and there is adequate time for the news to be circulated and absorbed by market investors. The Company typically releases information through press releases, earnings releases or filings with the Securities and Exchange Commission (“SEC”).

## **4. LIABILITY & SANCTIONS**

### **4.1 *Potential Criminal and Civil Liability***

#### Liability for Insider Trading:

Insiders may be subject to penalties under Federal law for engaging in transactions in the Company’s securities at a time when they have knowledge of material nonpublic information including:

- up to 10 years in prison;
- a criminal penalty of up to \$1,000,000;
- a civil penalty of up to 3 times the profit gained or the loss avoided from such transactions; and
- SEC civil enforcement injunctions.

#### Liability for Tipping:

Insiders who tip others (“tippers”) may also be liable for improper transactions by tippees to whom they have tipped material nonpublic information regarding the Company or to whom they have made recommendations or expressed opinions on the basis of such information as to trading in the Company’s securities. Tippers are

subject to the same penalties and sanctions described above, and the SEC has imposed large penalties even when the tipper did not profit from the trading. The SEC and the New York Stock Exchange use sophisticated electronic surveillance techniques to uncover insider trading.

Liability for Control Persons:

If the Company and its supervisory personnel fail to take appropriate steps to prevent illegal insider trading, they may, in certain circumstances, be subject to the following penalties:

- a civil penalty of up to \$1,000,000 or, if greater, 3 times the profit gained or loss avoided as a result of the employee's violation; and
- a criminal penalty of up to \$2,500,000.

**4.2 Potential Company Actions**

Possible Company-Imposed Disciplinary Actions:

Employees of the Company who violate this Policy shall also be subject to disciplinary action by the Company, which may include ineligibility for future participation in the Company's equity incentive plans and termination of employment.

Other Possible Company-Imposed Actions:

The Company reserves the right to terminate the relationship with contingent workers, consultants and business advisors who violate this Policy. The Company further reserves the right to exclude contingent workers, consultants and business advisors who violated this Policy from future business relationships.

**5. TRADING REQUIREMENTS & GUIDELINES**

**5.1 Non-disclosure of Material Nonpublic Information**

Material nonpublic information must not be disclosed to anyone, except to persons within the Company whose positions require them to know it, until such information has been publicly released by the Company and sufficiently absorbed by the marketplace.

**5.2 Commenting on Material Nonpublic Information**

Except for Senior Officers and certain designated employees in the Corporate Communications Department, no one affiliated with the Company may make public oral statements or public written statements concerning material nonpublic information (including comments in chat rooms, on message boards or in other venues on the Internet).

**5.3 Commenting on Stock Price Movement**

Except for the Chief Executive Officer (CEO) and the Chief Financial Officer (CFO), no one affiliated with the Company may publicly comment on stock price movement or rumors concerning corporate developments that are of possible significance to the investing public. Any inquiry about movement in the NVE stock price should be directed to the Manager of Investor/Shareholder Relations, who will work with the CEO and CFO on an appropriate response.

**5.4 Prohibition on Trading Company Securities while in possession of Material Nonpublic Information**

No Insider may place a purchase or sell order or recommend that another person place a purchase or sell order in the Company's securities when he or she has knowledge of material nonpublic information concerning the Company.

### ***5.5 Prohibition on Trading Securities of Another Company while in possession of Material Nonpublic Information***

No Insider may place a purchase or sell order or recommend that another person place a purchase or sell order in securities of any company when he or she has knowledge of material nonpublic information concerning that company.

### ***5.6 Certain Exceptions***

This Policy does not apply to purchases under the Employee Stock Purchase Plan (ESPP) resulting from periodic contributions of money to the plan pursuant to payroll deductions. This Policy does apply, however, when employees sell Company stock acquired through the ESPP while in the possession of material nonpublic information.

