

BIG RIVERS ELECTRIC CORPORATION

**APPLICATION OF BIG RIVERS ELECTRIC CORPORATION
FOR A GENERAL ADJUSTMENT IN RATES
CASE NO. 2011-00036**

Attachment for
Big Rivers' First Supplemental Response to AG 1-8

RECEIVED

JUN 29 2011

**PUBLIC SERVICE
COMMISSION**

PSC ANNUAL REPORT

**KENTUCKY PUBLIC SERVICE COMMISSION
FINANCIAL AND STATISTICAL REPORT**

**BIG RIVERS ELECTRIC CORPORATION
YEAR ENDED
DECEMBER 31, 2010**

Confirmation Receipt

**Investor-
Owned Electric
Utilities**

**900 Big Rivers
Electric
Corporation**

**FROM 01/01/2010
TO 12/31/2010**

Utility has marked all schedules as complete.

4/29/2011 4:39:30 PM

000002

OATH

Commonwealth of Kentucky)
County of Henderson) ss:

C. William Blackburn makes oath and says
(Name of Officer)

that he/she is Sr. Vice President Financial/Energy Services & CFO of
(Official title of officer)
Big Rivers Electric Corporation
(Exact legal title or name of respondent)

that it is her/her duty to have supervision over the books of account of the respondent and to control the manner in which such books are kept; that he/she knows that such books have, during the period covered by the foregoing report, been kept in good faith in accordance with the accounting and other orders of the Public Service Commission of Kentucky, effective during the said period; that he/she has carefully examined the said report and to have the best of his/her knowledge and belief the entries contained in the said report have, so far as they relate to matters of account, been accurately taken from the said books of account and are in exact accordance therewith; that he/she believes that all other statements of fact contained in the said report are true; and that the said report is a correct and complete statement of the business and affairs of the above-named respondent during the period of time from and including

January 1, 2010, to and including December 31, 2010

C. William Blackburn
(Signature of Officer)

subscribed and sworn to before me, a Notary Public, in and for
the State and County named in the above this 29th day of April, 2011

(Apply Seal Here)

My Commission expires 1-12-13

Paula Mitchell
(Signature of officer authorized to administer oath)

000003

KENTUCKY PUBLIC SERVICE COMMISSION
REPORT OF GROSS OPERATING REVENUES DERIVED FROM INTRA-KENTUCKY
BUSINESS FOR THE YEAR ENDING DECEMBER 31, 2010

Name of Utility Reporting: Big Rivers Electric Corporation

FEIN # (Federal Employer Identification Number)



Address of Utility: 201 Third Street Phone: 270-827-2561

City: Henderson State: KY Zip: 42420 Fax: 270-844-6408

E-Mail: Albert.Yockey@bigrivers.com Web Site: www.bigrivers.com

Primary Regulatory Contact: Albert Yockey VP Governmental Relations & Enterprise
(Name) (Title) Risk Management

Table with 2 columns: Description and Amount. Rows include Gross Revenues of Electric Utility (\$447,916,900), Gas Utility, Water Utility, Sewer Utility, Other Operating Revenues, and TOTAL GROSS REVENUES (\$447,916,900).

OATH

State of.....)
) ss.
County of.....)

C. William Blackburn being duly sworn, states that he/she is
(Officer)

Vice President & CFO of the Big Rivers Electric Corporation that the
(Official Title) (Utility Reporting)

above report of gross revenues is in exact accordance with Big Rivers Electric Corporation
(Utility Reporting)

and that such books accurately show the gross revenues of: Big Rivers Electric Corporation
(Utility Reporting)

derived from Intra-Kentucky business for the calendar year ending December 31, 2010

C. William Blackburn Vice President & CFO
(Officer) (Title)

This the 15th day of March, 2011

Paula Mitchell
(Notary Public)

Henderson
(County)

1-12-13
(Commission Expires)

2010 GROSS OPERATING REVENUES – INTRA-KENTUCKY BUSINESS:

Gross Operating Revenue **\$ 527,324,453**

Revenues from Out-of-State Business:

Ameron UE	881,409
Associated Electric Cooperative, Inc.	145,929
Cargill Power Markets, LLC	7,989,749
Constellation Energy Commodities Group, Inc.	8,843,259
EDF Trading North America	8,700,800
Midwest Independent Transmission System Operator, Inc.	41,001,812
Oglethorpe Power Corporation	299,857
PJM Interconnection, LLC	3,737,060
PowerSouth Energy Cooperative	508,790
Southern Company Services, Inc.	463,388
Tenaska Power Services Company	446,928
Tennessee Valley Authority	5,366,103
The Energy Authority, Inc.	1,022,469

Total Revenues from Out-of-State Business **\$ 79,407,553**

Total Gross Operating Revenues – Intra-Kentucky Business **\$ 447,916,900**

000005



201 Third Street
P.O. Box 24
Henderson, KY 42419-0024
270-827-2561
www.bigrivers.com

April 29, 2011

Jeff D. Cline
Public Service Commission
P.O. Box 615
Frankfort, KY 40602-0615

Dear Mr. Cline:

Enclosed is an original notarized copy of Big Rivers Electric Corporation's 2010 Financial and Statistical Report (Annual Report) pursuant to Public Service Commission (PSC) Regulation 807 KAR 5:006, Section 3(1), and Kentucky Revised Statute KRS 278.230(3). This report has also been submitted electronically via the PSC's internet-based data collection system. A copy of Big Rivers' 2010 Audit Report is being provided in conjunction with this filing.

In addition, pursuant to PSC Order dated October 7, 2005, the annual filing of information relating to Administrative Case 387 is enclosed herewith.

If you have any questions, please feel free to contact either Donna Windhaus or me.

Sincerely,

BIG RIVERS ELECTRIC CORPORATION

A handwritten signature in black ink that reads "Mark A. Hite".

Mark A. Hite
Vice President of Accounting

/msb
Enclosure

cc: Mark Bailey
C. William Blackburn
Albert Yockey
Ralph Ashworth
Donna Windhaus

000005

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Principal Payment and Interest Information

	Amount	Year
--	--------	------

Amount of Principal Payment During Calendar Year

\$38,054,579.00

Is Principal Current?

Y

Is Interest Current?

Y

CG0007

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Services Performed by Independent CPA



Are your financial statements examined by a Certified Public Accountant?

Enter Y for Yes or N for No

Y

If yes, which service is performed?

Enter an X on each appropriate line

Audit

X

Compilation

Review

000008

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Additional Information - Part 1

Please furnish the following information, for Kentucky Operations only

Number of Rural Customers (other than farms)

Number of Farms Served (A farm is any agricultural operating unit consisting of 3 acres or more)

Number of KWH sold to all Rural Customers

Total Revenue from all Rural Customers

LINE DATA

Total Number of Miles of Wire Energized (located in Kentucky)	1,265
Total number of Miles of Pole Line (Located in Kentucky)	1,265

000009

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Additional Information - Counties

Ballard, Breckinridge, Caldwell, Carlisle, Crittenden, Daviess, Graves, Grayson, Hancock, Hardin, Henderson, Hopkins, Livingston, Lyon, McCracken, McLean, Marshall, Meade, Muhlenberg, Ohio, Union, Webster

000010

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Supplemental Electric Information



Residential (440)

Commercial and Industrial Sales

Small (or Commercial)

Large (or Industrial)

Public St and Hwy Lighting (444)

Other Sales to Public Authorities (445)

Sales to Railroads and Railways (446)

Interdepartmental Sales (448)

Total Sales to Ultimate Customers

Sales For Resale (447)

Total Sales of Electricity

\$514,490,437.00

11,969,420,378

3

\$514,490,437.00

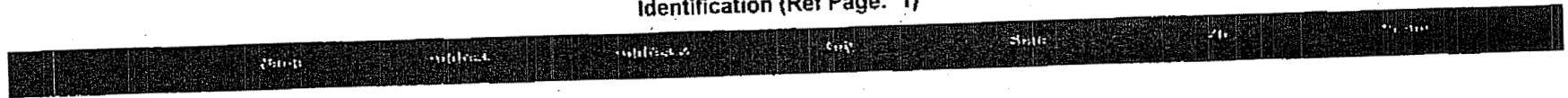
11,969,420,378

3

000011

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Identification (Ref Page: 1)



Exact Legal Name of Respondent

Big Rivers Electric Corporation

Previous Name and Date of change (if name changed during the year)

N/A

Name Address and Phone number of the contact person

Donna M. Windhaus
Manager General Accounting
201 Third Street

Henderson

KY

42420

2708446167

Note File: Attestation and signature via Electronic Filing

000012

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

General Information - (1) (Ref Page: 101)

	Name	Address	City	State	Zip
Provide name and title of the Officer having custody of the general corporate books of account	C. William Blackburn Senior Vice President Financial & Energy Services & CFO	201 Third Street	Henderson	KY	42420
Provide Address of Office where the general Corporate books are kept	Same as above				
Provide the Address of any other offices where other corporate books are kept if different from where the general corporate books are kept					

000013

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

General Information (2,3,4) (Ref Page: 101)

Provide the name of the State under the laws which respondent is incorporated and date

If incorporated under a special law give reference to such law

If not incorporated state that fact and give the type of organization and the date organized

Kentucky, June 14, 1961

If at any time during the year the property of respondent was held by a receiver or trustee

give (a) the name of receiver or trustee

(b) date such receiver or trustee took possession

(c) the authority by which the receivership or trusteeship was created and

(d) date when possession by receiver or trustee ceased.

N/A

State the classes or utility and other services furnished by respondent during the year in each State in which the respondent operated.

Class "A" Utility - Generation and Transmission Cooperative - Wholesale Supplier of Electrical Energy - Transmission of Electrical Energy

000014

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

General Information - (5) (Ref Page: 101)

Have you engaged as the principal accountant to audit your financial statements an accountant who is not the principal account for the previous years certified financial statements?

Enter Y for Yes or N for No

Y

If yes, Enter the date when such independent accountant was initially engaged

10/04/2010

000015

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Control Over Respondent (Ref Page: 102)

If any corporation, business trust or similar organization or combination of such organizations jointly held control over respondent at end of year

state name of controlling corporation or organization

manner in which control was held and extent of control.

If control was in a holding company organization, show the chain of ownership or control to the main parent company or organization.

If control was held by a trustee(s), state name of trustee(s), name of beneficiary or beneficiaries for whom trust was maintained and purpose of the trust.

Big Rivers Electric Corporation is a generation and transmission cooperative owned by its three member distribution cooperatives. Each member distribution cooperative has two representatives on the Big Rivers' Board. Big Rivers members are: Jackson Purchase Energy Corporation, Kenergy Corp., and Meade County RECC.

000016

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Corporations Controlled by Respondent (Ref Page: 103)



000017

NOT APPLICABLE

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Officers (Ref Page: 104)

Report name, title and salary for each executive officer whose salary is \$50,000 or more

President & CEO	Bailey	Mark	\$0.00
Sr Vice President & CFO	Blackburn	C William	\$0.00

000013

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Directors (Ref Page: 105)

Name	Address	City	State	Zip
Bill Denton, Chair	12633 Hwy 351	Henderson	KY	42420
Dr. James Sills, Vice Chair	362 Tuels Creek Rd	Hardinsburg	KY	40143
Lee Bearden, Secretary	211 Green Oaks Ln	Benton	KY	42025
Treasurer				
Paul Edd Butler	183 Davison Lane	Falls of Rough	KY	40119
Larry Elder	2245 Hayden Bridge Road	Owensboro	KY	42301
Wayne Elliott	6725 New Hope Church Road	Paducah	KY	42001

000019

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Important Changes During the Year (Ref Page: 108)

Give particulars concerning the matters indicated below.

- | | |
|--|---|
| 1. Changes in and important additions to franchise rights: | NONE |
| 2. Acquisition of ownership in other companies by reorganization, merger or consolidation with other companies: | NONE |
| 3. Purchase or sale of an operating unit or system: | NONE |
| 4. Important leaseholds (other than leaseholds for natural gas lands) that have been acquired or given assigned or surrendered: | See Notes to Financial Statements, Pages 123.5-123.9 in Hard Copy of Annual Report. |
| 5. Important extension or reduction of transmission or distribution system: | NONE |
| 6. Obligations incurred as a result of issuance of securities or assumption of liabilities or guarantees. | NONE |
| 7. Changes in articles of Incorporation or amendments to charter. Explain the nature and purpose of such changes or amendments. | NONE |
| 8. State the estimated annual effect and nature of any important wage scale changes during the year. | NONE |
| 9. State briefly the status of any materially important legal proceedings pending at the end of the year and the results. | See Note 14 to Financial Statements, Page 123.28 in Hard Copy of Annual Report. |
| 10. Describe briefly any materially important transactions not disclosed elsewhere in this report in which an officer, director, or associated company was a party or had a material interest. | NONE |
| (Reserved) | |
| 12. If the important changes appear in the annual report to stockholders are applicable and furnish data required by instructions 1 - 11 such notes may be included. | See Notes to Financial Statements, Pages 123-123.28 in Hard Copy of Annual Report. |

000020

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Balance Sheet - Assets and Other Debits (Ref Page: 110)

1. UTILITY PLANT		\$1,946,193,027.00
2. Utility Plant (101-106,114)	\$1,931,116,388.00	\$54,874,458.00
3. Construction Work in Progress (107)	\$55,256,847.00	\$2,001,067,485.00
4. TOTAL UTILITY PLANT	\$1,986,373,235.00	\$909,501,402.00
5. (Less) Accum. Prov. for Depr. Amort. Depl. (108,111,115)	\$908,099,500.00	\$1,091,566,083.00
6. Net Utility Plant	\$1,078,273,735.00	
7. Nuclear Fuel (120.1-120.4,120.6)		
8. (Less) Accum. Prov. for Amort. of Nucl. Assemblies (120.5)		
9. Net Nuclear Fuel		\$1,091,566,083.00
10. Net Utility Plant (Enter Total of Line 6 and Line 9)	\$1,078,273,735.00	
11. Utility Plant Adjustments (116)		
12. Gas Stored Underground - Non Current (117)		
13. OTHER PROPERTY AND INVESTMENTS		
14. Nonutility Property (121)		
15. (Less) Accum. Prov. for Depr and Amort. (122)		\$4,280,307.00
16. Investment in Associated Companies (123)	\$4,261,480.00	
17. Investments in Subsidiary Companies (123.1)		
18.		
19. Noncurrent Portion of Allowances	\$15,334.00	\$15,334.00
20. Other Investments (124)	\$243,878,495.00	\$218,166,328.00
21. Special Funds (125-128)	\$248,155,309.00	\$222,461,969.00
22. TOTAL Other Property and Investments		
23. CURRENT AND ACCRUED ASSETS		\$2,152.00
24. Cash (131)	\$239,814.00	\$572,263.00
25. Special Deposits (132-134)	\$571,739.00	\$3,725.00
26. Working Fund (135)	\$3,725.00	\$44,774,114.00
27. Temporary Cash Investments (136)	\$59,886,883.00	

000021

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Balance Sheet - Assets and Other Debits (Ref Page: 110)

28. Notes Receivable (141)		\$43,733,010.00
29. Customer Accounts Receivable (142)	\$39,902,095.00	
30. Other Accounts Receivable (143)	\$5,281,595.00	\$778,278.00
31. (Less) Accum. Prov. for Uncollectible Acct. Credit (144)		
32. Notes Receivable from Associated Companies (145)		
33. Accounts Receivable from Assoc. Companies (148)		\$36,750,058.00
34. Fuel Stock (151)	\$37,829,644.00	
35. Fuel Stock Expenses Undistributed (152)		
36. Residuals (Elec) and Extracted Products (153)		\$23,164,775.00
37. Plant Materials and Operating Supplies (154)	\$20,520,499.00	
38. Merchandise (155)		
39. Other Materials and Supplies (156)		
40. Nuclear Materials Held for Sale (157)		\$578,382.00
41. Allowances (158.1 and 158.2)		
42. (Less) Noncurrent Portion of Allowances		\$52,877.00
43. Stores Expense Undistributed (163)	(\$107,961.00)	
44. Gas Stored Underground - Current (164.1)		
45. Liquefied Natural Gas Stored and Held for Processing (164.2-164.3)		\$3,000,688.00
46. Prepayments (165)	\$5,013,952.00	
47. Advances for Gas (166-167)		\$1,394,037.00
48. Interest and Dividends Receivable (171)	\$1,417,019.00	
49. Rents Receivable (172)		
50. Accrued Utility Revenues (173)	\$892,314.00	
51. Miscellaneous Current and Accrued Assets (174)	\$3,622.00	\$3,472.00
52. Derivative Instrument Assets (175)		
53. Derivative Instrument Assets - Hedges (176)		

000022

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
 Balance Sheet - Assets and Other Debits (Ref Page: 110)

	\$171,454,940.00	\$154,807,831.00
54. TOTAL Current and Accrued Assets		
55. DEFERRED DEBITS		\$2,185,564.00
56. Unamortized Debt Expenses (181)	\$927,459.00	
57. Extraordinary Property Losses (181.1)		
58. Unrecovered Plant and Regulatory Study Costs (182.2)		
59. Other Regulatory Assets (182.3)		\$33,774.00
60. Prelim. Survey and Investigation Charges (Electric) (183)	\$4,932,459.00	
61. Prelim. Sur. and Invest. Charges (Gas) (183.1,183.2)		\$7,210.00
62. Clearing Accounts (184)	\$1,787.00	
63. Temporary Facilities (185)		\$481,307.00
64. Miscellaneous Deferred Debits (186)	\$1,737,768.00	
65. Def. Losses from Disposition of Utility Plt. (187)		
66. Research, Devel. and Demonstration Expend. (188)		\$641,388.00
67. Unamortized Loss on Reaquired Debt (189)		
68. Accumulated Deferred Income Taxes (190)		
69. Unrecovered Purchased Gas Costs (191)		\$3,349,243.00
70. TOTAL Deferred Debits	\$7,599,473.00	\$1,472,185,126.00
71. Total Assets and other Debits (Total Lines 10,11,12,22,54,70)	\$1,505,483,457.00	

000023

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
 Balance Sheet - Liabilities and Other Credits (Ref Page: 112)

