

**CONFIDENTIAL**

Retail Swaps Interview with Enron on August 2, 2001.

Christopher Long, Vicki Sharp, Ken Raisler, Scott Gahn, and Mark Taylor represented Enron at the interview.

[For convenience, Enron's responses are condensed and have been reorganized such that they appear under the relevant questions.]

1. What do you see as the potential uses of retail swaps?

[(b)(4) , (b)(5)]

2. Are you willing to offer retail swaps (or currently doing so)? If not, why not?

[(b)(4) , (b)(5)]

- What types of underlying assets?

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[(b)(4) , (b)(5)]

- What types of contracts?

[(b)(4) , (b)(5)]

- In what notional amounts?

[(b)(4) , (b)(5)]

- What types of retail counterparties? Individuals? Small businesses? Other?

[(b)(4) , (b)(5)]

- What are the risks involved in offering these products? How would you (do you) manage those risks?

[(b)(4) , (b)(5)]

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[(b)(4)]

3. What is the appropriate regulatory structure to address customer protection issues that may arise in connection with the offering of retail swaps?

[(b)(5)]

- Is there a need for regulation to protect customers?

[(b)(5)]

- Should the regulatory structure differ depending on whether the entity offering/booked the swaps is otherwise regulated?

[(b)(5)]

- Should the regulatory structure differ depending on whether the market for the underlying asset is subject to regulation?

[(b)(5)]

4. What other matters (for example, tax and other regulatory issues) are necessary or appropriate for a study of retail swaps to address?

[(b)(4)]

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[(b)(4)]

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