This Policy does not apply to purchases of Company stock in the Company's 401(k) plan resulting from periodic contributions of money to the plan pursuant to payroll deductions. This Policy does apply, however, to an employee's election to participate or to change contributions or allocations in their 401(k) plan involving Company stock while in possession of material nonpublic information.

This Policy does not apply to purchases of Company stock resulting from reinvestment of dividends paid on Company securities under the Company's Common Stock Investment Plan ("CSIP"). This Policy does apply, however, to a participant's election to join the CSIP, increase participation in the CSIP or make additional contributions to the CSIP.

There is a limited exception for the straightforward exercise of stock options for cash under the Company's stock option plans. However, any sale of stock as part of a broker-assisted "cashless" exercise of an option, or any market sale for the purpose of generating the cash needed to pay the exercise price of an option, is subject to this Policy. Also, any subsequent sale of stock received upon exercise of a stock option is subject to this Policy.

### ***5.7 Avoid Speculation***

All Persons affiliated with the Company are encouraged to avoid speculating in Company stock. Our stock option plans, CSIP and ESPP give employees an opportunity to share in the future growth of the Company. By investing in the future, the Company does not mean engaging in short-term speculation based upon fluctuations in the market. Employees may sell shares acquired through exercises of options or acquired through the ESPP or CSIP, if done so in accordance with this Policy. However, the Company encourages all Persons affiliated with the Company to avoid frequent trading in Company stock.

### ***5.8 Prohibition on Short Sales and Hedging Transactions***

All Persons affiliated with the Company are prohibited from selling securities of the Company that are not owned by such person at the time of the sale (a "short sale"). Furthermore, Persons affiliated with the Company are prohibited from buying or selling puts, calls or options in respect to the Company's securities and from purchasing financial instruments (including prepaid variable forward contracts, equity swaps, collars, and exchange funds) that are designed to hedge or offset any decrease in the market value of equity securities (1) granted to such Person by the Company as part of the compensation of such Person; or (2) held, directly or indirectly, by such Person.

## **5.9 *Avoid Standing Sell or Purchase Orders***

Except in compliance with a 10b5-1 plan approved by the General Counsel, board members, officers and employees should avoid standing orders to sell or purchase the Company's stock at a particular price because these can be triggered when a person is in possession of material nonpublic information.

## **5.10 *Timing of trading in Securities by Insiders***

Because the Company's shareholders and the investment public should be afforded a reasonable amount of time to receive and act on newly released information, as a general rule, Insiders should not engage in any transactions until the second Trading Day following the date of public disclosure, or at such time as the nonpublic information is no longer material. Trading Day means a day on which the New York Stock Exchange is open for trading.

## **5.11 *"Tipping" Information to Others***

Because the Company is required by law to avoid the selective disclosure of material nonpublic information, the Company has established procedures for the release of material information in a manner designed to achieve broad public dissemination in a relatively short time, for example, through press releases. Thus, it is inappropriate for a person in possession of material nonpublic information to provide others with such information or to recommend that they buy or sell securities based upon that information. This is called "tipping" and both the tipper and tippee can be liable.

## **5.12 *Transactions by Family Members***

All trading restrictions mentioned in this Policy also apply to your family members and others living in your household. Immediate family for purposes of this Policy includes your spouse/significant other, (step) child, other relative or in-law who *either* lives with you *or* is financially dependent upon you for support. Under this Policy, Insiders are held responsible for the compliance of their immediate family and personal household. As described above, you should not "tip" information to your family members.

## **5.13 *Continued Trading Restrictions at End of Relationship with Company***

This Policy continues to apply to transactions in Company securities even after an Insider has resigned, has been terminated or otherwise severed his or her relationship with the Company. Upon such departure, neither that individual in possession of material nonpublic information nor his or her immediate family members may trade in Company securities while in possession of material nonpublic information about the Company until such time as that information has become public or is no longer deemed material.