1. PROPRIETARY CAPITAL		\$75.00
2. Common Stock Issued (201)		
3. Preferred Stock Issued (204)		
4. Capital Stock Subscribed (202,205)		
5. Stock Liability for Conversion (203,206)		
6. Premium on Capital Stock (207)	\$4,444,502.00	\$4,444,502.00
7. Other Paid-in Capital Stock (208-211)		
8. Installments Received on Capital stock (212)		
9. (Less) Discount on Capital Stock (213)		
10. (Less) Capital Stock Expense (214)	\$384,507,889.00	\$391,498,804.00
11. Retained Earnings (215,215.1,216)		
12. Unappropriated Undistributed Subsidiary Earnings (216.1)		
13. (Less) Reacquired Capital Stock (217)	(\$9,560,925.00)	(\$9,367,986.00)
14. Accumulated Other Comprehensive Income (219)	\$379,391,541.00	\$388,575,395.00
15. TOTAL Proprietary Capital		
16. LONG TERM DEBT		
17. Bonds (221)		
18. (Less) Reacquired Bonds (222)		
19. Advances from Associated Companies (223)	\$848,551,745.00	\$816,995,916.00
20. Other Long-Term Debt (224)		
21. Unamortized Premium on Long-Term Debt (225)		
22. (Less) Unamortized Discount on LongTerm Debt (226)	\$848,551,745.00	\$816,995,916.00
23. TOTAL Long Term Debt		
24. OTHER NONCURRENT LIABILITIES		
25. Obligations Under Capital Leases-NonCurrent (227)		
26. Accumulated Provision for Property Insurance (228.1)		
27. Accumulated Provision for Injuries and Damages (228.2)		

00002

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
 Balance Sheet - Liabilities and Other Credits (Ref Page: 112)

28. Accumulated Provision for Pensions and Benefits (228.3)	\$17,211,550.00	\$19,661,867.00
29. Accumulated Miscellaneous Operating Provisions (228.4)		
30. Accumulated Provision for Rate Refunds (229)		
31. Asset Retirement Obligations (230)	\$17,211,550.00	\$19,661,867.00
32. TOTAL OTHER Noncurrent Liabilities		
33. CURRENT AND ACCRUED LIABILITIES		\$10,000,000.00
34. Notes Payable (231)	\$34,019,328.00	\$31,298,484.00
35. Accounts Payable (232)		
36. Notes Payable to Associated Companies (233)		
37. Account Payable to Associated Companies (234)		\$400,902.00
38. Customer Deposits (235)	\$454,658.00	\$659,009.00
39. Taxes Accrued (236)	\$9,097,432.00	\$11,133,555.00
40. Interest Accrued (237)		
41. Dividends Declared (238)		
42. Matured Long-Term Debt (239)		
43. Matured Interests (240)	\$420,670.00	\$164,930.00
44. Tax Collections Payable (241)	\$8,988,952.00	\$9,401,938.00
45. Miscellaneous current and Accrued Liabilities (242)		
46. Obligations Under Capital Leases - Current (243)		
47. Derivative Instrument Liabilities (244)		
48. Derivative Instrument Liabilities - Hedges (245)		\$63,058,818.00
49. TOTAL Current and Accrued Liabilities	\$52,981,040.00	
50. DEFERRED CREDITS		
51. Customer Advances for Construction (252)		
52. Accumulated Deferred Investment Tax Credits (255)		
53. Deferred Gains from Disposition of Utility Plant (256)		
54. Other Deferred Credits (253)		

000025

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
 Balance Sheet - Liabilities and Other Credits (Ref Page: 112)

		\$185,893,130.00
	\$207,347,581.00	
55. Other Regulatory Liabilities (254)		
56. Unamortized gain on Reacquired Debt (257)		\$185,893,130.00
57. Accumulated Deferred Income Taxes (281-283)	\$207,347,581.00	\$1,472,185,126.00
58. TOTAL Deferred Credits	\$1,505,483,457.00	
59. TOTAL Liabilities and Other Credits (Total Lines 14,22,30,48 and 57)		

000026

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Statement of Income for the Year (Ref Page: 114)

1. UTILITY OPERATING INCOME					\$0.00	\$0.00
2. Operating Revenues (400)	\$527,324,453.00	\$372,814,980.00	\$527,324,453.00			
3. Operating Expenses					\$0.00	\$0.00
4. Operation Expenses (401)	\$394,946,355.00	\$253,148,047.00	\$394,946,355.00		\$0.00	\$0.00
5. Maintenance Expenses (402)	\$46,880,348.00	\$29,852,644.00	\$46,880,348.00		\$0.00	\$0.00
6. Depreciation Expense (403)	\$33,828,638.00	\$32,484,672.00	\$33,828,638.00		\$0.00	\$0.00
7. Depreciation Expense for Asset Retirement Costs (403.1)					\$0.00	\$0.00
8. Amort and Depl of Utility Plant (404-405)	\$413,554.00	\$946,089.00	\$413,554.00		\$0.00	\$0.00
9. Amort of Utility Plant Acq. Adj (406)						
10. Amort of Property Losses, Unrecovered Plant and Regulatory Study Costs (407)						
11. Amort. of Conversion Expenses (407)						
12. Regulatory Debits (407.3)						
13. (Less) Regulatory Credits (407.4)		\$690,227.00				
14. Taxes Other than Income Taxes (408.1)					\$0.00	\$0.00
15. Income Taxes - Federal (409.1)	\$259,571.00	\$1,140,215.00	\$259,571.00		\$0.00	\$0.00
16. Income Taxes - Other (409.1)	\$3,227.00	\$1,025.00	\$3,227.00		\$0.00	\$0.00
17. Provision for Deferred Income Taxes (410.1)						

000027

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Statement of Income for the Year (Ref Page: 114)

18. (Less) Provision for Deferred Income Taxes (411.1)					
19. Investment Tax Credit Adj. - Net (411.4)					
20. (Less) Gains from Disp. of Utility Plant (411.6)			(\$27,702.00)	\$0.00	\$0.00
21. Losses from Disp. of Utility Plant (411.7)	(\$27,702.00)				
22. (Less) Gains from Disposition of Allowances (411.8)					
23. Losses from Disposition of Allowances (411.9)					
24. Accretion Expense (411.10)				\$0.00	\$0.00
25. Total Utility Operating Expenses (Enter Total of Lines 4 - 24)	\$476,303,991.00	\$318,262,919.00	\$476,303,991.00	\$0.00	\$0.00
26. Net Utility Operating Income (Line 2 less line 25 - Carry forward to pg 117 line 25)	\$51,020,462.00	\$54,552,061.00	\$51,020,462.00	\$0.00	\$0.00

000028

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Statement of Income (continued) (Ref Page: 117)

27. Net Utility Operating Income (Carried from pg 114)	\$51,020,462.00	\$54,552,061.00
28. Other Income and Deductions		
29. Other Income		
30. Nonutility Operating Income		
31. Revenues From Merchandising, Jobbing and Contract Work (415)		
32. (Less) Costs and Exp. of Merchandising, Job, and Contract Work (416)		
33. Revenues From Nonutility Operations (417)		
34. (Less) Expenses of Nonutility Operations (417.1)		\$13,042.00
35. Nonoperating Rental Income (418)	\$28,146.00	
36. Equity In Earnings of Subsidiary Companies (418.1)		\$316,407.00
37. Interest and Dividend Income (419)	\$391,494.00	
38. Allowance for Other Funds Used During Construction (419.1)		
39. Miscellaneous Nonoperating Income (421)	\$2,145,385.00	\$537,417.00
40. Gain on Disposition of Property (421.1)	\$169,374.00	
41. TOTAL Other Income	\$2,734,399.00	\$866,866.00
42. Other Income Deductions		
43. Loss on Disposition of Property (421.2)		
44. Miscellaneous Amortization (425)		\$58,938.00
45. Miscellaneous Income Deductions (426.1 - 426.5)	\$91,490.00	\$58,938.00
46. TOTAL Other Income Deductions	\$91,490.00	
47. Taxes Applic. to Other Income and Deductions		
48. Taxes Other Than Income Taxes (408.2)		
49. Income Taxes - Federal (409.2)		
50. Income Taxes - Other (409.2)		(\$115,647.00)
51. Provision for Deferred Inc. Taxes (410.2)		

000023

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Statement of Income (continued) (Ref Page: 117)

52.	(Less) Provision for Deferred Income Taxes CR (411.2)		
53.	Investment Tax Credit Adj. Net (411.5)		
54.	(Less) Investment Tax Credits (420)		(\$115,647.00)
55.	TOTAL Taxes on Other Income and Deduct.		\$923,575.00
56.	Net Other Income and Deductions (Lines 41,46,55)	\$2,642,909.00	
57.	Interest Charges		\$59,894,664.00
58.	Interest on Long Term Debt (427)	\$46,380,691.00	\$2,225,523.00
59.	Amort of Debt Disc. and Expense (428)	\$84,305.00	
60.	Amortization of Loss on Reacquired Debt (428.1)	\$18,299.00	
61.	(Less) Amort. of Premium on Debt - CR (429)		
62.	(Less) Amortization of Gain on Reacquired Debt - CR (429.1)		
63.	Interest on Debt to Assoc. Companies (430)		\$3,453.00
64.	Other Interest Expense (431)	\$189,161.00	
65.	(Less) Allowance for Borrowed Funds Used During Construction CR (432)		\$62,123,640.00
66.	Net Interest Charges	\$46,672,456.00	(\$6,648,004.00)
67.	Income Before Extraordinary Items (Lines 25,54 and 64)	\$6,990,915.00	
68.	Extraordinary Items		\$537,978,261.00
69.	Extraordinary Income (434)		
70.	(Less) Extraordinary Deductions (435)		\$537,978,261.00
71.	Net Extraordinary Items (Lines 67 less 68)		
72.	Income Taxes - Federal and Other (409.3)		\$537,978,261.00
73.	Extraordinary Items After Taxes (Lines 69 less 70)		\$531,330,257.00
74.	Net Income (Lines 67 and 73)	\$6,990,915.00	

000030

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Statement of Retained Earnings for the Year (Ref Page: 118)

UNAPPROPRIATED RETAINED EARNINGS
(216)

State balance and purpose of each appropriated
retained earnings amount at end of year

\$384,507,889.00

Balance - Beginning of the Year

Changes (Identify by prescribed retained
earnings accounts)

give accounting entries for any applications of
appropriated retained earnings during the year.

Adjustments to Retained Earnings (439)

Credit:

TOTAL Credits to Retained Earnings (439)

Debit:

TOTAL Debits to Retained Earnings (439)

\$6,990,915.00

Balance Transferred from Income (433 less
418.1)

Appropriations of Retained Earnings (436)

TOTAL appropriations of Retained Earnings
(436)

Dividends Declared - Preferred stock (437)

TOTAL Dividends Declared - Preferred Stock
(437)

Dividends Declared - Common Stock (438)

TOTAL Dividends Declared - Common Stock
(438)

Transfers from Acct 216.1, Unappropriated
Undistributed Subsidiary Earnings

000031

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Statement of Retained Earnings for the Year (Ref Page: 118)

	\$391,498,804.00
Balance End of Year (Total Lines 01, 09,15,16,22,29,36,37)	
APPROPRIATED RETAINED EARNINGS (215)	
(215)	
TOTAL Appropriated Retained Earnings (215)	
APPROPRIATED RETAINED EARNINGS - AMORTIZATION RESERVE, FEDERAL	
TOTAL Appropriated Retained Earnings - Amortization Reserve, Federal (215.1)	
TOTAL Appropriated Retained Earnings (total lines 45 and 46) (214,215.1)	\$391,498,804.00
TOTAL Retained Earnings (215, 215.1, 216)	
UNAPPROPRIATED UNDISTRIBUTED SUBSIDIARY EARNINGS (216.1)	
Balance - Beginning of Year (Debit or Credit)	
Equity in Earnings for Year (Credit) (418.1)	
(Less) Dividends Received (Debit)	
Other Charges (explain)	\$0.00
Balance - End of Year	

000032

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Statement of Cash Flows (Ref Page: 120)

Net Cash Flow From Operating Activities:		\$6,990,915.00
Net Income (Line 72 c on page 117)		\$37,649,703.00
Noncash Charges (Credits) to Income:		
Depreciation and Depletion		\$6,498,750.00
Amortization of (Specify)		
	Increase in RUS Series B Note	(\$23,952,731.00)
	Noncash Member Rate Mitigation Revenue	
Deferred Income Taxes (Net)		\$1,587,698.00
Investment Tax Credit Adjustment (Net)		(\$2,303,911.00)
Net (Increase) Decrease in Receivables		
Net (Increase) Decrease in Inventory		
Net (Increase) Decrease in Allowances Inventory		\$77,778.00
Net Increase (Decrease) in Payables and Accrued Expenses		
Net (Increase) Decrease in Other Regulatory Assets		
Net Increase (Decrease) in Other Regulatory Liabilities		
(Less) Allowance for Other Funds Used During Construction		
(Less) Undistributed Earnings from Subsidiary Companies		
Other:		
	Net (Increase) Decrease in Prepaid Expenses	\$730,700.00
	Net (Increase) Decrease in Deferred Charges	\$1,251,039.00
	Net (Increase) Decrease in Other, Net	\$556,502.00
		\$29,086,443.00
Net Cash Provided by (Used in) Operating Activities (Total lines 2 thru 21)		
Cash Flows from Investment Activities:		
Construction and Acquisition of Plant (Including Land):		(\$42,682,515.00)
Gross Additions to Utility Plant (Less nuclear fuel)		
Gross Additions to Nuclear Fuel		

000033

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Statement of Cash Flows (Ref Page: 120)

Gross Additions to Common Utility Plant

Gross Additions to Nonutility Plant

(Less) Allowance for Other Funds Used During Construction

Other

(\$42,682,515.00)

Cash Outflows for Plant (Total lines 26-33)

Acquisition of Other Noncurrent Assets (d)

Proceeds from Disposal of Noncurrent Assets (d)

Investments in and Advances to Assoc. and Subsidiary
Companies

Contributions and Advances from Assoc. and Subsidiary
Companies

Disposition of Investments in (and Advances to) Associated and
Subsidiary Companies

Associated and Subsidiary Companies

Purchase of Investment Securities (a)

Proceeds from Sales of Investment Securities (a)

Loans Made or Purchased

Collections on Loans

Net (Increase) Decrease in Receivables

Net (Increase) Decrease in Inventory

Net (Increase) Decrease in Allowances Held for Speculation

Net Increase (Decrease) in Payables and Accrued Expenses

Other:

Proceeds from Restricted Investments & Other Dep

\$28,142,509.00

(\$14,540,006.00)

Net Cash Provided by (used in) Investing Activities (Lines 34-55)

Cash Flows from Financing Activities:

000034

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Statement of Cash Flows (Ref Page: 120)

Proceeds from Issuance of:		\$83,300,000.00
Long - Term Debt (b)		
Preferred Stock		
Common Stock		
Other		\$10,000,000.00
Net Increase in Short-Term Debt (c)		
Other		\$93,300,000.00
Cash Provided by Outside Sources (Total lines 61 thru 69)		
Payments for Retirement of		(\$121,354,579.00)
Long-Term Debt (b)		
Preferred Stock		
Common Stock		
Other		(\$2,002,257.00)
	Debt Issuance Cost - Bond Refunding	
Net Decrease in Short-Term Debt (c)		
Dividends on Preferred Stock		
Dividends on Common Stock		(\$30,056,836.00)
Net Cash Provided by (used in) Financing Activities (Lines 70 - 81)		(\$15,510,399.00)
Net Increase (Decrease) in Cash and Cash Equivalents (Total Lines 22, 57, 83)		\$60,280,390.00
Cash and Cash Equivalents at Beginning of Year		\$44,779,991.00
Cash and Cash Equivalents at End of Year		

000035

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Statement Accumulated Comprehensive Income, Comprehensive Income and Hedging Activities (Ref Page: 122)

	Balance Sheet	Income Statement	Balance Sheet	Income Statement
Comprehensive Income	\$0.00	\$0.00	\$0.00	\$0.00
Current Year:	\$0.00	\$0.00	\$0.00	\$0.00
Net Margin	\$0.00	\$0.00	\$0.00	\$0.00
FAS 158 Funded Status	\$0.00	\$0.00	\$0.00	\$192,939.00
Total Comprehensive Income	\$0.00	\$0.00	\$0.00	\$192,939.00
Current Year	\$0.00	\$0.00	\$0.00	\$0.00

000036

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Statement Accumulated Comprehensive Income, Comprehensive Income and Hedging Activities (Ref Page: 122) (Part Two)

	(a)	(b)	(c)	(d)	(e)	(f)
Comprehensive Income	\$0.00		\$0.00		\$0.00	\$0.00
Current Year	\$0.00		\$0.00		\$0.00	\$0.00
Net Margin	\$0.00		\$0.00		\$6,990,915.00	\$6,990,915.00
FAS 158 Funded Status	\$0.00		\$0.00	\$192,939.00	\$0.00	\$192,939.00
Total Comprehensive Income	\$0.00		\$0.00	\$192,939.00	\$6,990,915.00	\$7,183,854.00
Current Year	\$0.00		\$0.00	\$0.00	\$0.00	\$0.00

Note:

Ref. Page: 122

RUS has established Account 209, Accumulated Other Comprehensive Income and modified its Accounting Requirements for RUS Electric Borrowers accordingly. This is a deviation from FERC accounting requirements under FERC Order 627, which established Account 219 for Accumulated Other Comprehensive Income. Therefore, the FAS 158 adjustments shown on this page are reflected on Big Rivers' books in Account 209 instead of Account 219 as shown in the description of column (h).

000037

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

(1) Organization and Summary of Significant Accounting Policies

(a) General Information

Big Rivers Electric Corporation ("Big Rivers" or the "Company"), an electric generation and transmission cooperative, supplies wholesale power to its three member distribution cooperatives (Kenergy Corp., Jackson Purchase Energy Corporation, and Meade County Rural Electric Cooperative Corporation) under all requirements contracts, excluding the power needs of two large aluminum smelters (the "Aluminum Smelters"). Additionally, Big Rivers sells power under separate contracts to Kenergy Corp. for the Aluminum Smelters load and markets power to nonmember utilities and power marketers. The members provide electric power and energy to industrial, residential, and commercial customers located in portions of 22 western Kentucky counties. The wholesale power contracts with the members remain in effect until December 31, 2043. Rates to Big Rivers' members are established by the Kentucky Public Service Commission (KPSC) and are subject to approval by the Rural Utilities Service (RUS). The financial statements of Big Rivers include the provisions of the Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 980, *Certain Types of Regulation*, which was adopted by the Company in 2003, and gives recognition to the ratemaking and accounting practices of the KPSC and RUS.

In 1999, Big Rivers Leasing Corporation (BRLC) was formed as a wholly owned subsidiary of Big Rivers. BRLC's principal assets were the restricted investments acquired in connection with the 2000 sale-leaseback transaction discussed in Note 4. The sale-leaseback transaction was terminated on September 30, 2008 and BRLC was dissolved on July 7, 2009, in conjunction with the Unwind Transaction (See Note 2).

