

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FINAL AMENDMENT  
TO  
SCHEDULE 13E-4  
ISSUER TENDER OFFER STATEMENT  
(PURSUANT TO SECTION 13(E)(1) OF THE SECURITIES EXCHANGE ACT OF 1934)

AVISTA CORPORATION  
(Name of Issuer and Person Filing Statement)

COMMON STOCK, NO PAR VALUE  
(Title of Class of Securities)

05379B 10 7  
(formerly 940688 10 4)  
(CUSIP Number of Class of Securities)

J.E. ELIASSEN, Senior Vice President  
and Chief Financial Officer  
Avista Corporation  
1411 East Mission Avenue  
Spokane, Washington 99202  
(509) 489-0500

J. ANTHONY TERRELL  
Thelen Reid & Priest LLP  
40 West 57th Street  
New York, New York 10019-4097  
(212) 603-2000

(Name, Address and Telephone Number of Person Authorized to Receive  
Notices and Communications on Behalf of the Person Filing Statement)

Copy to:

LINDA A. SIMPSON  
Davis Polk & Wardwell  
450 Lexington Avenue  
New York, New York 10017  
(212) 450-4000

October 21, 1998  
(Date Tender Offer First Published, Sent or Given to Security Holders)

Explanatory Note

This Final Amendment amends and supplements the Final Amendment to Issuer Tender Offer Statement on Schedule 13E-4 dated December 1, 1998 (the "Final Amendment") and the Issuer Tender Offer Statement on Schedule 13E-4 dated October 21, 1998 (the "Statement") filed by The Washington Water Power Company, a Washington corporation now known as Avista Corporation (the "Company"), relating to the Company's offer to exchange upon the terms and subject to the conditions set forth in the prospectus dated October 21, 1998 (the "Prospectus") and the related Letter of Transmittal (copies of which are attached as exhibits (a)(1) and (a)(2) to the Statement, respectively, and which together constitute the "Exchange Offer"), depository shares (the "Depository Shares"), each constituting a one-tenth ownership interest in one share of \$12.40 Preferred Stock, Convertible Series L, no par value, of the Company (the "\$12.40 Preferred Stock"), for up to 20,000,000 shares of Common Stock, no par value, of the Company (such shares of Common Stock, together with all other issued and outstanding shares of Common Stock of the Company, being herein referred to as the "Common Shares"), at a rate of one Depository Share for each Common Share validly tendered to, and accepted by, the Company. The Exchange Offer terminated at 12:00 Midnight, New York City time, on Wednesday, November 18, 1998. Terms defined in the Statement and not separately defined herein shall have the meanings assigned to such terms in the Statement.

ITEM 1. SECURITY AND ISSUER.

Item 1 is hereby amended by deleting the first two full paragraphs of Item 1 in the Final Amendment and substituting the following paragraphs:

A total of 15,404,595 Common Shares were validly tendered and not withdrawn pursuant to the Exchange Offer, including Common Shares for which certificates

were delivered to the Exchange Agent pursuant to the guaranteed delivery procedures set forth in the Prospectus. The Company accepted for exchange all 15,404,595 Common Shares. The Exchange Agent distributed Depositary Shares on December 1, 1998 in exchange for Common Shares accepted for exchange.

Immediately after exchange of the Common Shares accepted pursuant to the Exchange Offer, the Company had 40,555,765 Common Shares and 15,404,595 Depositary Shares (representing 1,540,460 shares of the Company's \$12.40 Preferred Stock) issued and outstanding.

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: October 28, 1999

AVISTA CORPORATION

By: /s/ J.E. Eliassen

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J.E. Eliassen  
Senior Vice President and  
Chief Financial Officer