# **6. COMPLIANCE CONSIDERATIONS**

## **6.1 *Twenty-Twenty Hindsight***

If your securities transactions ever become the subject of scrutiny by the SEC, they are likely to be assessed after-the-fact with the benefit of twenty-twenty hindsight. For instance, some good news or bad news will have moved the Company's stock price shortly after your transaction, and you will have to prove that you knew nothing about it when you made your trade. As a result, before engaging in any transaction you should carefully consider how your transaction may be construed by SEC enforcement officers and others in the bright light of hindsight.

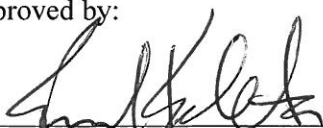
## **6.2 *Awareness of Insider Trading***

Any Insider who violates this Policy or any Federal or State law governing insider trading or tipping, or knows of any such violation by any other Insider, should report the violation immediately to the Compliance Officer, the Director of Compliance or the Integrity Line. Upon determining that any such violation has occurred, the Compliance Officer, in consultation with the Company's Disclosure Committee and, where appropriate, the Chair of the Audit Committee, will determine whether the Company should release any material nonpublic information, and when required by applicable law shall cause the Company to report the violation to the SEC or other appropriate governmental authority.

## 7. QUESTIONS

Questions regarding this Policy or regarding the applicability of the supplemental Trading Window Policy Supplement or Section 16 Insiders Policy Supplement should be directed to Securities/Corporate Finance attorney in the Legal Department, or, in his/her absence, the General Counsel.

Approved by:



\_\_\_\_\_  
Paul Kaleta  
Sr. Vice President, General Counsel and Corporate Secretary  
NV Energy

Date: 12/10/10



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## TRADING WINDOW POLICY SUPPLEMENT

- For individuals with frequent knowledge of, or access to material nonpublic information
- Includes Trading Window Group Pre-Approval Request Form (Exhibit 1)

Effective: 11/02/2007

Revised: August 2009, October 2010

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### 1. INTRODUCTION

#### 1.1 *Overview and Purpose of Trading Window Policy Supplement*

The purpose of this Trading Window Supplement Policy to the Insider Trading Policy (Trading Window Policy Supplement) is to enhance compliance with applicable securities laws by designating trading windows and establishing pre-approval procedures for individuals with frequent knowledge of or access to material nonpublic information.

#### 1.2 *Applicability*

This Trading Window Policy Supplement is applicable to certain individuals in the Trading Window Group with frequent knowledge of or access to material nonpublic information (defined below). It also applies to their immediate family members. Immediate family for purposes of this Policy includes your spouse/significant other, (step) child, other relative or in-law who *either* lives with you *or* is financially dependent upon you for support.

### 2. POLICY

Regardless of whether a designated Trading Window employee has material nonpublic information relating to the Company, neither that person nor any immediate family member may buy or sell securities outside a designated Trading Window or during a period where the Trading Window is temporarily closed. Members of the Trading Window Group and their immediate family members may only buy or sell company stock upon pre-approval in writing by the Securities/Corporate Finance attorney in the Legal Department, or in his/her absence, the General Counsel.

### 3. DEFINITIONS

#### 3.1 *Who is in the Trading Window Group?*

The Trading Window Group consists of employees with frequent knowledge of or access to material nonpublic information. Those in the Trading Window Group, who can only buy or sell company stock when the Trading Window is open, are the following:

- Board Members (also subject to Section 16 Policy Supplement);
- Officers (also subject to Section 16 Policy Supplement);
- Members of the Company's Disclosure Committee;



- Designated employees in the following departments:
  - Compliance
  - Corporate Communications
  - Finance (including Accounting, Corporate Planning, Financial Planning & Analysis, Financial Strategies, Investor/Shareholder Relations, Risk, Tax, Treasury or any other groups or individuals that report to the CFO)
  - Internal Audit
  - Legal;
- Assistants to Officers;
- Direct Reports of Officers and those in close proximity thereto (i.e. Executives, Company Directors and certain Managers); and
- Other Employees as designated from time to time by Compliance.