Management evaluated subsequent events up to and including March 25, 2011, the date the financial statements were available to be issued.

(b) Principles of Consolidation

The financial statements of Big Rivers include the accounts of Big Rivers and its wholly owned subsidiary, BRLC. All significant intercompany transactions have been eliminated.

(c) Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses, and disclosure of contingent assets and liabilities. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results may differ from those estimates.

000038

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

(d) System of Accounts

Big Rivers' maintains its accounting records in accordance with the Uniform System of Accounts as prescribed by the RUS Bulletin 1767B-1, as adopted by the KPSC. These regulatory agencies retain authority and periodically issue orders on various accounting and ratemaking matters. Adjustments to RUS accounting have been made to make the financial statements consistent with generally accepted accounting principles in the United States of America.

(e) Revenue Recognition

Revenues generated from the Company's wholesale power contracts are based on month-end meter readings and are recognized as earned. Prior to its termination, in accordance with FASB ASC 840, *Leases*, Big Rivers' revenue from the Lease Agreement was recognized on a straight-line basis over the term of the lease. The major components of this lease revenue include the annual lease payments and the Monthly Margin Payments (described in Note 2).

(f) Utility Plant and Depreciation

Utility plant is recorded at original cost, which includes the cost of contracted services, materials, labor, overhead, and an allowance for borrowed funds used during construction. Replacements of depreciable property units, except minor replacements, are charged to utility plant.

Allowance for borrowed funds used during construction is included on projects with an estimated total cost of \$250 or more before consideration of such allowance. The interest capitalized is determined by applying the effective rate of Big Rivers' weighted average debt to the accumulated expenditures for qualifying projects included in construction in progress.

Prior to July 17, 2009, the Effective Date of the Unwind Transaction (see Note 2), and in accordance with the terms of the Lease Agreement, the Company generally recorded capital additions for Incremental Capital Costs and Nonincremental Capital Costs expenditures funded by LG&E and KU Energy LLC (formerly E.ON U.S. LLC) as utility plant to which the Company maintained title. A corresponding obligation to LG&E and KU Energy LLC (LG&E and KU), was recorded for the estimated portion of these additions attributable to the Residual Value Payments (see Note 2). A portion of this obligation was amortized to lease revenue over the useful life of those assets during the remaining lease term. For the years ended December 31, 2010 and 2009, the Company recorded \$0 and \$5,557, respectively, for such additions in utility plant. The Company recorded \$0, \$3,881, and \$6,748 in 2010, 2009, and 2008, respectively, as related lease revenue in the accompanying financial statements. All amounts recorded for 2009 reflect the period prior to the Effective Date of the Unwind Transaction. Under the terms of the Unwind Transaction, LG&E and KU waived their right to the Residual Value Payment, and the Company recognized a gain.

In accordance with the Lease Agreement, and in addition to the capital costs funded by LG&E and KU (see Note 2) that were recorded by the Company as utility plant and lease revenue, LG&E and

000039

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

KU also incurred certain Nonincremental Capital Costs and Major Capital Improvements (as defined in the Lease Agreement) for which they waived rights to a Residual Value Payment by Big Rivers upon lease termination. Such amounts were not recorded as utility plant or lease revenue by the Company during the lease. In connection with the Unwind Transaction the Company recognized a gain of \$19,679 for the Nonincremental Capital assets for which LG&E and KU had waived rights to.

LG&E and KU constructed a scrubber (Major Capital Improvement) at Big Rivers' Coleman plant. The scrubber achieved commercial acceptance in January 2007. The Company acquired the Coleman scrubber at no cost under the terms of the Unwind Transaction, recognizing a gain of \$98,500 in 2009.

Depreciation of utility plant in service is recorded using the straight-line method over the estimated remaining service lives, as approved by the RUS and KPSC. The annual composite depreciation rates used to compute depreciation expense were as follows:

Electric plant	1.60% – 2.47%
Transmission plant	1.76% – 3.24%
General plant	1.11% – 5.62%

For 2010, 2009, and 2008, the average composite depreciation rates were 1.86%, 1.85%, and 1.85%, respectively. At the time plant is disposed of, the original cost plus cost of removal less salvage value of such plant is charged to accumulated depreciation, as required by the RUS.

(g) *Impairment Review of Long-Lived Assets*

Long-lived assets are reviewed as facts and circumstances indicate that the carrying amount may be impaired. This review is performed in accordance with FASB ASC 360, *Property, Plant, and Equipment* as it relates to impairment of long-lived assets. FASB ASC 360 establishes one accounting model for all impaired long-lived assets and long-lived assets to be disposed of by sale or otherwise. FASB ASC 360 requires the evaluation of impairment by comparing an asset's carrying value to the estimated future cash flows the asset is expected to generate over its remaining life. If this evaluation were to conclude that the carrying value of the asset is impaired, an impairment charge would be recorded based on the difference between the asset's carrying amount and its fair value (less costs to sell for assets to be disposed of by sale) as a charge to operations or discontinued operations.

(h) *Inventory*

Inventories are carried at average cost and include coal, petroleum coke, lime, limestone, oil and gas used for electric generation, and materials and supplies used for utility operations. Emission allowances are carried in inventory at a weighted average cost by each vintage year. Issuances of allowances are accounted for on a vintage basis using a monthly weighted average cost.

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

(i) Restricted Investments

Investments are restricted under KPSC order to establish certain reserve funds for member rate mitigation in conjunction with the Unwind Transaction. These investments have been classified as held-to-maturity and are carried at amortized cost (see Note 10).

(j) Cash and Cash Equivalents

Big Rivers considers all short-term, highly liquid investments with original maturities of three months or less to be cash equivalents.

(k) Income Taxes

Big Rivers was formed as a tax-exempt cooperative organization described in Internal Revenue Code Section 501(c)(12). To retain tax-exempt status under this section, at least 85% of the Big Rivers' receipts must be generated from transactions with the Company's members. In 1983, sales to nonmembers resulted in Big Rivers failing to meet the 85% requirement. Until Big Rivers can meet the 85% member income requirement, the Company will not be eligible for tax exempt status and will be treated as a taxable cooperative.

As a taxable cooperative, Big Rivers is entitled to exclude the amount of patronage allocations to members from taxable income. Income and expenses related to nonmember operations are taxable to Big Rivers. Big Rivers files a Federal income tax return and certain state income tax returns.

Under the provisions of FASB ASC 740, *Income Taxes*, Big Rivers is required to record deferred tax assets and liabilities for temporary differences between amounts reported for financial reporting purposes and amounts reported for income tax purposes. Deferred tax assets and liabilities are determined based upon these temporary differences using enacted tax rates for the year in which these differences are expected to reverse. Deferred income tax expense or benefit is based on the change in assets and liabilities from period to period, subject to an ongoing assessment of realization. Tax benefits associated with income tax positions taken, or expected to be taken, in a tax return are recorded only when the more-likely-than-not recognition threshold is satisfied and measured at the largest amount of benefit that is greater than 50% likely of being realized upon settlement.

(l) Patronage Capital

As provided in the bylaws, Big Rivers accounts for each year's patronage-sourced income, both operating and nonoperating, on a patronage basis. Notwithstanding any other provision of the bylaws, the amount to be allocated as patronage capital for a given year shall not be less than the greater of regular taxable patronage-sourced income or alternative minimum taxable patronage-sourced income.

(m) Derivatives

Management has reviewed the requirements of FASB ASC 815, *Derivatives and Hedging*, and has determined that certain contracts the Company is party to may meet the definition of derivative

000011

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

under FASB ASC 815. The Company has elected the Normal Purchase and Normal Sale exception for these contracts and, therefore, the contracts are not required to be recognized at fair value in the financial statements.

(n) Fair Value Measurements

The Fair Value Measurements and Disclosures Topic of the FASB ASC 820, *Fair Value Measurements and Disclosures*, defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal, or most advantageous, market for the asset or liability in an orderly transaction between market participants at the measurement date. The Fair Values Measurements Topic establishes a three-Level fair value hierarchy that prioritizes the inputs used to measure fair value. This hierarchy requires entities to maximize the use of observable inputs when possible. The three levels of inputs used to measure fair value are as follows:

- Level 1 – quoted prices in active markets for identical assets or liabilities
- Level 2 – observable inputs other than quoted prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; or other inputs that are observable or can be corroborated by observable market data; and
- Level 3 – unobservable inputs that are supported by little or no market activity and that are significant to the fair values of the assets or liabilities, including certain pricing models, discounted cash flow methodologies and similar techniques that use significant unobservable inputs.

000042

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

(2) LG&E Lease Agreement

Big Rivers, LG&E and KU, Western Kentucky Energy Corporation (WKEC), and LG&E Energy Marketing (LEM), closed effective July 17, 2009, a transaction resulting in a mutually acceptable early termination of the 1998 LG&E Lease Agreement (referred herein as the "Unwind Transaction" or "Unwind"). LG&E and KU, WKEC, and LEM are collectively referred to in the Notes as "LG&E and KU Entities." This transaction was approved by the KPSC and the RUS. The Unwind Transaction resulted in Big Rivers recognizing a net gain of \$537,978. This transaction resulted in the acquisition of assets, the assumption of liabilities, the forgiveness of liabilities, and the establishment of a regulatory reserve prescribed by the KPSC in their approval of the transaction. Assets and liabilities in the unwind transaction were accounted for at fair value or recorded value, as appropriate. The gain from the Unwind Transaction is summarized as follows:

	<u>Unwind gain</u>
Assets received:	
Cash	\$ 506,675
Coleman scrubber	98,500
Inventory	55,000
Construction in progress	23,074
Utility plant assets	19,679
SO2 allowances	980
Liabilities (assumed) forgiven:	
Economic Reserve	(157,000)
Rural Economic Reserve	(60,856)
Post-retirement benefits liability	(8,768)
Residual value payments obligation	145,251
LEM Settlement Note	15,440
Recognition of (expenses) income:	
Deferred lease income	7,187
Deferred loss from termination of sale/leaseback	(73,829)
Deferred loss from LEM Marketing Payment/Settlement Note	(14,520)
Unwind transaction costs	(18,991)
Other	156
Gain on unwind transaction	<u>\$ 537,978</u>

The terms of the LG&E Lease Agreement as originally structured are outlined in the following text. 123.5

On July 15, 1998 (Effective Date), a lease was consummated (Lease Agreement), whereby Big Rivers leased its generating facilities to Western Kentucky Energy Corporation (WKEC), a wholly owned subsidiary of LG&E and KU. Pursuant to the Lease Agreement, WKEC operated the generating facilities and maintained title to all energy produced. Throughout the lease term, in order for Big Rivers to fulfill its

000043

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

obligation to supply power to its members, the Company purchased substantially all of its power requirements from LG&E Energy Marketing Corporation (LEM), a wholly owned subsidiary of LG&E and KU, pursuant to a power purchase agreement.

Big Rivers continued to operate its transmission facilities and charged LEM tariff rates for delivery of the energy produced by WKEC and consumed by LEM's customers. The significant terms of the Lease Agreement were as follows:

- a. WKEC was to lease and operate Big Rivers' generation facilities through 2023.
- b. Big Rivers retained ownership of the generation facilities both during and at the end of the lease term.
- c. WKEC paid Big Rivers an annual lease payment of \$30,965 over the lease term, subject to certain adjustments.
- d. On the Effective Date, Big Rivers received \$69,100 representing certain closing payments and the first two years of the annual lease payments. In accordance with FASB ASC 840, *Leases*, the Company amortized these payments to revenue on a straight-line basis over the life of the lease.
- e. Big Rivers continued to provide power for its members, excluding the member loads serving the Aluminum Smelters, through its power purchase agreements with LEM and the Southeastern Power Administration, based on a pre-determined maximum capacity. When economically feasible, the Company also obtained the power necessary to supply its member loads, excluding the Aluminum Smelters, in the open market. Kenergy Corp.'s retail service for the Aluminum Smelters was served by LEM and other third-party providers that included Big Rivers. To the extent the power purchased from LEM did not reach pre-determined minimums, the Company was required to pay certain penalties. Also, to the extent additional power was available to Big Rivers under the LEM contract, Big Rivers made sales to nonmembers.
- f. LEM reimbursed Big Rivers the margins expected from the Aluminum Smelters, defined as the net cash flows that Big Rivers anticipated receiving if the Company had continued to serve the Aluminum Smelters' load, as filed in the Rate Hearing (the "Monthly Margin Payments").
- g. WKEC was responsible for the operating costs of the generation facilities; however, Big Rivers was partially responsible for ordinary capital expenditures (Nonincremental Capital Costs) for the generation facilities over the term of the Lease Agreement, generally up to predetermined annual amounts. At the end of the lease term, Big Rivers was obligated to fund a "Residual Value Payment" to LG&E and KU for such capital additions during the lease (see Note 1). Adjustments to the Residual Value Payment were made based upon actual capital expenditures. Additionally, WKEC made required capital improvements to the facilities to comply with new laws or a changes to existing laws (Incremental Capital Costs) over the lease life (the Company was partially responsible for such costs; 20% through 2010) and the Company was required to submit another Residual Value Payment to LG&E and KU for the undepreciated value of WKEC's 80% share of these costs, at the end of the lease. The Company had title to these assets during the lease and upon lease termination.

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

- h. Big Rivers entered into a note payable with LEM for \$19,676 (the "LEM Settlement Note") to be repaid over the term of the Lease Agreement, with an interest rate at 8% per annum, in consideration for LEM's assumption of the risk related to unforeseen costs with respect to power to be supplied to the Aluminum Smelters and the increased responsibility for financing capital improvements. The Company recorded this obligation as a component of deferred charges with the related payable recorded as long-term debt in the accompanying balance sheets. This deferred charge was amortized on a straight-line basis up to the Effective Date of the Unwind Transaction.
- i. On the Effective Date, Big Rivers paid a nonrefundable marketing payment of \$5,933 to LEM, which was recorded as a component of deferred charges. This amount was amortized on a straight-line basis up to the Effective Date of the Unwind Transaction.
- j. During the lease term, Big Rivers was entitled to certain "billing credits" against amounts the Company owed LEM under the power purchase agreement. Each month during the first 55 months of the lease term, Big Rivers received a credit of \$89. For the year 2011, Big Rivers was to receive a credit of \$2,611 and for the years 2012 through 2023, the Company was to receive a credit of \$4,111 annually.

In accordance with the power purchase agreement with LEM, the Company was allowed to purchase power in the open market rather than from LEM, incurring penalties when the power purchased from LEM did not meet certain minimum levels, and to sell excess power (power not needed to supply its jurisdictional load) in the open market (collectively referred to as "Arbitrage"). Pursuant to the New RUS Promissory Note (currently the RUS Series A Note) and the RUS ARVP Note (currently the RUS Series B Note), the benefit, net of tax, as defined, derived from Arbitrage had to be divided as follows: one-third, adjusted for capital expenditures, was used to make principal payments on the New RUS Promissory Note; one-third was used to make principal payments on the RUS ARVP Note; and the remaining value was retained by the Company.

000045

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

(3) Utility Plant

At December 31, 2010 and 2009, utility plant is summarized as follows:

	<u>2010</u>	<u>2009</u>
Classified plant in service:		
Production plant	\$ 1,689,024	1,675,733
Transmission plant	237,689	236,639
General plant	18,937	18,201
Other	543	543
	<u>1,946,193</u>	<u>1,931,116</u>
Less accumulated depreciation	<u>909,501</u>	<u>908,099</u>
	1,036,692	1,023,017
Construction in progress	<u>54,874</u>	<u>55,257</u>
Utility plant – net	<u>\$ 1,091,566</u>	<u>1,078,274</u>

Interest capitalized for the years ended December 31, 2010, 2009, and 2008, was \$684, \$133, and \$492, respectively.

The Company has not identified any material legal asset retirement obligations, as defined in FASB ASC 410, *Asset Retirement Obligations*. In accordance with regulatory treatment, the Company records an estimated net cost of removal of its utility plant through normal depreciation. As of December 31, 2010 and 2009, the Company had approximately \$38,000 and \$35,835, respectively, related to non-legal removal costs included in accumulated depreciation.

(4) Sale-Leaseback

On April 18, 2000, the Company completed a sale-leaseback of two of its utility plants, including the related facilities and equipment. The sale-leaseback provided Big Rivers a \$1,089,000 fixed price purchase option, at the end of each lease term (25 and 27 years), which, together with future contractual interest receipts, would be fully funded.

On September 30, 2008, the Company completed an early termination of the sale-leaseback transaction. The termination was precipitated by the June 2008 downgrade of the claims-paying ability of Ambac Assurance Corporation (Ambac). Ambac served as insurer of Big Rivers' payment obligations, thereby providing credit support under the transaction. Ambac's downgrade exposed the Company to adverse consequences under the contractual terms of the transaction and after consideration of alternative options, Big Rivers ultimately settled on termination as the preferred solution. Proceeds from disposition of the restricted investment and payments required under the termination agreements were \$222,739 and \$329,559, respectively, reflecting a net cash payment of \$107,120. To meet its remaining obligations Big Rivers' entered into a \$12,380 promissory note (see Note 5) with Philip Morris Capital Corporation

000046

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

(PMCC). A net loss of \$77,001 resulting from the early termination of the sale-leaseback was recorded as a regulatory asset and was amortized up to the Effective Date of the Unwind Transaction; with the balance of the regulatory asset reflected as an offset to the gain recognized from the Unwind Transaction.

Prior to termination the sale-leaseback transaction was recorded as a financing for financial reporting purposes and a sale for Federal income tax purposes. In connection therewith, in 2000, Big Rivers received \$866,676 of proceeds and incurred \$791,626 of related obligations. Pursuant to a payment undertaking agreement with a financial institution, Big Rivers effectively extinguished \$656,029 of these obligations with an equivalent portion of the proceeds. The Company also purchased investments with an initial value of \$146,647 to fund the remaining \$135,597 of the obligations. Interest received and paid was recorded to these accounts up to the date of lease termination. The Company paid 7.57% interest on its obligations related to long-term lease and received 6.89% on its related investments. The Company made a \$64,000 principal payment on the New RUS Promissory Note with the remaining proceeds. The \$75,050 gain was deferred and was amortized up to the date of lease termination, with the Company recognizing \$1,998 in 2008.

The unamortized balance of the deferred loss was recognized in 2009 in conjunction with the unwind transaction described in Note 2 based on agreement with the KPSC.