The Corporate Compliance Officer/General Counsel and Chief Financial Officer shall review the list of employees that are subject to Trading Window Group from time to time and revise and update the list, where necessary.

### **3.2 *What is the “Trading Window” and when is it open?***

The Trading Window designates the permissible timeframes in which individuals in the Trading Window Group may buy or sell company securities following an earnings release. *Generally, the Trading Window opens two business days after quarterly earnings are released and remains open for 30 calendar days thereafter.* On occasion, the General Counsel may set a later opening date for the Trading Window, for instance two business days after the filing of the Company’s annual report on Form 10-K or quarterly report on Form 10-Q. In addition, an open Trading Window may be closed for an interim period of time upon instruction by the General Counsel or Chief Financial Officer.

The General Counsel’s office will periodically remind those in the Trading Window Group of the Trading Window period, including any temporary closings of the Trading Window, via e-mail, or other notification method.

## **4. POSSIBLE DISCIPLINARY SANCTIONS**

Employees of the Company who violate this Policy shall also be subject to disciplinary action by the Company, which may include ineligibility for future participation in the Company’s equity incentive plans and termination of employment.

## **5. TRADING WINDOW GROUP - REQUIREMENTS AND GUIDELINES**

### **5.1 *Trading Restrictions for the Trading Window Group***

Those in the Trading Window Group may only buy or sell Company securities during an open Trading Window and after receiving pre-approval for such transaction by the General Counsel’s office. All pre-approval requests must be submitted in writing on the NVETrading Window pre-approval form, attached hereto as Exhibit 1. Pre-approval requests may be submitted via e-mail, fax or in hard copy.

Even if the Trading Window is open, those in the Trading Window Group, and their immediate family members, remain subject to the general restrictions regarding insider trading, including the restriction on buying or selling of Company securities while in possession of material nonpublic information, or engaging in any other action that may take advantage of, or pass onto others, that information.

Any request for an exception to the Trading Window restriction must be based on exceptional personal hardship, must be submitted in advance to the General Counsel's office, and is subject to the discretion of the Corporate Compliance Officer/General Counsel whose approval must be evidenced in writing.

### 5.2 *Pre-Approval Time Frame*

The General Counsel's office should be notified of a potential transaction at least two business days prior to such transaction. The General Counsel's office may refuse to permit the transaction if it determines that such trade could give rise to a charge of insider trading.

Pre-approval, once received, is valid for five (5) business days, provided that the Trading Window remains open. If the requestor does not complete the trade within five (5) business days, a new pre-approval request must be submitted. If the Trading Window closes before the trade is completed, the pre-approval is no longer valid and no trades should be made.

Regardless of whether pre-approval was received, each individual in the Trading Window Group remains personally responsible and accountable for ensuring compliance with Federal and State securities laws and the Company's insider trading policies.

### 5.3 *Continued Trading Restrictions at End of Relationship with Company*

This Trading Window Policy Supplement continues to apply to transactions in Company securities even after a member of the Window Trading Group has resigned, has been terminated or otherwise severed its relationship with the Company. Upon such departure, a departing or departed member of the Trading Window Group who wants to sell or trade in Company securities must follow all guidelines and requirements in the Insider Trading Policy and Trading Window Policy Supplement.


## 6. COMPLIANCE CONSIDERATIONS

Any member of the Trading Window Group who violates requirements in this Trading Window Policy Supplement or any Federal or State law governing insider trading or tipping, or knows of any such violation by any other Insider, should report the violation immediately to the Compliance Officer, the Director of Compliance or the Company hotline. Upon determining that any such violation has occurred, the Compliance Officer, in consultation with the Company's Disclosure Committee and, where appropriate, the Chair of the Audit Committee, will determine whether the Company should release any material nonpublic information, and when required by applicable law shall cause the Company to report the violation to the SEC or other appropriate governmental authority.