Amounts recognized in the statement of operations related to the sale-leaseback for the year ended December 31, 2008, were as follows:

	<u>2008</u>
Power contracts revenue (revenue discount adjustment – see Note 6)	\$ (2,453)
Interest on obligations related to long-term lease:	
Interest expense	\$ 8,989
Amortize gain on sale-leaseback	<u>(1,998)</u>
Net interest on obligations related to long-term lease	<u>\$ 6,991</u>
Interest income on restricted investments under long-term lease	\$ 8,742
Interest income and other	779

000047

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

(5) Debt and Other Long-Term Obligations

A detail of long-term debt at December 31, 2010 and 2009, is as follows:

	<u>2010</u>	<u>2009</u>
RUS Series A Promissory Note, stated amount of, \$561,061, stated interest rate of 5.75%, with an imputed interest rate of 5.84% maturing July 2021	\$ 558,731	596,786
RUS Series B Note, stated amount of \$245,530, no stated interest rate, with interest imputed at 5.80%, maturing December 2023	116,165	109,666
County of Ohio, Kentucky, promissory note, fixed interest rate of 6.00%, maturing in July 2031	83,300	—
County of Ohio, Kentucky, promissory note, variable interest rate (average interest rate of 3.56% and 10.50% in 2010 and 2009, respectively), maturing in October 2022	—	83,300
County of Ohio, Kentucky, promissory note, variable interest rate (average interest rate of 3.27% and 3.22% in 2010 and 2009, respectively), maturing in June 2013	58,800	58,800
Total long-term debt	<u>816,996</u>	<u>848,552</u>
Current maturities	<u>7,373</u>	<u>14,185</u>
Total long-term debt – net of current maturities	<u>\$ 809,623</u>	<u>834,367</u>

The following are scheduled maturities of long-term debt at December 31:

	<u>Amount</u>
Year:	
2011	\$ 7,373
2012	76,078
2013	79,275
2014	21,676
2015	22,968
Thereafter	<u>609,626</u>
Total	<u>\$ 816,996</u>

(a) RUS Notes

On July 15, 1998, Big Rivers recorded the New RUS Promissory Note and the RUS ARVP Note at fair value using the applicable market rate of 5.82%. On the Unwind Closing Date, the New RUS Note and the ARVP Note were replaced with the RUS 2009 Promissory Note Series A and the RUS 2009 Promissory Note Series B, respectively. After an Unwind Closing Date payment of \$140,181, the RUS 2009 Promissory Note Series A is recorded at an interest rate of 5.84%. The RUS 2009

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

Series B Note is recorded at an imputed interest rate of 5.80%. The RUS Notes are collateralized by substantially all assets of the Company and secured by the Indenture dated July 1, 2009 between the Company and U.S. Bank National Association.

(b) Pollution Control Bonds

In June 2010, the County of Ohio, Kentucky, issued \$83,300 of Pollution Control Refunding Revenue Bonds, Series 2010A (Series 2010A Bonds), the proceeds of which are supported by a promissory note from Big Rivers, which bears the same interest rate. These bonds bear interest at a fixed rate of 6.00% and mature in July 2031. Proceeds from the Series 2010A Bonds were used to refund the \$83,300, County of Ohio, Kentucky, Periodic Auction Rate Securities, Series 2001A.

The County of Ohio, Kentucky, issued \$58,800 of Pollution Control Variable Rate Demand Bonds, Series 1983, the proceeds of which are supported by a promissory note from Big Rivers, which bears the same interest rate as the bonds. These bonds bear interest at a variable rate and mature in June 2013.

The Series 1983 bonds are supported by a liquidity facility issued by Credit Suisse First Boston, which was assigned to Dexia Credit in 2006. In addition, the Series 1983 bonds are supported by a municipal bond insurance and surety policy issued by Ambac Assurance Corporation. Big Rivers has agreed to reimburse Ambac Assurance Corporation for any payments under the municipal bond insurance policy or the surety policy. Both Series are secured by the Indenture dated July 1, 2009 between the company and U.S. Bank National Association.

The Series 1983 are subject to a maximum interest rate of 13%. The December 31, 2010 interest rate on the Series 1983 Pollution Control Bonds was 3.25%.

(c) LEM Settlement Note

On July 15, 1998 Big Rivers executed the Settlement Note with LEM. The Settlement Note required Big Rivers to pay to LEM \$19,676, plus interest at 8% per annum over the lease term. The principal and interest payment was approximately \$1,822 annually. On the Unwind Closing Date, in connection with the Unwind Transaction the remaining balance on the Settlement Note in the amount of \$15,440 was forgiven.

(d) Notes Payable

Notes payable represent the Company's borrowing on its line of credit with the National Rural Utilities Cooperative Finance Corporation (CFC) and CoBank, ACB (CoBank). The maximum borrowing capacity on the lines of credit is \$100,000 consisting of \$50,000 each for CFC and CoBank. Big Rivers had \$10,000 of borrowings outstanding, at an interest rate of 2.46%, on the CoBank line of credit at December 31, 2010. Letters of credit issued under an associated Letter of Credit Facility with CFC reduced the borrowing capacity on the CFC line of credit by \$5,928. Advances on the CFC line of credit bear interest at a variable rate and outstanding balances are payable in full by the maturity date of July 16, 2014. The CFC variable rate is equal to the CFC Line

000049

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

of Credit Rate, which is defined as "the rate published by CFC from time to time, by electronic or other means, for similarly classified lines of credit, but if not published, then the rate determined for such lines of credit by CFC from time to time." Advances on the CoBank line of credit bear interest at a variable rate and outstanding balances are payable in full by the maturity date of July 16, 2012. The CoBank variable rate is a fixed rate per annum (for interest periods of 1, 2, 3 and 6 months) equal to LIBOR plus the Applicable Margin as determined by the Company's credit rating. At December 31, 2010 the Company had available to it a \$2,500 line of credit with CFC to finance storm emergency repairs and expenses related to electric utility operations with a February 25, 2011 maturity date.

(e) *Covenants*

Big Rivers is in compliance with all debt covenants associated with both long-term and short-term debt. The Company's Indenture and its line of credit with CFC require that a Margins for Interest Ratio (MFIR) of at least 1.10 be maintained for each fiscal year. The CoBank line of credit agreement requires that at the end of each fiscal year the Company have a Debt Service Coverage Ratio (DSCR) of not less than 1.20. Big Rivers' 2010 MFIR was 1.15 and its DSCR was 1.47.

(6) **Rate Matters**

The rates charged to Big Rivers' members consist of a demand charge per kW and an energy charge per kWh consumed as approved by the KPSC. The rates include specific demand and energy charges for its members' two classes of customers, the large industrial customers and the rural customers under its jurisdiction. For the large industrial customers, the demand charge is generally based on each customer's maximum demand during the current month. Each members rural demand charge is based upon the maximum coincident demand of their rural delivery points.

Prior to the Unwind Transaction the demand and energy charges were not subject to adjustments for increases or decreases in fuel or environmental costs. In conjunction with the Unwind Transaction, the KPSC approved the implementation of certain tariff riders; including a fuel adjustment clause and an environmental surcharge, offset by an unwind surcredit (a refund to tariff members of certain charges collected from the Aluminum Smelter in accordance with the contract terms). The net effect of these tariffs is recognized as revenue on a monthly basis with an offset to the regulatory liability - member rate mitigation described below.

The net impact of the tariff riders to members rates is currently mitigated by a Member Rate Stability Mechanism (MRSM) that was funded by certain cash amounts received from the E.ON Entities in connection with the Unwind Transaction (the Economic and Rural Economic Reserves) and held by Big Rivers as restricted investments. An offsetting regulatory liability - member rate mitigation was established with the funding of these accounts.

In its order approving the Unwind Transaction, the KPSC stipulated that Big Rivers file a rate case within three years of the Unwind Closing Date or by July 2012. On March 1, 2011, the Company filed an application with the KPSC requesting authority to adjust its rates for wholesale electric service.

000050

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

Effective since September 1, 2000, and continuing through August 31, 2008, the KPSC approved Big Rivers' request for a \$3,680 annual revenue discount adjustment for its members, effectively passing the benefit of the sale-leaseback transaction (see note 4) to them. On September 1, 2008, Big Rivers' discontinued the revenue discount adjustment to its members in conjunction with the sale-leaseback termination.

The wholesale rates established for the members non-smelter large direct-served industrial customers (the "Large Industrial Rate") provide the basis for pricing the energy consumed by the Aluminum Smelters. The primary component of the pricing used for the Aluminum Smelters is an energy charge in dollars per MWh determined by applying the Large Industrial Rate to a load with a 98% load factor, and adding an additional charge of \$0.25 per MWh. The other components reflected in the pricing of the Aluminum Smelters' energy usage are certain charges and credits as provided for under the terms of the Aluminum Smelters' wholesale electric service agreements between Big Rivers and Kenergy Corp. (Kenergy Corp. is the retail provider for the Aluminum Smelters load).

(7) Income Taxes

As a result of the sale-leaseback terminations in 2008 (see note 4), Big Rivers no longer considers that it is more likely than not that it will recover its net deferred tax assets (which consisted of Net Operating Loss (NOL) Carryforwards, Alternative Minimum Tax (AMT) Credit Carryforwards, Fixed Asset Book to Tax Differences, Economic Reserve Book to Tax Differences, and RUS Series B Note Book to Tax Differences). An income statement charge of \$5,035 relating the AMT amounts carried forward at January 1, 2008 together with a charge of \$900 relating to the 2008 AMT obligation were recorded in the Statement of Operations for 2008. AMT charges were recorded in the Statement of Operations for 2010 and 2009 in the amount of \$259 and \$1,025, respectively.

At December 31, 2010, Big Rivers had a Nonpatron Net Operating Loss Carryforward of approximately \$42,354 expiring at various times between 2010 and 2030, and an Alternative Minimum Tax Credit Carryforward of approximately \$6,038, which carries forward indefinitely.

The Company has not recorded any regular income tax expense for the years ended December 31, 2010, 2009 and 2008, as the Company has utilized federal net operating losses to offset any regular taxable income during those years. Had the Company not had the benefit of a net operating loss carryforward, the Company would have recorded \$3,846, \$19,619, and \$20,363 in current regular tax expense for the years ended December 31, 2010, 2009 and 2008, respectively.

000051

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

The components of the net deferred tax assets as of December 31, 2010 and 2009, were as follows:

	<u>2010</u>	<u>2009</u>
Deferred tax assets:		
Net operating loss carryforward	\$ 16,730	20,990
Alternative minimum tax credit carryforwards	6,038	7,052
Member rate mitigation	10,326	10,326
Fixed asset basis difference	10,752	11,420
RUS Series B Note	14,767	—
Total deferred tax assets	<u>58,613</u>	<u>49,788</u>
Deferred tax liabilities:		
RUS Series B Note	—	(23,793)
Bond refunding costs	<u>(8)</u>	<u>—</u>
Total deferred tax liabilities	<u>(8)</u>	<u>(23,793)</u>
Net deferred tax asset (prevaluation allowance)	<u>58,605</u>	<u>25,995</u>
Valuation allowance	<u>(58,605)</u>	<u>(25,995)</u>
Net deferred tax asset	<u>\$ —</u>	<u>—</u>

A reconciliation of the Company's effective tax rate for 2010, 2009 and 2008, follows: 123.14

	<u>2010</u>	<u>2009</u>	<u>2008</u>
Federal rate	35.0%	35.0%	35.0%
State rate – net of federal benefit	4.5	4.5	4.5
Permanent differences	0.5	—	—
Patronage allocation to members	(38.8)	(35.4)	(31.3)
Tax benefit of operating loss carryforwards and other	(1.2)	(4.1)	(8.2)
Alternative minimum tax	<u>3.0</u>	<u>0.2</u>	<u>18.0</u>
Effective tax rate	<u>3.0%</u>	<u>0.2%</u>	<u>18.0%</u>

000052

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

The Company files a federal income tax return, as well as certain state income tax returns. The years currently open for federal tax examination are 2006 through 2010 and 1995 through 1997, due to unused net operating loss carryforwards. The major state tax jurisdiction currently open for tax examination is Kentucky for years 2003 through 2010 and years 2001 through 2002, also due to unused net operating loss carryforwards. The Company has not recorded any unrecognized tax benefits or liabilities related to federal or state income taxes.

The Company classifies interest and penalties as an operating expense on the income statement and accrued expense in the balance sheet. No material interest or penalties have been recorded during 2010, 2009, or 2008.

(8) Power Purchased

Prior to the Unwind Transaction and in accordance with the Lease Agreement, Big Rivers supplied all of the members' requirements for power to serve their customers, other than the Aluminum Smelters. Contract limits were established in the Lease Agreement and included minimum and maximum hourly and annual power purchase amounts. Big Rivers could not reduce the contract limits by more than 12 MW in any year or by more than a total of 72 MW over the lease term. In the event Big Rivers failed to take the minimum requirement during any hour or year, Big Rivers was liable to LEM for a certain percentage of the difference between the amount of power actually taken and the applicable minimum requirement.

Although Big Rivers was required by the Lease Agreement to purchase minimum hourly and annual amounts of power from LEM, the lease did not prevent Big Rivers from paying the associated penalty in certain hours to purchase lower cost power, if available, in the open market or reselling a portion of its purchased power to a third party. The power purchases made under this agreement for the years ended December 31, 2009 and 2008, were \$51,592 and \$99,700, respectively, and are included in power purchased and interchanged on the statement of operations.

(9) Pension Plans

(a) Defined Benefit Plans

Big Rivers has noncontributory defined benefit pension plans covering substantially all employees who meet minimum age and service requirements and who were employed by the Company prior to the plans closure dates cited below. The plans provide benefits based on the participants' years of service and the five highest consecutive years' compensation during the last ten years of employment. Big Rivers' policy is to fund such plans in accordance with the requirements of the Employee Retirement Income Security Act of 1974.

The salaried employees defined benefit plan was closed to new entrants effective January 1, 2008, and the bargaining employees defined benefit plan was closed to new hires effective November 1, 2008. The Company simultaneously established base contribution accounts in the defined contribution thrift and 401(k) savings plans, which were renamed as the retirement savings plans. The base contribution account for an eligible employee, which is one who meets the minimum age

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

and service requirements, but for whom membership in the defined benefit plan is closed, is funded by employer contributions based on graduated percentages of the employee's pay, depending on his or her age.

The Company has adopted FASB ASC 715, *Defined Benefit Plans*, including the requirement to recognize the funded status of its pension plans and other postretirement plans (see Note 12 – Postretirement Benefits Other Than Pensions). FASB ASC 715 defines the funded status of a defined benefit pension plan as the fair value of its assets less its projected benefit obligation, which includes projected salary increases, and defines the funded status of any other postretirement plan as the fair value of its assets less its accumulated postretirement benefit obligation.

FASB ASC 715 also requires an employer to measure the funded status of a plan as of the date of its year-end balance sheet and requires disclosure in the notes to the financial statements certain additional information related to net periodic benefit costs for the next fiscal year. The Company's pension and other postretirement benefit plans are measured as of December 31, 2010 and 2009.

The following provides an overview of the Company's noncontributory defined benefit pension plans.

A reconciliation of the Company's benefit obligations of its noncontributory defined benefit pension plans at December 31, 2010 and 2009, follows:

	<u>2010</u>	<u>2009</u>
Benefit obligation – beginning of period	\$ 25,493	24,253
Service cost – benefits earned during the period	1,289	1,241
Interest cost on projected benefit obligation	1,368	1,466
Participant contributions (lump sum repayment)	—	40
Plan settlements	—	262
Benefits paid	(806)	(3,945)
Actuarial loss	1,460	2,176
Benefit obligation – end of period	<u>\$ 28,804</u>	<u>25,493</u>

The accumulated benefit obligation for all defined benefit pension plans was \$21,977 and \$18,630 at December 31, 2010 and 2009, respectively.

000054

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

A reconciliation of the Company's pension plan assets at December 31, 2010 and 2009, follows:

	<u>2010</u>	<u>2009</u>
Fair value of plan assets – beginning of period	\$ 22,270	20,295
Actual return on plan assets	2,707	4,820
Employer contributions	1,096	1,060
Participant contributions (lump sum repayment)	—	40
Benefits paid	<u>(806)</u>	<u>(3,945)</u>
Fair value of plan assets – end of period	\$ <u>25,267</u>	<u>22,270</u>

The funded status of the Company's pension plans at December 31, 2010 and 2009, follows:

	<u>2010</u>	<u>2009</u>
Benefit obligation – end of period	\$ (28,804)	(25,493)
Fair value of plan assets – end of period	<u>25,267</u>	<u>22,270</u>
Funded status	\$ <u>(3,537)</u>	<u>(3,223)</u>

Components of net periodic pension costs for the years ended December 31, 2010, 2009, and 2008, were as follows:

	<u>2010</u>	<u>2009</u>	<u>2008</u>
Service cost	\$ 1,289	1,241	1,072
Interest cost	1,368	1,466	1,220
Expected return on plan assets	(1,533)	(1,332)	(1,516)
Amortization of prior service cost	19	19	19
Amortization of actuarial loss	584	834	247
Settlement loss	<u>—</u>	<u>1,690</u>	<u>—</u>
Net periodic benefit cost	\$ <u>1,727</u>	<u>3,918</u>	<u>1,042</u>

A reconciliation of the pension plan amounts in accumulated other comprehensive income at December 31, 2010 and 2009, follows:

	<u>2010</u>	<u>2009</u>
Prior service cost	\$ (40)	(59)
Unamortized actuarial (loss)	<u>(9,354)</u>	<u>(9,651)</u>
Accumulated other comprehensive income	\$ <u>(9,394)</u>	<u>(9,710)</u>

000055

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

In 2011, \$19 of prior service cost and \$560 of actuarial loss is expected to be amortized to periodic benefit cost.

The recognized adjustments to other comprehensive income at December 31, 2010 and 2009, follows:

	<u>2010</u>	<u>2009</u>
Prior service cost	\$ 19	19
Unamortized actuarial (loss)	297	3,575
Other comprehensive income	<u>\$ 316</u>	<u>3,594</u>

At December 31, 2010 and 2009, amounts recognized in the statement of financial position were as follows:

	<u>2010</u>	<u>2009</u>
Deferred credits and other	\$ (3,537)	(3,223)

Assumptions used to develop the projected benefit obligation and determine the net periodic benefit cost were as follows:

	<u>2010</u>	<u>2009</u>	<u>2008</u>
Discount rate – projected benefit obligation	4.95%	5.59%	6.38%
Discount rate – net periodic benefit cost	5.59	6.38	6.25
Rates of increase in compensation levels	4.00	4.00	4.00
Expected long-term rate of return on assets	7.25	7.25	7.25

The expected long-term rate of return on plan assets for determining net periodic pension cost for each fiscal year is chosen by the Company from a best estimate range determined by applying anticipated long-term returns and long-term volatility for various asset categories to the target asset allocation of the plans, as well as taking into account historical returns.