## 7. QUESTIONS

Questions regarding this Trading Window Policy Supplement and the trading window requirements and guidelines should be directed to the Securities/Corporate Finance attorney in the Legal Department, or in his/her absence, the General Counsel.

Approved by:

  
\_\_\_\_\_  
Paul Kaleta  
Sr. Vice President, General Counsel and Corporate Secretary  
NV Energy

Date: 12/10/10

**EXHIBIT 1**

**PRE-APPROVAL REQUEST FORM FOR NVE TRADING WINDOW GROUP**

To: NVE Legal Department, Securities/Corporate Finance Attorney

From: \_\_\_\_\_

Re: Proposed Transaction in the Company's securities

This is to advise you that the undersigned intends to execute a transaction in the Company's securities on \_\_\_\_\_, 20\_\_\_\_, and does hereby request that the Company pre-approve the transaction as required by the Company's Insider Trading Policy.

I certify to the following:

- I am not in possession of any material nonpublic information about the Company;
- I have not violated any provision of the Insider Trading Policy; and
- I have fully and honestly disclosed all material information concerning this transaction.

The details of the proposed transaction are set forth below.

Type of transaction (acquisition/disposition): \_\_\_\_\_

Type of security (common stock, common stock option): \_\_\_\_\_

Number of securities (estimate): \_\_\_\_\_

Acquisition or Disposition Price (if known): \_\_\_\_\_

Type of Account: \_\_\_\_\_

Any other material terms of the transaction: \_\_\_\_\_

Signature: \_\_\_\_\_

Name: \_\_\_\_\_  
(Please print)

Title: \_\_\_\_\_

Date: \_\_\_\_\_



## SECTION 16 INSIDERS POLICY SUPPLEMENT

- For individuals designated by the NVE Board as Section 16 Insiders
- Includes Section 16 Insiders Pre-Approval Request Form (Exhibit 2)

Effective: 11/02/2007

Revision Dates: August 2009, October 2010

### 1. INTRODUCTION

#### 1.1 *Overview and Purpose of Section 16 Insiders Supplement*

The purpose of this Section 16 Insiders Supplement to the Insider Trading Policy (Section 16 Policy Supplement) is to enhance compliance with applicable securities laws by designating trading windows, establishing pre-approval procedures for Section 16 Insiders and communicating certain SEC filing requirements for Section 16 Insiders.

#### 2.1 *Applicability*

This Section 16 Policy Supplement is applicable to members of the Board of Directors (Board), Officers and any other Company individuals designated from time to time by the Board as subject to the restrictions of Section 16 of the Securities Exchange Act of 1934 ("Section 16 Insiders"). It also applies to their immediate family members. Immediate family for purposes of this Policy includes your spouse/significant other, (step) child, other relative or in-law who *either* lives with you *or* is financially dependent upon you for support.

### 2. POLICY

#### 2.1 *Trading only during Trading Window and with Pre-Approval by General Counsel*

Regardless of whether a Section 16 Insider has material nonpublic information relating to the Company, neither that person nor any immediate family member may buy or sell securities outside a designated Trading Window or during a period where the Trading Window is temporarily closed. Section 16 Insiders and their immediate family members may only buy or sell company stock after receiving pre-approval in writing by the General Counsel.

#### 2.2 *Reporting Obligations*

Section 16 Insiders must also comply with the reporting obligations and limitations on short-swing transactions set forth in Section 16 of the Securities and Exchange Act of 1934, which are described below and under the Section 16 Requirements and Guidelines.

### 3. DEFINITIONS

### **3.1 Who is a Section 16 Insider?**

Section 16 Insiders are designated by the Board of Directors and include the following:

- Members of the Board of Directors
- Officers
- Any other Company individuals as designated from time to time by the Board as subject to the restrictions of Section 16 of the Securities Exchange Act of 1934

### **3.2 What is the “Trading Window” and when is it open?**

The Trading Window designates the permissible timeframes in which individuals in the Trading Window Group and Section 16 Insiders may buy or sell company securities following an earnings release. *Generally, the Trading Window opens two business days after quarterly earnings are released and remains open for 30 calendar days thereafter.* On occasion, the General Counsel may set a later opening date for the Trading Window, for instance two business days after the filing of the Company’s annual report on Form 10-K or quarterly report on Form 10-Q. In addition, an open Trading Window may be closed for an interim period of time upon instruction by the General Counsel or Chief Financial Officer.

## **4. ADDITIONAL LIABILITY AND SANCTIONS FOR SECTION 16 INSIDERS**

Under Section 16 of the Securities Exchange Act of 1934, Section 16 Insiders who purchase and sell, or sell and purchase, the Company’s securities within a six-month period must disgorge all profits from these transactions to the Company, whether or not they had knowledge of material nonpublic information.

## **5. SECTION 16 INSIDERS - REQUIREMENTS AND GUIDELINES**

### **5.1 Pre-approval Requirement for Section 16 Insiders**

All trades by Section 16 Insiders are subject to pre-approval by the General Counsel, or in his absence, the Chief Financial Officer or Chief Executive Officer. All pre-approval requests must be submitted in writing on the Section 16 pre-approval form, attached hereto as Exhibit 2. Pre-approval requests may be submitted via e-mail, fax or in hard copy.

The requirement to pre-approve extends to the exercise of stock options, as well as to market sales of stock issued upon the exercise of options (including so called “cashless exercises” of stock options through a broker).

Section 16 Insiders and their immediate family members, also remain subject to the general restrictions regarding insider trading, including the restriction on buying or selling securities of Company securities while in possession of material nonpublic information, or engaging in any other action that may take advantage of, or pass onto others, that information.

Any request for an exception to the Trading Window restriction must be based on exceptional personal hardship, must be submitted in advance to the General Counsel, and is subject to the discretion of the Corporate Compliance Officer/General Counsel whose approval must be evidenced in writing.

### **5.2 Pre-approval Timeframe**

The General Counsel should be notified of a potential transaction at least two business days prior to such transaction. The General Counsel may refuse to permit the transaction if he/she determines that such trade could give rise to a charge of insider trading.

Pre-approval, once received, is valid for 48 hours. If the Section 16 Insider does not complete the trade within 48 hours, a new pre-approval request must be submitted. Moreover, if the Trading Window closes before the trade is completed, the pre-approval is no longer valid and no trades should be made.

### **5.3 *Pre-approval Requirement for General Counsel***

If the General Counsel, his spouse, or members of his immediate family sharing the same household wish to purchase or sell securities of the Company, he/she must pre-clear his intent with the company's Chief Financial Officer, or, in his/her absence, the Chief Executive Officer.

### **5.4 *Prohibition on Short Sales and Hedging Transactions***

Section 16 Insiders and their immediate family members are prohibited from selling securities of the Company that are not owned by them at the time of the sale (a "short sale"). Furthermore, Section 16 Insiders and their immediate family members are prohibited from buying or selling puts, calls or options in respect to the Company's securities and from purchasing financial instruments (including prepaid variable forward contracts, equity swaps, collars, and exchange funds) that are designed to hedge or offset any decrease in the market value of equity securities (1) granted to them by the Company as part of their compensation; or (2) held, directly or indirectly, by them.

### **5.5 *Trading under Trading Plans***

Any Section 16 Insider who wishes to implement a trading plan under Rule 10b5-1 must seek pre-approval from the General Counsel. A trading plan may only be entered into when the Section 16 Insider is not in possession of material nonpublic information. In addition, a Section 16 Insider may not enter into a trading plan when the Trading Window is closed, or at any other time at which the General Counsel determines that entering into a trading plan could give rise to a charge of insider trading. Transactions effected pursuant to a pre-approved trading plan will not require further pre-approval at the time of the transaction if the plan specifies the dates, prices and amounts of the contemplated trades, or establishes a formula for determining the dates, prices and amounts.