Using the asset allocation policy adopted by the Company noted in the paragraph below, we determined the expected rate of return at a 50% probability of achievement Level based on (a) forward-looking rate of return expectations for passively managed asset categories over a 20-year time horizon and (b) historical rates of return for passively managed asset categories. Applying an approximately 80%/20% weighting to the rates determined in (a) and (b), respectively, produced an expected rate of return of 7.28%, which was rounded to 7.25%.

000056

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

Big Rivers utilizes a third party investment manager for the plan assets, and has communicated thereto the Company's Retirement Plan Investment Policy, including a target asset allocation mix of 50% U.S. Equities (an acceptable range of 45-55%), 15% International Equities (an acceptable range of 10-20%), and 35% fixed income (an acceptable range of 30-40%). As of December 31, 2010 and 2009, the investment allocation was 58% and 55%, respectively, in U.S. Equities, 9% and 11%, respectively, in International Equities, and 33% and 34%, respectively, in fixed income. The objective of the investment program seeks to (a) maximize return on investment, (b) minimize volatility, (c) minimize company contributions, and (d) provide the employee benefit in accordance with the plans. The portfolio is well diversified and of high quality. The average quality of the fixed income investments must be "A" or better. The Equity portfolio must also be of investment grade quality. The performance of the investment manager is reviewed semi-annually.

At December 31, 2010 and 2009, the fair value of Big Rivers' defined benefit pension plan assets by asset category, as required by FASB ASC 320 (see Note 1), are as follows:

	Level 1	Level 2	December 31, 2010
Cash and money market	\$ 1,517	—	1,517
Equity securities:			
U.S. large-cap stocks	9,731	—	9,731
U.S. mid-cap stock mutual funds	2,926	—	2,926
U.S. small-cap stock mutual funds	1,448	—	1,448
International stock mutual funds	2,194	—	2,194
Preferred stock	490	—	490
Fixed:			
TIPS Bond Fund	161	—	161
U.S. Government Agency Bonds	—	1,843	1,843
Taxable U.S. Municipal Bonds	—	2,635	2,635
U.S. Corporate Bonds	—	2,322	2,322
	<u>\$ 18,467</u>	<u>6,800</u>	<u>25,267</u>

000057

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

	<u>Level 1</u>	<u>Level 2</u>	<u>December 31, 2009</u>
Cash and money market	\$ 815	—	815
Equity securities:			
U.S. large-cap stocks	8,580	—	8,580
U.S. mid-cap stock mutual funds	2,064	—	2,064
U.S. small-cap stock mutual funds	1,282	—	1,282
International stock mutual funds	2,328	—	2,328
Preferred stock	404	—	404
Fixed:			
U.S. Government Agency Bonds	—	2,139	2,139
Taxable U.S. Municipal Bonds	—	2,282	2,282
U.S. Corporate Bonds	—	2,376	2,376
	<u>\$ 15,473</u>	<u>6,797</u>	<u>22,270</u>

Expected retiree pension benefit payments projected to be required during the years following 2010 are as follows:

Years ending December 31:	<u>Amount</u>
2011	\$ 1,788
2012	2,115
2013	3,939
2014	1,787
2015	3,139
2016 – 2020	<u>12,017</u>
Total	<u>\$ 24,785</u>

In 2011, the Company expects to contribute \$949 to its pension plan trusts.

(b) Defined Contribution Plans

Big Rivers has two defined contribution retirement plans covering substantially all employees who meet minimum age and service requirements. Each plan has a thrift and 401(k) savings section allowing employees to contribute up to 75% of pay on a pre-tax and/or after-tax basis, with employer matching contributions equal to 60% of the first 6% contributed by the employee on a pre-tax basis.

A base contribution retirement section was added and the plan name changed from thrift and 401(k) savings to retirement savings, effective January 1, 2008, for the salaried plan and November 1, 2008, for the bargaining plan. The base contribution account is funded by employer contributions based on graduated percentages of pay, depending on the employee's age.

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

The Company's expense under these plans was \$4,389 and \$355 for the years ended December 31, 2010 and 2009, respectively.

(c) Deferred Compensation Plan

Effective May 1, 2008, Big Rivers established a nonqualified deferred compensation plan for its eligible employees who are members of a select group of management or highly compensated employees. The purpose of the plan is to allow participants to receive contributions or make deferrals that they could not receive or make under the salaried employees qualified defined contribution retirement savings plan (formerly the thrift and 401(k) savings plan) as a result of nondiscrimination rules and other limitations applicable to the qualified plan under the Internal Revenue Code. The nonqualified plan also allows a participant to defer a percentage of his or her pay on a pre-tax basis.

The nonqualified deferred compensation plan is unfunded, but the Company has chosen to finance its obligations under the plan, including any employee deferrals, through a rabbi trust. The trust assets remain a part of the Company's general assets, subject to the claims of its creditors. The 2010 employer contribution was \$61 and deferred compensation expense was \$108. As of December 31, 2010, the trust asset was \$205 and the deferred liability was \$165.

(10) Restricted Investments

The amortized costs and fair values of Big Rivers restricted investments held for member rate mitigation at December 31, 2010 and 2009 are as follows:

	2010		2009	
	Amortized costs	Fair values	Amortized costs	Fair values
Cash and money market	\$ 12,812	12,812	25,186	25,186
Debt securities:				
U.S. Treasuries	60,941	62,582	67,895	67,474
U.S. Government Agency	143,809	143,922	150,144	150,181
Total	\$ 217,562	219,316	243,225	242,841

000059

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

Gross unrealized gains and losses on restricted investments at December 31, 2010 and 2009 were as follows:

	2010		2009	
	Gains	Losses	Gains	Losses
Cash and money market	\$ —	\$ —	\$ —	\$ —
Debt securities:				
U.S. Treasuries	1,641	—	12	434
U.S. Government Agency	331	217	79	41
Total	\$ 1,972	\$ 217	\$ 91	\$ 475

Debt securities at December 31, 2010 and 2009 mature, according to their contractual terms, as follows (actual maturities may differ due to call or prepayment rights):

	2010		2009	
	Amortized costs	Fair values	Amortized costs	Fair values
In one year or less	\$ 71,111	\$ 71,193	\$ 46,102	\$ 46,112
After one year through five years	146,451	148,123	197,123	196,729
Total	\$ 217,562	\$ 219,316	\$ 243,225	\$ 242,841

Gross unrealized losses on investments and the fair values of the related securities, aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position at December 31, 2010 and 2009, were:

	2010		2009	
	Less than 12 months		Less than 12 months	
	Losses	Fair values	Losses	Fair values
Debt securities:				
U.S. Treasuries	\$ —	\$ —	\$ 434	\$ 59,872
U.S. Government Agency	217	15,783	41	45,026
Total	\$ 217	\$ 15,783	\$ 475	\$ 104,898

The unrealized loss positions were primarily caused by interest rate fluctuations. The number of investments in an unrealized loss position as of December 31, 2010 and 2009 was one and eight, respectively. Since the company does not intend to sell and will more likely than not maintain each debt security until its anticipated recovery, and no significant credit risk is deemed to exist, these investments are not considered other-than-temporarily impaired.

000060

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

(11) Fair Value of Other Financial Instruments

FASB ASC 820, *Fair Value Measurements and Disclosures*, defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measures. It applies under other accounting standards that require or permit fair value measurements and does not require any new fair value measurements.

The carrying value of accounts receivable, and accounts payable approximate fair value due to their short maturity. At December 31, the Company's cash and cash equivalents included short-term investments in an institutional money market government portfolio account classified as trading securities under ASC 320 that were recorded at fair value which were determined using quoted market prices for identical assets without regard to valuation adjustment or block discount (a Level 1 measure), as follows:

	<u>2010</u>	<u>2009</u>
Institutional money market government portfolio	\$ 44,774	59,887

It was not practical to estimate the fair value of patronage capital included within other deposits and investments due to these being untraded companies.

Big Rivers' long-term debt at December 31, 2010 consists of RUS notes totaling \$674,896, variable rate pollution control bonds in the amount of \$58,800, and fixed rate pollution control bonds in the amount of \$83,300 (see Note 5). The RUS debt cannot be traded in the market and, therefore, a value other than its outstanding principal amount cannot be determined. The fair value of the Company's variable rate pollution control debt is par value, as each variable rate reset effectively prices such debt to the current market. At December 31, 2010, the fair value of Big Rivers' fixed rate pollution control debt was determined based on quoted prices in active markets of identical liabilities (Level 1 measure) and totaled \$82,099.

(12) Postretirement Benefits Other than Pensions

Big Rivers provides certain postretirement medical benefits for retired employees and their spouses. Generally, except for generation bargaining retirees, Big Rivers pays 85% of the premium cost for all retirees age 62 to 65. The Company pays 25% of the premium cost for spouses under age 62. For salaried retirees age 55 to age 62, Big Rivers pays 25% of the premium cost. Beginning at age 65, the Company pays 25% of the premium cost if the retiree is enrolled in Medicare Part B. For each generation bargaining retiree, Big Rivers establishes a retiree medical account at retirement equal to \$1,200 per year of service up to 30 years (\$1,250 per year for those retiring on or after January 1, 2012). The account balance is credited with interest based on the 10-year treasury rate subject to a minimum of 4% and a maximum of 7%. The account is to be used for the sole purpose of paying the premium cost for the retiree and spouse.

On December 8, 2003, the Medicare Prescription Drug, Improvement and Modernization Act of 2003 (the Medicare Act) was enacted. The Medicare Act created Medicare Part D, a new prescription drug benefit that is available to all Medicare-eligible individuals, effective January 1, 2006. National Rural

000061

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

Electric Cooperative Association (NRECA), the provider of Big Rivers' health plan coverage through the NRECA Group Benefits Trust, chose to become a Medicare Part D provider. Effective January 1, 2006, Part D coverage is the only drug coverage available to Big Rivers' Medicare-eligible retirees.

The discount rates used in computing the postretirement benefit obligation and net periodic benefit cost were as follows:

	<u>2010</u>	<u>2009</u>	<u>2008</u>
Discount rate – projected benefit obligation	4.96%	5.78%	6.32%
Discount rate – net periodic benefit cost	5.78	6.32	5.85

The health care cost trend rate assumptions as of December 31, 2010 and 2009, were as follows:

	<u>2010</u>	<u>2009</u>
Initial trend rate	7.60%	7.70%
Ultimate trend rate	4.50	4.50
Year ultimate trend is reached	2028	2028

A one-percentage-point change in assumed health care cost trend rates would have the following effects:

	<u>2010</u>	<u>2009</u>
One-percentage-point decrease:		
Effect on total service and interest cost components	\$ (201)	(138)
Effect on year end benefit obligation	(1,131)	(989)
One-percentage-point increase:		
Effect on total service and interest cost components	236	162
Effect on year end benefit obligation	1,306	1,134

000062

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

A reconciliation of the Company's benefit obligations of its postretirement plan at December 31, 2010 and 2009, follows:

	<u>2010</u>	<u>2009</u>
Benefit obligation – beginning of period	\$ 13,864	2,948
Service cost – benefits earned during the period	1,313	878
Interest cost on projected benefit obligation	743	464
Transaction benefit obligation assumed in the unwind	—	8,768
Participant contributions	85	48
Plan amendments	—	175
Benefits paid	(313)	(203)
Actuarial loss	172	786
Benefit obligation – end of period	\$ <u>15,864</u>	<u>13,864</u>

A reconciliation of the Company's postretirement plan assets at December 31, 2010 and 2009, follows:

	<u>2010</u>	<u>2009</u>
Fair value of plan assets – beginning of period	\$ —	—
Employer contributions	228	155
Participant contributions	85	48
Benefits paid	(313)	(203)
Fair value of plan assets – end of period	\$ <u>—</u>	<u>—</u>

The funded status of the Company's postretirement plan at December 31, 2010 and 2009, follows:

	<u>2010</u>	<u>2009</u>
Benefit obligation – end of period	\$ (15,864)	(13,864)
Fair value of plan assets – end of period	—	—
Funded status	\$ <u>(15,864)</u>	<u>(13,864)</u>

000063

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

The components of net periodic postretirement benefit costs for the years ended December 31, 2010, 2009, and 2008, were as follows:

	<u>2010</u>	<u>2009</u>	<u>2008</u>
Service cost	\$ 1,313	878	129
Interest cost	743	464	167
Amortization of prior service cost	17	17	2
Amortization of actuarial (gain)	—	(17)	(60)
Amortization of transition obligation	<u>31</u>	<u>31</u>	<u>31</u>
Net periodic benefit cost	\$ <u>2,104</u>	<u>1,373</u>	<u>269</u>

A reconciliation of the postretirement plan amounts in accumulated other comprehensive income at December 31, 2010 and 2009, follows:

	<u>2010</u>	<u>2009</u>
Prior service cost	\$ (147)	(165)
Unamortized actuarial gain	235	407
Transition obligation	<u>(62)</u>	<u>(92)</u>
Accumulated other comprehensive income	\$ <u>26</u>	<u>150</u>

In 2011, \$18 of prior service cost, \$0 of actuarial gain, and \$31 of the transition obligation is expected to be amortized to periodic benefit cost.

The recognized adjustments to other comprehensive income at December 31, 2010 and 2009, follows:

	<u>2010</u>	<u>2009</u>
Prior service cost	\$ 18	(157)
Unamortized actuarial gain	(172)	(803)
Transition obligation	<u>30</u>	<u>30</u>
Other comprehensive loss	\$ <u>(124)</u>	<u>(930)</u>

At December 31, 2010 and 2009, amounts recognized in the statement of financial position were as follows:

	<u>2010</u>	<u>2009</u>
Accounts payable	\$ (600)	(424)
Deferred credits and other	<u>(15,264)</u>	<u>(13,440)</u>
Net amount recognized	\$ <u>(15,864)</u>	<u>(13,864)</u>

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

Expected retiree benefit payments projected to be required during the years following 2010 are as follows:

Year:	<u>Amount</u>
2011	\$ 600
2012	813
2013	995
2014	1,201
2015	1,355
2016 - 2020	<u>8,685</u>
Total	<u>\$ 13,649</u>

In addition to the postretirement plan discussed above, in 1992 Big Rivers began a postretirement benefit plan which vests a portion of accrued sick leave benefits to salaried employees upon retirement or death. To the extent an employee's sick leave hour balance exceeds 480 hours such excess hours are paid at 20% of the employee's base hourly rate at the time of retirement or death. The accumulated obligation recorded for the postretirement sick leave benefit is \$391 and \$375 at December 31, 2010 and 2009, respectively. The postretirement expense recorded was \$21, \$45, and \$62 for 2010, 2009, and 2008, respectively, and the benefits paid were \$5, \$78, and \$0 for 2010, 2009, and 2008, respectively.

000055

BIG RIVERS ELECTRIC CORPORATION

Notes to Consolidated Financial Statements

December 31, 2010 and 2009

(Dollars in thousands)

(13) Related Parties

For the years ended December 31, 2010, 2009, and 2008, Big Rivers had tariff sales to its members of \$151,001, \$125,826, and \$114,514, respectively. In addition, for the years ended December 31, 2010, 2009, and 2008, Big Rivers had certain sales to Kenergy for the Aluminum Smelters and Domtar Paper (formerly Weyerhaeuser) loads of \$281,473, \$167,885, and \$55,124, respectively.

At December 31, 2010 and 2009, Big Rivers had accounts receivable from its members of \$36,636 and \$35,524, respectively.

Revenue and offsetting expense amounts related to Big Rivers' energy services department reservation of the Company's transmission (in accordance with its Open Access Transmission Tariff) for third party sales in 2010 and 2009, were \$12,129, and \$10,099, respectively.

(14) Commitments and Contingencies

Big Rivers is involved in litigation arising in the normal course of business. While the results of such litigation cannot be predicted with certainty, management, based upon advice of counsel, believes that the final outcome will not have a material adverse effect on the financial statements.

000066

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Long Term Debt (221,222,223,224) (Ref Page: 256)

FOOTNOTES:

RUS 2009 Promissory Note Series A; Column b

On July 15, 1998, Big Rivers Electric Corporation and the Rural Utilities Service (RUS) executed a New RUS Agreement restructuring Big Rivers' RUS long-term debt obligations. This agreement discharged and released Big Rivers from all prior debt obligations and established the New RUS Note and RUS ARVP Note as Big Rivers' only RUS debt obligations. This restructuring of Big Rivers' RUS debt was approved by the Kentucky Public Service Commission (KPSC) on July 14, 1998. On July 16, 2009, the Unwind Closing Date, the New RUS Note and the RUS ARVP Note were replaced with the RUS 2009 Promissory Note Series A and RUS 2009 Promissory Note Series B, respectively.

RUS 2009 Promissory Note Series A; Column I

Interest Expense in Account 427, Interest on Long-Term Debt, includes a deduction for interest capitalized on major construction projects.

RUS 2009 Promissory Note Series B; Column b

See Footnote for RUS 2009 Promissory Note Series A; Column b.

Ohio County of Kentucky Note, Series 1983; Column b

On July 15, 1998, the irrevocable standby letter of credit issued by the Bank of New York (Series 1983) was replaced by a liquidity facility issued by Credit Suisse First Boston and a municipal bond insurance policy by Ambac Assurance Corporation. This change was approved by the KPSC on July 14, 1998. Effective May 1, 2006, an Assigned Agreement between Credit Suisse and Dexia Credit Local assigned all of the rights and obligations of the liquidity facility from Credit Suisse to Dexia Credit Local. Effective with the Unwind Closing Date, the Bonds are secured by the Indenture dated July 1, 2009 between Big Rivers' and U.S. Bank National Association. Big Rivers' has also agreed to reimburse Ambac Assurance Corporation for any payments under the municipal bond insurance policies or the surety policies.

Ohio County of Kentucky Note, Series 1983; Column g

Amortized over the life of the initial letter of credit.

Ohio County of Kentucky Note, Series 2001A; Column b

On August 1, 2001, the Ohio County of Kentucky Note, Series 1985 was refunded and the Ohio County of Kentucky Note, Series 2001A was issued. The refunding of the Series 1985 Note and the issuance of the Series 2001A Note was approved by the KPSC, in Case No. 2002-102, on June 18, 2001. Effective with the Unwind Closing Date, the Bonds are secured by the Indenture dated July 1, 2009 between Big Rivers' and U.S. Bank National Association.