### **5.6 *Post Trading Reporting***

In addition to seeking pre-approval for all transactions described above, Section 16 Insiders are also required to report to the General Counsel any transactions in securities of the Company by their spouse, partner or any immediate family member sharing their household, on the day on which the transaction occurs. Each report made to the General Counsel should include the date of the transaction, quantity of shares, price and broker-dealer through which the transaction was effected.

The foregoing reporting requirement is designed to help monitor compliance with the special trading procedure set forth in this Section 16 Policy Supplement and to enable the Company to help those individuals who are subject to reporting obligations under Section 16 comply with these reporting obligations. Each Section 16 Insider, however, and not the Company, is personally responsible for ensuring that his/her transactions do not give rise to "short swing" liability under Section 16 and that reports of transactions are timely filed with the SEC as required.

### **5.7 *Continued Trading Restrictions at End of Relationship with Company***

This Section 16 Policy Supplement continues to apply to transactions in Company securities even after a Section 16 Insider has resigned, has been terminated or otherwise severed his or her relationship with the Company. Upon such departure, a departing or departed Section 16 Insider who wants to sell or trade in

Company securities must follow the requirements & guidelines in the Insider Trading Policy and the Section 16 Policy Supplement.

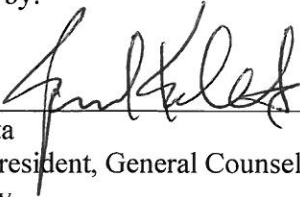
**6. COMPLIANCE CONSIDERATIONS**

Any Section 16 Insider who violates requirements in this Section 16 Policy Supplement or any Federal or State law governing insider trading or tipping, or knows of any such violation by any other Insider, should report the violation immediately to the Compliance Officer, the Director of Compliance or the Integrity Line. Upon determining that any such violation has occurred, the Compliance Officer, in consultation with the Company's Disclosure Committee and, where appropriate, the Chair of the Audit Committee, will determine whether the Company should release any material nonpublic information, and when required by applicable law shall cause the Company to report the violation to the SEC or other appropriate governmental authority.

**7. QUESTIONS**

General questions regarding this Section 16 Policy Supplement or the status of a Trading Window should be directed to the General Counsel.

Approved by:



Paul Kaleta  
Sr. Vice President, General Counsel, Corporate Secretary  
NV Energy

Date: 12/10/10

**EXHIBIT 2**

**NVE PRE-APPROVAL REQUEST FORM FOR NVE SECTION 16 INSIDERS**

To: NVE Sr. Vice President, General Counsel & Corporate Secretary

From: \_\_\_\_\_

Re: Proposed Transaction in the Company's securities

This is to advise you that the undersigned intends to execute a transaction in the Company's securities on \_\_\_\_\_, 20\_\_\_\_, and does hereby request that the Company pre-approve the transaction as required by the Company's Insider Trading Policy.

I certify to the following:

- I am not in possession of any material nonpublic information about the Company;
- I have not violated any provision of the Insider Trading Policy; and
- I have fully and honestly disclosed all material information concerning this transaction.

The details of the proposed transaction are set forth below.

Type of transaction (acquisition/disposition): \_\_\_\_\_

Type of security (common stock, common stock option): \_\_\_\_\_

Number of securities (estimate): \_\_\_\_\_

Acquisition or Disposition Price (if known): \_\_\_\_\_

Type of Account: \_\_\_\_\_

Any other material terms of the transaction: \_\_\_\_\_

Signature: \_\_\_\_\_

Name: \_\_\_\_\_  
(Please print)

Title: \_\_\_\_\_

Date: \_\_\_\_\_