Ohio County of Kentucky Note, Series 2001A; Column g

Amortized over the life of the Series 2010A bonds.

Ohio County of Kentucky Note, Series 2010A; Column b

On June 1, 2010, the Ohio County of Kentucky Note, Series 2001A was refunded and the Ohio County of Kentucky Note, Series 2010A was issued. The refunding of the Series 2001A Note and the issuance of the Series 2010A Note was approved by the KPSC, in Case No. 2009-00441, on March 31, 2010. The Bonds are secured by the Indenture dated July 1, 2009 between Big Rivers' and U.S. Bank National Association.

000067

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Summary of Utility Plant and Accumulated Provisions for Depreciation Amortization and Depletion (Ref Page: 200)

Utility Plant					
In Service			\$0.00	\$0.00	\$0.00
3. Plant in Service (Classified)	\$1,945,717,059.00	\$1,945,717,059.00			
4. Property under Capital Leases					
5. Plant Purchased or Sold					
6. Completed Construction not Classified					
7. Experimental Plant Unclassified			\$0.00	\$0.00	\$0.00
8. Total - In Service	\$1,945,717,059.00	\$1,945,717,059.00			
9. Leased to Others			\$0.00	\$0.00	\$0.00
10. Held for Future Use	\$475,968.00	\$475,968.00	\$0.00	\$0.00	\$0.00
11. Construction Work in Progress	\$54,874,458.00	\$54,874,458.00			
12. Acquisition Adjustments			\$0.00	\$0.00	\$0.00
13. Total Utility Plant (Lines 8 - 12)	\$2,001,067,485.00	\$2,001,067,485.00			
14. Accum. Prov. for Depr. Amort, And Depl.	\$909,501,402.00	\$909,501,402.00	\$0.00	\$0.00	\$0.00
15. Net Utility Plant (Line 13 less 14)	\$1,091,566,083.00	\$1,091,566,083.00	\$0.00	\$0.00	\$0.00
16. Detail of Accumulated Provisions for Depreciation Amortization and Depletion					
17. In Service			\$0.00	\$0.00	\$0.00
18. Depreciation	\$888,597,139.00	\$888,597,139.00			
19. Amort. and Depl. of Production Natural Gas Land and Land Rights					

000068

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

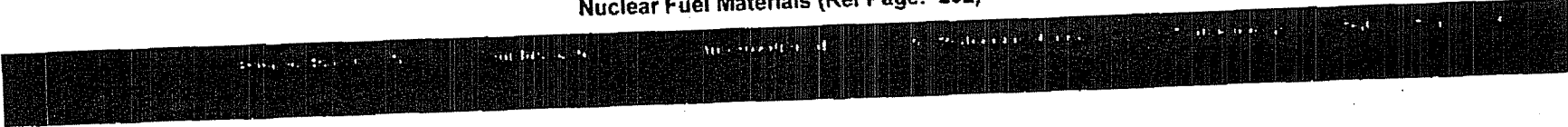
Summary of Utility Plant and Accumulated Provisions for Depreciation Amortization and Depletion (Ref Page: 200)

20. Amort of Underground Storage Land and Land Rights			\$0.00	\$0.00	\$0.00
21. Amort of Other Utility Plant	\$20,904,263.00	\$20,904,263.00	\$0.00	\$0.00	\$0.00
22. Total in Service (Lines 18-21)	\$909,501,402.00	\$909,501,402.00	\$0.00		
23. Leased to Others					
24. Depreciation					
25. Amortization and Depletion					
26. Total Leased to Others (Lines 24 and 25)					
27. Held for Future Use					
28. Depreciation					
29. Amortization					
30. Total Held for Future Use (Lines 28 and 29)					
31. Abandonment of Leases (Natural Gas)					
32. Amort. Of Plant Aquisition Adj.			\$0.00	\$0.00	\$0.00
33. Total Accumulated Provisions (Should agree with Line 14, Total 22,26,30,31 and 32)	\$909,501,402.00	\$909,501,402.00	\$0.00		

000069

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Nuclear Fuel Materials (Ref Page: 202)

- 
1. Nuclear Fuel in process
of Refinement, Conv,
Enrichment + Fab (120.1)
 2. Fabrication
 3. Nuclear Materials
 4. Allowance for Funds
Used during Construction
 5. (Other Overhead
Construction Cost, details
in notes)
 6. Subtotal (Lines 2-5)
 7. Nuclear Fuel Materials
and Assemblies
 8. In Stock (120.2)
 9. In Reactor (120.3)
 10. Subtotal (lines 8 and
9)
 11. Spent Nuclear Fuel
(120.4)
 12. Nuclear Fuel Under
Capital Leases (120.6)
 13. (Less) Accum Prov for
Amortization of Nuclear
Fuel Assem (120.5)
- Total Nuclear Fuel Stock
(Lines 6,10,11,12 less 13)
15. Estimated net Salvage
Value of Nuclear Materials
in line 9

NOT APPLICABLE

000070

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Nuclear Fuel Materials (Ref Page: 202)

16. Estimated net Salvage
Value of Nuclear Materials
in Line 11

17. Est Net Salvage Value
of Nuclear Materials in
Chemical Processing

18. Nuclear Materials held
for Sale (157)

19. Uranium

20. Plutonium

21. Other (provide details
in note)

22 Total Nuclear Materials
held for Sale (Total 19, 20,
21)

NOT APPLICABLE

000071

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Electric Plant in Service - Intangible and Production Plant (Ref Page: 204)

1. Intangible Plant							\$420.00
Organization (301)	\$420.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$66,476.00
Franchises and Consents (302)	\$66,476.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	
Miscellaneous Intangible Plant (303)							\$66,896.00
5. Total Intangible Plant	\$66,896.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	
2. Production Plant							
A. Steam Production Plant							\$4,537,577.00
Land and Land Rights (310)	\$4,537,577.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$124,654,006.00
Structures and Improvements (311)	\$124,443,565.00	\$226,124.00	\$15,683.00	\$0.00	\$0.00	\$0.00	\$1,258,560,635.00
Boiler Plant Equipment (312)	\$1,249,314,720.00	\$34,106,617.00	\$24,860,702.00	\$0.00	\$0.00	\$0.00	
Engines and Engine Driven Generators (313)							\$228,280,409.00
Turbogenerator Units (314)	\$226,102,281.00	\$4,005,723.00	\$1,827,595.00	\$0.00	\$0.00	\$0.00	\$61,423,950.00
Accessory Electric Equipment (315)	\$60,375,995.00	\$1,196,210.00	\$148,255.00	\$0.00	\$0.00	\$0.00	
Misc. Power Plant Equipment (316)	\$3,031,173.00	\$542,379.00	\$0.00	\$0.00	\$0.00	\$0.00	\$3,573,552.00
Asset Retirement Costs for Steam Production (317)							\$1,681,030,129.00
16. Total Steam Production Plant	\$1,667,805,311.00	\$40,077,053.00	\$26,852,235.00	\$0.00	\$0.00	\$0.00	
B. Nuclear Production Plant							
Land and Land Rights (320)							

000072

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Electric Plant in Service - Intangible and Production Plant (Ref Page: 204)

Structures and
Improvements (321)

Reactor Plant Equipment
(322)

Turbo generator Units
(323)

Accessory Electric
Equipment (324)

Misc. Power Plant
Equipment (325)

Asset Retirement Costs for
Nuclear Production (326)

25. Total Nuclear
Production Plant

C. Hydraulic Production
Plant

Land and Land Rights
(330)

Structures and
Improvements (331)

Reservoirs, Dams and
Waterways (332)

Water Wheels, Turbines,
and Generators (333)

Accessory Electric
Equipment (334)

Misc. Power Plant
equipments (335)

Roads, Railroads and
Bridges (336)

Asset Retirement Costs for
Hydraulic Production (337)

000073

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Electric Plant in Service - Intangible and Production Plant (Ref Page: 204)

35. Total Hydraulic Production Plant							
D. Other Production Plant							
Land and Land Rights (340)						\$0.00	\$154,233.00
Structures and Improvements (341)	\$154,233.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,436,911.00
Fuel Holders, Products and Accessories (342)	\$1,436,911.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$4,915,885.00
Prime Movers (343)	\$4,915,885.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,102,964.00
Generators (344)	\$1,102,964.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$383,520.00
Accessory Electric Equipment (345)	\$317,726.00	\$82,632.00	\$16,838.00	\$0.00	\$0.00	\$0.00	
Misc. Power Plant Equipment (346)							
Asset Retirement Costs for Other Production (347)						\$0.00	\$7,993,513.00
45. Total Other Production Plant	\$7,927,719.00	\$82,632.00	\$16,838.00	\$0.00	\$0.00	\$0.00	\$1,689,023,642.00
46. Total Production Plant (Lines 16,25,35 and 45)	\$1,675,733,030.00	\$40,159,685.00	\$26,869,073.00	\$0.00	\$0.00	\$0.00	

000074

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Electric Plant in Service - Transmission, Distribution and General Plant (Ref Page: 206)

3. Transmission Plant							\$13,858,815.00
Land and Land Rights (350)	\$13,409,811.00	\$447,004.00	\$0.00	\$0.00	\$0.00	\$0.00	\$6,859,817.00
Structures and Improvements (352)	\$6,540,238.00	\$323,951.00	\$4,372.00	\$0.00	\$0.00	\$0.00	\$122,103,112.00
Station Equipments (353)	\$123,844,850.00	\$14,372,705.00	\$310,037.00	\$0.00	(\$15,804,406.00)	\$0.00	\$8,593,544.00
Towers and Fixtures (354)	\$7,334,440.00	\$1,259,104.00	\$0.00	\$0.00	(\$930,271.00)	\$0.00	\$42,410,905.00
Poles and Fixtures (355)	\$42,104,403.00	\$1,322,539.00	\$85,766.00	\$0.00	(\$2,747,453.00)	\$0.00	\$43,864,755.00
Overhead Conductors and Devices (356)	\$43,405,853.00	\$3,513,907.00	\$307,552.00	\$0.00			
Underground Conduit (357)							
Underground Conductors and Devices (358)							
Roads and Trails (359)							
Asset Retirement Costs for Transmission Plant (359.1)							
58. Total Transmission Plant	\$236,639,595.00	\$21,239,210.00	\$707,727.00	\$0.00	(\$19,482,130.00)	\$0.00	\$237,688,948.00
4. Distribution Plant							
Land and Land Rights (360)							
Structures and Improvements (361)							
Station equipments (362)							
Storage Battery Equipments (363)							
Poles, Towers and Fixtures (364)							
Overhead Conductors and Devices (365)							

000075

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Electric Plant In Service - Transmission, Distribution and General Plant (Ref Page: 206)

	2010	2009	2008	2007	2006	2005	2004
Power Operated Equipment (396)	\$504,739.00	\$59,834.00	\$0.00	\$0.00	\$0.00	\$0.00	\$564,573.00
Communication Equipment (397)	\$1,639,437.00	\$682.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,640,119.00
Miscellaneous Equipment (398)	\$162,340.00	\$7,200.00	\$714.00	\$0.00	\$0.00	\$0.00	\$168,826.00
Subtotal General Plant (Lines 71 thru 80)	\$18,200,899.00	\$891,759.00	\$155,085.00	\$0.00	\$0.00	\$0.00	\$18,937,573.00
Other Tangible Property (399)							
Asset Retirement Costs for General Plant (399.1)							
90. Total General Plant	\$18,200,899.00	\$891,759.00	\$155,085.00	\$0.00	\$0.00	\$0.00	\$18,937,573.00
Total (Accts 101 and 106) (Lines 5,16,25,35,45,58,75,90)	\$1,930,640,420.00	\$62,290,654.00	\$27,731,885.00	\$0.00	(\$19,482,130.00)		\$1,945,717,059.00
Electric Plant Purchased (See Instr. 8) (102)							
(Less Electric Plant Sold (See Instr. 8) (102)							
Experimental Plant Unclassified (103)							
Total Electric Plant in Service	\$1,930,640,420.00	\$62,290,654.00	\$27,731,885.00	\$0.00	(\$19,482,130.00)		\$1,945,717,059.00

000077

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Electric Plant Leased to Others (104) (Ref Page: 213)



NOT APPLICABLE

000078

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Electric Plant Held for Future Use (Acct 105) (Ref Page: 214)

[REDACTED]			
Land and Rights:			
	Land,Combustion Turbine	01/09/2008	\$475,988.00
Other Property			
TOTAL			\$475,988.00

000079

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
 Construction Work in Progress - Electric (107) (Ref Page: 216)

Oracle	\$12,070,353.00
Wilson/Hardinsburg/Paradise 161 kV line	\$2,107,040.00
Headquarters remodeling	\$2,001,969.00
Communication/Data Network OC-3	\$1,981,643.00
White Oak substation	\$1,925,291.00
Two way radio system	\$1,590,104.00
WL FGD modification	\$1,560,887.00
Poles-Line 12 L	\$1,377,148.00
Exciter Rewind	\$1,255,988.00
GN - Boiler Painting	\$1,023,561.00
GN - Dozer (from 2011)	\$994,049.00
C2 Boiler Weld Overlay 2010	\$948,711.00
Oil Spill Prevention Control	\$901,144.00
GN - IU Bldg Component Rplce	\$825,518.00
Livingston Co Autotransformer	\$706,468.00
WL Catalyst regen 2010	\$641,883.00
WL Dust collection tripper twr	\$536,627.00
GN - Trip Rm Dust Collector	\$514,041.00
Skillman transformer rewind	\$512,837.00
C2 A & B FD Fan Replacement	\$508,033.00
Oracle hyperion software	\$469,454.00
Gn - Rvrs Osmosis/Wtr Pll Ctrl	\$454,269.00
C2 Boiler Insulation 2010	\$415,964.00
Line 7-B reconductor	\$388,173.00
H0 - Rpl Bleed Lines	\$385,554.00
GN - Crusher Tower Dust Collect	\$369,124.00
WL - No 2 CWP motor	\$363,850.00

000080

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
 Construction Work in Progress - Electric (107) (Ref Page: 216)

C2 Precipitator Inlet Duct	\$351,209.00
Daviess Co airport line reroute-reimburse	\$318,991.00
IT Network infrastructure for ACES/MISO	\$316,017.00
CL Coal Handling Building	\$310,495.00
FGD A&B Limestone Mill Classifiers	\$306,112.00
G1 - SOE Migrate to DCS	\$291,754.00
CL Ready Pile Escape Tunnel	\$286,485.00
GN-Cardox(CO2 Fire Controls)	\$259,172.00
WL Station Air compressor	\$257,627.00
G1 - EH Pump Replacement A & B	\$251,496.00
Hdqtrs Phone System	\$246,521.00
Station Air compressor	\$239,234.00
WL Slurry header assemblies	\$238,733.00
R1 - "B" Mill Trun. Bearings	\$234,144.00
Armstrong dock 69 kV line	\$231,220.00
WL conveyor undergrd piping	\$222,928.00
C2 Boiler Exp Joint 2010	\$221,389.00
C2 Booster Fan Hub	\$219,779.00
WL grounding lightning arrest	\$218,673.00
H2 - Catalyst Regen Modules	\$216,857.00
C2 FGD Booster Fan Blades	\$215,832.00
H2 - # 5 FW Heater Re-tube	\$215,682.00
WL roof replacements	\$213,029.00
C3 A Circulating Water Pump Column	\$208,755.00
Reconductor lines	\$201,548.00
H2 - Rpl Cooling Tower Fill	\$198,967.00
WL VFDs for Cooling Tower	\$190,783.00

000031

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Construction Work in Progress - Electric (107) (Ref Page: 216)

WL reclaim and ME tank	\$182,737.00
C3 A Circulating Water Pump	\$179,693.00
C2 Damper Drives Replacement	\$177,340.00
Crider microwave tower and antennae	\$174,127.00
GN-Cardon(CO2 Fire Controls)	\$169,736.00
H0 -DCS Engineering	\$166,000.00
R1 & R2 Line Teleprotection replacement	\$165,992.00
Reid Swyd 161 kV disconnect switches	\$165,895.00
CL 8, 10, 12 Flop Gates	\$162,160.00
C2 Slag Grinder Repl	\$156,646.00
H1 - Cooling Tower PCC	\$155,000.00
GN - Rmte Rcking (ARC Assess)	\$154,728.00
GN - Replace # 6N Mooring Cell	\$143,702.00
Microwave radio replacement-Coleman to Natl Alum	\$142,488.00
RH - #3 Traveling Water Screen	\$140,632.00
Line 3-A relocation	\$139,404.00
GN -FGD Rehabilitation	\$138,752.00
G1 - B ID Fan Motor Rewind	\$136,757.00
2010 Tier C Replacements	\$136,023.00
C1 & C2 Booster Fan Exp Jt	\$132,832.00
WL Hydrogen Piping	\$131,551.00
C2B Condenser Vacuum Pump	\$130,462.00
Excavator for Fuels	\$125,907.00
RH - Remote Racking & Relays	\$125,746.00
CL FGD Clarified Water Pumps	\$125,320.00
C2 Precipitator Controls	\$123,917.00
GN - Water Plant Upgrades	\$119,267.00

000082

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Construction Work in Progress - Electric (107) (Ref Page: 216)

	\$115,414.00
H2 - AH Breeching Exp Jnts	\$113,966.00
Landfill phase 2	\$113,755.00
161 kV Line Terminal @ Wilson EHV	\$112,710.00
WL Remote racking	\$110,690.00
CL Remote Racking (ARC)	\$109,585.00
C3 A Traveling Water Screen	\$108,502.00
C2 Lab Sample Panel	\$101,957.00
G1 - A BFP Motor Rewind	\$6,491,950.00
Other - Minor Projects	\$54,874,458.00

Total

000083

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Accumulated Provision for Depreciation of Electric Utility Plant (108) (Ref Page: 219)



SECTION A BALANCES AND CHARGES DURING THE YEAR

Balance Beginning of Year	\$889,040,996.00	\$889,040,996.00	\$0.00	\$0.00
Depreciation Provisions for Year Charged to				
Depreciation Expense (403)	\$33,828,638.00	\$33,828,638.00	\$0.00	
Depreciation Expense for Asset Retirement Costs (403.1)				
Exp of Elec Plant Leased to Others (413)				
Transportation Expenses - Clearing	\$138,240.00	\$138,240.00		
Other Clearing Accounts				
Other Accounts (Specify)				
Shared Asset Accumulated Provision	\$86,932.00	\$86,932.00	\$0.00	\$0.00
Total Depreciation Prov for Year	\$34,053,810.00	\$34,053,810.00	\$0.00	\$0.00
Net Charges for Plant Retired				
Book Cost of Plant Retired	(\$27,412,368.00)	(\$27,412,368.00)	\$0.00	\$0.00
Cost of Removal	(\$7,170,074.00)	(\$7,170,074.00)	\$0.00	\$0.00
Salvage (Credit)	(\$84,775.00)	(\$84,775.00)	\$0.00	\$0.00
Total Net Charges for Plant Retired	(\$34,497,667.00)	(\$34,497,667.00)	\$0.00	\$0.00
Other Debit or Credit Items				
Balance End of Year	\$888,597,139.00	\$888,597,139.00	\$0.00	\$0.00

000034

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Accumulated Provision for Depreciation of Electric Utility Plant (108) (Ref Page: 219)



SECTION B BALANCES AT
END OF YEAR ACCORDING
TO FUNCTIONAL
CLASSIFICATION

Steam Production	\$768,648,373.00	\$768,648,373.00	\$0.00	\$0.00
Nuclear Production	\$0.00	\$0.00	\$0.00	\$0.00
Hydraulic Production - Conventional	\$0.00	\$0.00	\$0.00	\$0.00
Hydraulic Production - Pumped Storage	\$0.00	\$0.00	\$0.00	\$0.00
Other Production	\$5,589,699.00	\$5,589,699.00	\$0.00	\$0.00
Transmission	\$107,987,423.00	\$107,987,423.00	\$0.00	\$0.00
Distribution	\$6,371,644.00	\$6,371,644.00	\$0.00	\$0.00
General				
Total	\$888,597,139.00	\$888,597,139.00	\$0.00	\$0.00

000085

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Investments in Subsidiary Companies (123.1) (Ref Page: 224)

Account	Balance	Debit	Credit	Balance
---------	---------	-------	--------	---------

TOTAL

NOT APPLICABLE

000036

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

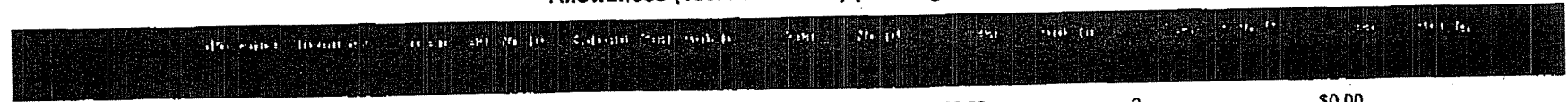
Materials and Supplies (Ref Page: 227)

Fuel Stock (151)	\$37,829,644.00	\$36,750,058.00 0
Fuel stock Expenses Undistributed (152)		
Residuals and Extracted Products (153)		
Plant Materials and Operating Supplies (154)		
Assigned to - Construction (Estimated)		
Assigned to - Operations and Maintenance		
Production Plant (Estimated)	\$19,778,710.00	\$22,495,130.00 0
Transmission Plant (Estimated)	\$741,789.00	\$669,645.00 0
Distribution Plant		
Assigned to Other		
Total Plant Materials and Operating Supplies (154)	\$20,520,499.00	\$23,164,775.00
Merchandise (155)		
Other Materials and Supplies (156)		
Nuclear Materials Held for Sale (Not applicable to Gas Utilities) (157)		
Stores Expense Undistributed (163)		
0	(\$107,981.00)	\$52,877.00
Total Materials and Supplies	\$58,242,182.00	\$59,967,710.00

000087

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Allowances (158.1 and 158.2) (Ref Page: 228)



Balance-Beginning of Year	18,200	\$0.00	0	\$0.00	0	\$0.00
Acquired During Year						
Issued (Less Withheld Allow)	54,239	\$0.00	54,239	\$0.00	54,239	\$0.00
Returned by EPA	1,968	\$0.00	0	\$0.00	0	\$0.00
Purchases/Transfers						
Western KY Energy Corp	21,919	\$980,000.00	0	\$0.00	0	\$0.00
HMP&L- Station II	3,247	\$0.00	0	\$0.00	0	\$0.00
	0	\$0.00	0	\$0.00	0	\$0.00
Total	25,166	\$980,000.00	0	\$0.00	0	\$0.00
Relinquished During Year						
Charges to Account 509	59,606	\$401,618.00	0	\$0.00	0	\$0.00
Other:						
Rounding Adjustment	-1	\$0.00	0	\$0.00	0	\$0.00
Cost of Sales/Transfers						
Transfers	13,178	\$0.00	0	\$0.00	0	\$0.00
Adjustments						
Total	13,178	\$0.00	0	\$0.00	0	\$0.00
Balance at End of Year	26,790	\$578,382.00	54,239	\$0.00	54,239	\$0.00
Sales						
Net sales Proceeds (Assoc. Co)						

000088

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Allowances (158.1 and 158.2) (Ref Page: 228)



Net Sales Proceeds (Other)						
Gains						
Losses						
Allowances Withheld (158.2)						
Balance Beginning of Year						
Add: Withheld by EPA	1,389	\$0.00	1,386	\$0.00	1,386	\$0.00
Deduct: Returned by the EPA						
Cost of Sales	1,389	\$0.00	693	\$0.00	693	\$0.00
Balance - End of Year	0	\$0.00	693	\$0.00	693	\$0.00
Sales						
Net Sales Proceeds (Assoc. Co.)	1,389	\$27,702.00	0	\$0.00	0	\$0.00
Net Sales Proceeds (Other)						
Gains	0	\$27,702.00	0	\$0.00	0	\$0.00
Losses						

000089

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Allowances (158.1 and 158.2) (Ref Page: 228) (Part Two)

Balance-Beginning of Year	0	\$0.00	0	\$0.00	18,200	\$0.00	
Acquired During Year							
Issued (Less Withheld Allow)	54,239	\$0.00	1,116,405	\$0.00	1,333,361	\$0.00	
Returned by EPA	0	\$0.00	0	\$0.00	1,968	\$0.00	
Purchases/Transfers							
Western KY Energy Corp	0	\$0.00	0	\$0.00	21,919	\$980,000.00	
HMP&L- Station II	0	\$0.00	0	\$0.00	3,247	\$0.00	
	0	\$0.00	0	\$0.00	0	\$0.00	
Total	0	\$0.00	0	\$0.00	25,166	\$980,000.00	
Relinquished During Year							
Charges to Account 509	0	\$0.00	0	\$0.00	59,606	\$401,618.00	
Other:							
Rounding Adjustment	0	\$0.00	0	\$0.00	-1	\$0.00	
Cost of Sales/Transfers							
Transfers	0	\$0.00	0	\$0.00	13,178	\$0.00	
Adjustments							
Total	0	\$0.00	0	\$0.00	13,178	\$0.00	
Balance at End of Year	54,239	\$0.00	1,116,405	\$0.00	1,305,912	\$578,382.00	
Sales							
Net sales Proceeds (Assoc. Co)							

000050

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Allowances (158.1 and 158.2) (Ref Page: 228) (Part Two)



Net Sales Proceeds (Other)							
Gains							
Losses							
Allowances Withheld (158.2)							
Balance Beginning of Year							
Add: Withheld by EPA	1,386	\$0.00	37,422	\$0.00	42,969	\$0.00	
Deduct: Returned by the EPA							
Cost of Sales	693	\$0.00	2,772	\$0.00	6,240	\$0.00	
Balance - End of Year	693	\$0.00	34,650	\$0.00	36,729	\$0.00	
Sales							
Net Sales Proceeds (Assoc. Co.)	0	\$0.00	0	\$0.00	1,389	\$27,702.00	
Net Sales Proceeds (Other)							
Gains	0	\$0.00	0	\$0.00	0	\$27,702.00	
Losses							

Note:

1) EPA SO2 allotted through 2040. EPA Nox allotted through 2014.

2) All SO2 and Nox forward are reflective of EPA vintage year allocation excluding HMP&L Station Two. HMP&L Station Two is a 312 MW generating facility owned by Henderson Municipal Power and Light(HMP&L)that Big Rivers operates under an agreement with HMP&L. Big Rivers receives certain capacity rights to the Station Two facility under its operating agreement with HMP&L.

000001

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Extraordinary Property Losses (182.10) (Ref Page: 230)



TOTAL

NOT APPLICABLE

000092

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Other Regulatory Assets (182.3) (Ref Page: 232)



Total

000093

NOT APPLICABLE

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Miscellaneous Deferred Debits (186) (Ref Page: 233)

Account Description	Debit	Credit	Balance	Debit	Credit	Balance
Deferred Cost-CoBank Line of Credit	\$211,918.00		\$0.00	930	\$83,333.00	\$128,585.00
Deferred Cost-NRUCFC Line of Credit	\$113,575.00		\$0.00	930	\$25,000.00	\$88,575.00
Deferred Cost-Hanson Site Lease	\$196,028.00		\$0.00	567/931	\$5,524.00	\$190,502.00
Deferred Cost-Ice Storm Repair	\$1,216,249.00		\$1,080.00	562/570/571	\$1,143,684.00	\$73,645.00
Misc Work in Progress		\$0.00				\$0.00
Deferred Regulatory Commission Expenses						\$481,307.00
TOTAL	\$1,737,768.00					

000094

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Accumulated Taxes (Ref Page: 234)



Electric

Other

Total Electric

Gas

Other

Total Gas

Other

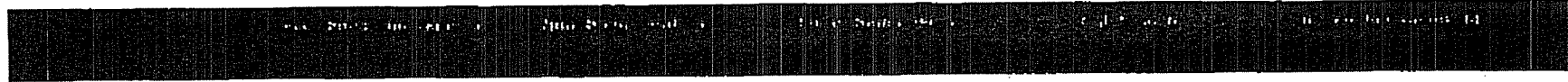
Total (Acct 190)

NOT APPLICABLE

000095

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Capital Stock (Accounts 201 and 204) (Ref Page: 250)



Common Stock

Total Common Stock

Preferred Stock

Total Preferred Stock

Other

NOT APPLICABLE

000036

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Capital Stock (Accounts 201 and 204) (Ref Page: 250) (Part Two)



Common Stock

Total Common Stock

Preferred Stock

Total Preferred Stock

Other

NOT APPLICABLE

000097

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Other Paid-In Capital (Ref Page: 253)

		Dollars in millions	
	Kenergy		\$163,564.00
	Meade County RECC		\$81,782.00
	Jackson Purchase Energy Corp		\$82,810.00
	Consumers Donated Capital		\$435,819.00
	Consumers Cont. for Debt Service Account 211		\$3,680,527.00
Total			\$4,444,502.00

000098

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Capital Stock Expense (214) (Ref Page: 254)

Account	Balance	Debit	Credit	Total
[REDACTED]				

Total

000099

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Long Term Debt (221,222,223,224) (Ref Page: 256)



Acct 221

Total Acct 221

Acct 222

Total Acct 222

Acct 223

Total Acct 223

Acct 224

RUS Series A Note	\$1,022,583,000.00	\$0.00	07/16/2009	07/01/2021
RUS Series B Note	\$265,000,000.00	\$0.00	07/16/2009	12/31/2023
Ohio County of Kentucky Note, Series 1983	\$58,800,000.00	\$444,843.00	06/30/1983	06/01/2013
Ohio County of Kentucky Note, Series 2001	\$83,300,000.00	\$1,132,084.00	08/01/2001	06/01/2010
Ohio County of Kentucky Note, Series 2010A	\$83,300,000.00	\$2,247,917.00	06/01/2010	07/15/1931
	\$0.00	\$0.00		
	\$0.00	\$0.00		
	\$0.00	\$0.00		
Total Acct 224	\$1,512,983,000.00	\$3,824,844.00		

000100

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Long Term Debt (221,222,223,224) (Ref Page: 256) (Part Two)



Acct 221

Total Acct 221

Acct 222

Total Acct 222

Acct 223

Total Acct 223

Acct 224

RUS Series A Note			\$558,731,206.00	\$32,992,784.00
RUS Series B Note			\$116,164,710.00	\$6,498,750.00
Ohio County of Kentucky Note, Series 1983	07/10/1983	09/30/1987	\$58,800,000.00	\$2,191,536.00
Ohio County of Kentucky Note, Series 2001	08/01/2001	07/15/2031	\$0.00	\$2,562,839.00
Ohio County of Kentucky Note, Series 2010A	06/01/2010	07/15/2031	\$83,300,000.00	\$2,818,317.00
			\$0.00	\$0.00
			\$0.00	\$0.00
			\$0.00	\$0.00
Total Acct 224			\$816,995,916.00	\$47,064,226.00

Note:

See Long Term Debt footnote with hard copy

000101

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Reconciliation of Reported Net Income with Taxable for Federal Income (Ref Page: 261)

Net Income for the Year		\$7,250,486.00
Taxable Income Not Reported on Books		
	RUS Series B Note Int. Exp. 481(a) Adj	\$18,975,009.00
	Interest Income - Economic Reserve	\$1,361,864.00
	Interest Income - Rural Economic Reserve	\$1,136,416.00
Deductions Recorded on Books not Deducted for Return		
	Non Smelter NON-FAC PPA	\$3,609,151.00
	Assets With No Residual Value	\$357,487.00
	Dues and Penalties	\$27,902.00
	Meals & Entertainment	\$37,849.00
	Lobbying	\$23,254.00
Income Recorded on Books not Included in Return		
	Economic Reserve Usage	\$27,561,882.00
Deductions on Return Not Charged Against Book Income		
	Reverse PC Bond Refunding Cost (Amort. for Books)	\$3,155.00
	Interest Expense - RUS Series B Note	\$4,088,128.00
	Loss on Disposal of Property	\$5,353,661.00
	Depreciation	\$12,613,873.00
Federal Tax net Income		(\$16,821,281.00)
Show Computation of Tax	See Hard Copy For Detail of Tax Computation	\$219,791.00

000102

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Taxes Accrued, Prepaid and Charged During Year (Ref Page: 262)

	2010	2009	2008	2007	2006
Federal Taxes	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Unemployment	\$2,582.00	\$0.00	\$33,708.00	\$35,981.00	\$0.00
FICA	\$40,932.00	\$0.00	\$3,462,013.00	\$3,292,515.00	\$0.00
Income	\$0.00	\$0.00	\$259,571.00	\$259,571.00	\$0.00
State/Local Taxes	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Unemployment	\$3,460.00	\$0.00	\$33,239.00	\$36,224.00	\$0.00
Sales and Use	\$324,935.00	\$0.00	\$1,563,678.00	\$1,802,874.00	\$0.00
Income	\$0.00	\$0.00	\$3,227.00	\$3,227.00	\$0.00
Property - Ad Valorum/Franchise	\$82,749.00	\$0.00	\$3,119,280.00	\$2,839,973.00	\$0.00
			\$0.00	\$0.00	\$0.00
Total Taxes	\$454,658.00	\$0.00	\$8,474,716.00	\$8,270,365.00	\$0.00

000103

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Taxes Accrued, Prepaid and Charged During Year (Ref Page: 262) (Part Two)

	2010	2009	2008	2007	2006	2005
Federal Taxes	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Unemployment	\$309.00	\$0.00	\$0.00	\$0.00	\$0.00	\$33,708.00
FICA	\$210,430.00	\$0.00	\$0.00	\$0.00	\$0.00	\$3,462,013.00
Income	\$0.00	\$0.00	\$259,571.00	\$0.00	\$0.00	\$0.00
State/Local Taxes	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Unemployment	\$475.00	\$0.00	\$0.00	\$0.00	\$0.00	\$33,239.00
Sales and Use	\$85,739.00	\$0.00	\$0.00	\$0.00	\$0.00	\$1,563,678.00
Income	\$0.00	\$0.00	\$3,227.00	\$0.00	\$0.00	\$0.00
Property - Ad Valorum/Franchise	\$362,056.00	\$0.00	\$0.00	\$0.00	\$0.00	\$3,119,280.00
	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Total Taxes	\$659,009.00	\$0.00	\$262,798.00	\$0.00	\$0.00	\$8,211,918.00

000101

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Accumulated Deferred Investment Tax Credit (255) (Ref Page: 266)

Electric Utility

3 percent

4 percent

7 percent

10 percent

TOTAL

Other (List
seperately and
show 3, 4, 7 and
10 Percent and
TOTAL)

Total Other

Total

NOT APPLICABLE

000105

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Other Deferred Credits (253) (Ref Page: 269)



TOTAL

NOT APPLICABLE

000106

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Accumulated Deferred Income Taxes - Accelerated Amortization Property (281) (Ref Page: 272)

Accelerated Amortization
(281)

Electric

Defense Facilities

Pollution Control Facilities

Other

Total Electric

Gas

Defense Facilities

Pollution Control Facilities

Other

TOTAL Gas

TOTAL (281)

Classification of Total

Federal Income Tax

State Income Tax

Local Income tax

Other Specify

NOT APPLICABLE

000107

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Accumulated Deferred Income Taxes - Accelerated Amortization Property (281) (Ref Page: 272) (Part Two)



Accelerated Amortization
(281)

Electric

Defense Facilities

Pollution Control Facilities

Other

Total Electric

Gas

Defense Facilities

Pollution Control Facilities

Other

TOTAL Gas

TOTAL (281)

Classification of Total

Federal Income Tax

State Income Tax

Local Income tax

Other Specify

NOT APPLICABLE

000108

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Accumulated Deferred Income Taxes - Other Property (282) (Ref Page: 274)

Account 282

Electric

Gas

Other (Define)

Total

Other (specify)

TOTAL Acct 282

Classification of Total

Federal Income Tax

State Income Tax

Local Income tax

NOT APPLICABLE

000109

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Accumulated Deferred Income Taxes - Other Property (282) (Ref Page: 274) (Part Two)

Account 282

Electric

Gas

Other (Define)

Total

Other (specify)

TOTAL Acct 282

Classification of Total

Federal Income Tax

State Income Tax

Local Income tax

NOT APPLICABLE

000110

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Accumulated Deferred Income Taxes - Other (283) (Ref Page: 276)

Account 283

Electric

Other

Total Electric

Gas

Other

TOTAL Gas

Other (Specify)

TOTAL (Acct 283)

Classification of Total

Federal Income Tax

State Income Tax

Local Income tax

NOT APPLICABLE

000111

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Accumulated Deferred Income Taxes - Other (283) (Ref Page: 276) (Part Two)

Account 283

Electric

Other

Total Electric

Gas

Other

TOTAL Gas

Other (Specify)

TOTAL (Acct 283)

Classification of Total

Federal Income Tax

State Income Tax

Local Income tax

NOT APPLICABLE

000112

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Other Regulatory Liabilities (254) (Ref Page: 278)

Other Reg Liab-Economic Reserve-Member Rate Stability	447	\$27,561,882.00	\$1,361,864.00	\$118,767,303.00
Other Reg Liab-Rural Economic Reserve-Member Rate Stability	447	\$0.00	\$1,136,416.00	\$62,345,192.00
Other Reg Liab-Non Smelter NON-FAC PPA-Member Rate Stability	557	\$505,041.00	\$4,114,192.00	\$4,780,635.00
		\$28,066,923.00	\$6,612,472.00	\$185,893,130.00

000113

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Electric Operating Revenues (Ref Page: 300)



Sales of Electricity

Residential Sales
(440)

Commercial and
Industrial Sales (442)

Small (or comm.) (See
instr. 4)

Large (or Ind) (See
Instr 4)

Public Street and
Highway Lighting (444)

Other Sales to Public
Authorities (445)

Sales to Railroads and
Railways (446)

Interdepartmental
Sales (448)

Total Sales to Ultimate
Consumers

Sales for Resale (447)

Total Sales of
Electricity

(Less) Provision for
Rate Refunds (449.1)

Total Revenues Net of
Prov. for Refunds

Other Operating
Revenues

Forfeited Discounts
(450)

Miscellaneous Service
Revenues (451)

Sales for Resale (447)	\$514,490,437.00	\$326,729,694.00	11,969,420	7,790,961	3	3
Total Sales of Electricity	\$514,490,437.00	\$326,729,694.00	11,969,420	7,790,961	3	3
(Less) Provision for Rate Refunds (449.1)						
Total Revenues Net of Prov. for Refunds	\$514,490,437.00	\$326,729,694.00	11,969,420	7,790,961	3	3

000114

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Electric Operating Revenues (Ref Page: 300)

	2010 Actual	2010 Budget	2010 Actual	2010 Budget	2010 Actual	2010 Budget
Sales of Water and Water Power (453)						
Rent from Electric Property (454)	\$26,250.00	\$24,000.00	0	0	0	0
Interdepartmental Rents (455)						
Other Electric Revenues (456)	\$12,807,766.00	\$14,579,910.00	0	0	0	0
Total Other Operating Revenues	\$12,834,016.00	\$14,603,910.00	0	0	0	0
Total Electric Operating Revenues	\$527,324,453.00	\$341,333,604.00	11,969,420	7,790,961	3	3

*NOTE Line 12
Column b includes
Total of unbilled
Revenues

**Note Line 12 Column
d includes Total MWH
relating to unbilled
revenues

000115

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Sales of Electricity by Rate Schedules (Ref Page: 304)

	01/01/2010	02/01/2010	03/01/2010	04/01/2010	05/01/2010	06/01/2010	07/01/2010	08/01/2010	09/01/2010	10/01/2010	11/01/2010	12/31/2010
ALL SALES OF ELECTRICITY ARE FOR RESALE	0		\$0.00		0		0		0			0.0000
Total Billed												0
Total Unbilled Rev (see Instr 6)												0
TOTAL												0

000116

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Sales for Resale (447) (Ref Page: 310)



Requirements Service

KENERGY CORP.	RQ	358	356	343
JACKSON PURCHASE ENERGY CORPORATION	RQ	130	130	128
MEADE COUNTY RECC	RQ	93	93	92
KENERGY-CENTURY/ALCAN	RQ	0	0	0

Total RQ

581 579 563

Non Requirements Service

KENERGY - DOMTAR COGEN	LF	0	0	0
KENERGY - DOMTAR ARS	LF	0	0	0
ASSOCIATED ELECTRIC COOPERATIVE	OS	0	0	0
EAST KENTUCKY POWER COOP	OS	0	0	0
OGLETHORPE POWER	OS	0	0	0
AMEREN UE	OS	0	0	0
CARGILL POWER MKT	OS	0	0	0
CONSTELLATION POWER SOURCE	OS	0	0	0
EDF TRADING NORTH AMERICA	OS	0	0	0
HENDERSON MUNICIPAL POWER & LIGHT	OS	0	0	0
MISO	OS	0	0	0
PJM INTERCONNECTION	OS	0	0	0

000117

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Sales for Resale (447) (Ref Page: 310)

Account	Sub-Account	Entity Number	Value	Quantity	Weight
POWERSOUTH ENERGY COOP	OS		0	0	0
SOUTHERN COMPANY SERVICES	OS		0	0	0
TENASKA POWER SERVICES	OS		0	0	0
TENNESSEE VALLEY AUTHORITY	OS		0	0	0
THE ENERGY AUTHORITY	OS		0	0	0
Total Non RQ			0	0	0
Total			581	579	563
EXPORT					
INTRASTATE					
TOTAL					

000118

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Sales for Resale (447) (Ref Page: 310) (Part Two)

Requirements Service

KENERGY CORP.	2,185,590	\$37,306,237.00	\$38,467,209.00	\$19,546,346.00	\$95,319,792.00
JACKSON PURCHASE ENERGY CORPORATION	716,681	\$11,593,926.00	\$14,521,295.00	\$6,388,317.00	\$32,503,538.00
MEADE COUNTY RECC	509,286	\$8,249,322.00	\$10,389,475.00	\$4,538,752.00	\$23,177,549.00
KENERGY- CENTURY/ALCAN	6,348,431	\$0.00	\$279,664,932.00	\$0.00	\$279,664,932.00
Total RQ	9,759,988	\$57,149,485.00	\$343,042,911.00	\$30,473,415.00	\$430,665,811.00

Non Requirements Service

KENERGY - DOMTAR COGEN	35,272	\$0.00	\$1,334,187.00	\$0.00	\$1,334,187.00
KENERGY - DOMTAR ARS	0	\$0.00	\$100,006.00	\$0.00	\$100,006.00
ASSOCIATED ELECTRIC COOPERATIVE	4,068	\$0.00	\$145,929.00	\$0.00	\$145,929.00
EAST KENTUCKY POWER COOP	66,846	\$0.00	\$2,791,834.00	\$0.00	\$2,791,834.00
OGLETHORPE POWER	7,440	\$0.00	\$299,857.00	\$0.00	\$299,857.00
AMEREN UE	26,380	\$0.00	\$881,409.00	\$0.00	\$881,409.00
CARGILL POWER MKT	216,581	\$0.00	\$7,989,749.00	\$0.00	\$7,989,749.00
CONSTELLATION POWER SOURCE	252,383	\$0.00	\$8,843,259.00	\$0.00	\$8,843,259.00
EDF TRADING NORTH AMERICA	229,516	\$0.00	\$8,700,800.00	\$0.00	\$8,700,800.00
HENDERSON MUNICIPAL POWER & LIGHT	4,297	\$0.00	\$191,046.00	\$0.00	\$191,046.00
MISO	1,059,722	\$0.00	\$41,001,812.00	\$0.00	\$41,001,812.00
PJM INTERCONNECTION	100,713	\$0.00	\$3,737,060.00	\$0.00	\$3,737,060.00

000119

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Sales for Resale (447) (Ref Page: 310) (Part Two)

Customer	Quantity	Rate	Amount	Other Charges	Total
POWERSOUTH ENERGY COOP	14,830	\$0.00	\$508,790.00	\$0.00	\$508,790.00
SOUTHERN COMPANY SERVICES	11,723	\$0.00	\$463,388.00	\$0.00	\$463,388.00
TENASKA POWER SERVICES	12,437	\$0.00	\$446,928.00	\$0.00	\$446,928.00
TENNESSEE VALLEY AUTHORITY	142,179	\$0.00	\$5,366,103.00	\$0.00	\$5,366,103.00
THE ENERGY AUTHORITY	25,045	\$0.00	\$1,022,469.00	\$0.00	\$1,022,469.00
Total Non RQ	2,209,432	\$0.00	\$83,824,626.00	\$0.00	\$83,824,626.00
Total	11,969,420	\$57,149,485.00	\$426,867,537.00	\$30,473,415.00	\$514,490,437.00
EXPORT	0				\$0.00
INTRASTATE					
TOTAL					

Note:
Ref. page 310

COLUMN J - OTHER CHARGES REPRESENTS MEMBER RATE STABILITY MECHANISM (MRSM)

000120

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Electric Operation and Maintenance Expenses - 1. Power Production (Ref Page: 320)

POWER PRODUCTION EXPENSES

A. Steam Power Generation

Operation

Operation Supervision and Engineering (500)	\$4,624,985.00	\$2,562,404.00
Fuel (501)	\$207,087,919.00	\$80,405,179.00
Steam Expenses (502)	\$34,236,992.00	\$14,317,835.00
Steam from Other Sources (503)		
(Less) Steam Transferred CR (504)		\$2,425,288.00
Electric Expenses (505)	\$5,878,526.00	\$3,063,645.00
Miscellaneous steam Power Expenses (506)	\$7,331,014.00	
Rents (507)		
Allowance (509)	\$401,618.00	
Total Operation	\$259,561,054.00	\$102,774,351.00
Maintenance		
Maintenance Supervision and Engineering (510)	\$3,945,686.00	\$1,588,557.00
Maintenance of Structures (511)	\$3,727,682.00	\$1,607,899.00
Maintenance of Boiler Plant (512)	\$26,814,441.00	\$13,865,526.00
Maintenance of Electric Plant (513)	\$4,098,834.00	\$6,786,913.00
Maintenance of Miscellaneous Steam Plant (514)	\$2,778,045.00	\$513,117.00
Total Maintenance	\$41,364,688.00	\$24,362,012.00
21. Total Power Production Expenses - Steam Power	\$300,925,742.00	\$127,136,363.00

B. Nuclear Power Generation

Operations

Operation Supervision and Engineering (517)

Fuel (518)

Coolants and water (519)

Steam Expenses (520)

000121

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Electric Operation and Maintenance Expenses - 1. Power Production (Ref Page: 320)

Steam from Other Sources (521)

(Less) Steam Transferred – CR (522)

Electric Expenses (523)

Miscellaneous Nuclear Power Expenses (524)

Rents (525)

Total Operation

Maintenance

Maintenance Supervision and Engineering (528)

Maintenance of Structures (529)

Maintenance of Reactor Plant Equipment (530)

Maintenance of Electric Plant (531)

Maintenance of Miscellaneous Nuclear Plant (532)

Total Maintenance

41. Total Power Production Expenses - Nuclear Power

C. Hydraulic Power Generation

Operation

Operation Supervision and Engineering (535)

Water for Power (536)

Hydraulic Expenses (537)

Electric Expenses (538)

Miscellaneous Hydraulic Power Generation Expenses (539)

Rents (540)

Total Operation

Maintenance

Maintenance of Supervision and Engineering (541)

Maintenance of Structures (542)

Maintenance of Reservoirs, Dams and Waterways (543)

000122

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Electric Operation and Maintenance Expenses - 1. Power Production (Ref Page: 320)

Maintenance of Electric Plant (544)		
Maintenance of Miscellaneous Hydraulic Plant (545)		
Total Maintenance		
59. Total Power Production Expenses - Hydraulic Power		
D. Other Power Generation		
Operation		
Operation Supervision and Engineering (546)	\$660,601.00	\$249,463.00
Fuel (547)	\$33,807.00	\$12,196.00
Generation Expenses (548)		
Miscellaneous Other Power Generation Expenses (549)		
Rents (550)	\$694,408.00	\$261,659.00
Total Operation		
Maintenance		
Maintenance Supervision and Engineering (551)		
Maintenance of Structures (552)		
Maintenance of Generating and Electric Plant (553)	\$792,175.00	\$38,158.00
Maintenance of Miscellaneous Other Power Generation Plant (554)		
Total Maintenance	\$792,175.00	\$38,158.00
Total Power Production Expenses -- Other Power	\$1,486,583.00	\$299,817.00
E. Other Power Supply Expenses		
Purchased Power (555)	\$80,327,589.00	\$99,218,996.00
System Control and Load Dispatching (556)	\$689,793.00	\$600,064.00
Other Expenses (557)	\$18,403,884.00	\$16,007,080.00
79. Total Other Power Supply Expenses	\$99,421,266.00	\$115,826,140.00
80. Total Power Production Expenses (Lines 21,41,59,74,79)	\$401,833,591.00	\$243,262,320.00

000123

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Electric Operation and Maintenance Expenses - Transmission and Distribution Expenses (Ref Page: 321)

2. Transmission Expenses

Operation

Operation Supervision and Engineering (560)	\$721,017.00	\$917,166.00
Load Dispatching (561)	\$1,634,089.00	\$1,587,750.00
Station Expenses (562)	\$1,043,675.00	\$1,073,840.00
Overhead Lines Expenses (563)	\$970,450.00	\$1,067,037.00
Underground Lines Expenses (564)		
Transmission of Electricity by Others (565)	\$3,051,502.00	\$3,078,601.00
Miscellaneous Transmission Expenses (566)	\$674,389.00	\$507,609.00
Rents (567)	\$26,460.00	\$24,701.00
Total Operation	\$8,121,582.00	\$8,256,704.00
Maintenance		
Maintenance Supervision and Engineering (568)	\$537,921.00	\$688,461.00
Maintenance of Structures (569)	\$20,997.00	\$10,587.00
Maintenance of Station Equipment (570)	\$1,625,828.00	\$1,855,415.00
Maintenance of Overhead Lines (571)	\$2,174,112.00	\$2,572,695.00
Maintenance of Underground Lines (572)		
Maintenance of Miscellaneous Transmission Plant (573)	\$114,266.00	\$98,439.00
Total Maintenance	\$4,473,124.00	\$5,225,597.00
100. Total Transmission Expenses	\$12,594,706.00	\$13,482,301.00

3. Distribution Expenses

Operation

Operation Supervision and Engineering (580)
Load Dispatching (581)
Station Expenses (582)
Overhead Line Expenses (583)
Underground Line Expenses (584)

000124

Electric Operation and Maintenance Expenses - Transmission and Distribution Expenses (Ref Page: 321)

Street Lighting and signal System Expenses (585)
Meter Expenses (586)
Customer Installations Expenses (587)
Miscellaneous Expenses (588)
Rents (589)
Total Operation
Maintenance
Maintenance Supervision and Engineering (590)
Maintenance of Structures (591)
Maintenance of Station Equipment (592)
Maintenance of Overhead Lines (593)
Maintenance of Underground Lines (594)
Maintenance of Line Transformers (595)
Maintenance of Street Lighting and Signal Systems (596)
Maintenance of Meters (597)
Maintenance of Miscellaneous Distribution Plant (598)
Total Maintenance
126. Total Distribution Expenses

000125

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Electric Operation and Maintenance Expenses - Customer, Sales and Administrative Expenses (Ref Page: 321)

		\$3,297,366.00	\$4,300,553.00
Outside Services Employed (923)			
Property Insurance (924)	\$169,994.00		\$170,044.00
Injuries and Damages (925)	\$84,244.00		\$143,842.00
Employee Pensions and Benefits (926)			
Franchise requirements (927)			\$928,877.00
Regulatory Commission Expenses (928)	\$1,452,074.00		
(Less) Duplicate Charges - CR (929)	\$160,540.00		\$165,184.00
General Advertising Expenses (930.1)	\$1,291,277.00		\$1,186,549.00
Miscellaneous General Expenses (930.2)	\$1,933.00		\$1,933.00
Rents (931)	\$26,461,942.00		\$24,190,595.00
Total Operation			
Maintenance	\$250,361.00		\$170,492.00
Maintenance of General Plant (935)	\$26,712,303.00		\$24,361,087.00
168. Total Administrative and General Expenses	\$441,826,703.00		\$262,374,147.00
Total Electric Operation and Maintenance (80,100,126,134,141,148,168)			

000127

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Purchased Power (555) (Ref Page: 326)

Supplier	Contract Type	01/01/10	02/01/10	03/01/10	04/01/10	05/01/10	06/01/10	07/01/10	08/01/10	09/01/10	10/01/10	11/01/10	12/31/10
Associated Electric Cooperative	OS	0	0	0	0	0	0	0	0	0	0	0	1,008
Cargill-Alliant LLC	OS	0	0	0	0	0	0	0	0	0	0	0	5,309
Constellation Energy Commodities	OS	0	0	0	0	0	0	0	0	0	0	0	1,502
East Kentucky Power Cooperative	OS	0	0	0	0	0	0	0	0	0	0	0	208
EDF Trading North America	OS	0	0	0	0	0	0	0	0	0	0	0	815
Henderson Municipal Power & Light	RQ	0	0	0	0	0	0	0	0	0	0	0	1,601,484
Louisville Gas & Electric	OS	0	0	0	0	0	0	0	0	0	0	0	235
Midwest Independent Trans. Sys Op	OS	0	0	0	0	0	0	0	0	0	0	0	181,085
PJM Interconnection	OS	0	0	0	0	0	0	0	0	0	0	0	47,419
RRI Energy Services	SF	0	0	0	0	0	0	0	0	0	0	0	30,483
Southeastern Power Administration	LF	0	0	0	0	0	0	0	0	0	0	0	333,359
Southern Illinois Power Coop	OS	0	0	0	0	0	0	0	0	0	0	0	17,720
The Energy Authority	OS	0	0	0	0	0	0	0	0	0	0	0	359
TOTAL													2,220,994

000128

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Purchased Power (555) (Ref Page: 326) (Part Two)

Associated Electric Cooperative	0	0	\$0.00	\$41,758.00	\$0.00	\$41,758.00
Cargill-Alliant LLC	0	0	\$0.00	\$210,264.00	\$0.00	\$210,264.00
Constellation Energy Commodities	0	0	\$0.00	\$67,184.00	\$0.00	\$67,184.00
East Kentucky Power Cooperative	0	0	\$0.00	\$16,016.00	\$0.00	\$16,016.00
EDF Trading North America	0	0	\$0.00	\$27,160.00	\$0.00	\$27,160.00
Henderson Municipal Power & Light	0	0	\$0.00	\$59,689,911.00	\$0.00	\$59,689,911.00
Louisville Gas & Electric	0	0	\$0.00	\$11,922.00	\$0.00	\$11,922.00
Midwest Independent Trans. Sys Op	0	0	\$0.00	\$8,135,986.00	\$0.00	\$8,135,986.00
PJM Interconnection	0	0	\$0.00	\$1,918,598.00	\$0.00	\$1,918,598.00
RRR Energy Services	0	0	\$0.00	\$2,239,878.00	\$0.00	\$2,239,878.00
Southeastern Power Administration	0	0	\$0.00	\$7,354,903.00	\$0.00	\$7,354,903.00
Southern Illinois Power Coop	0	0	\$0.00	\$599,480.00	\$0.00	\$599,480.00
The Energy Authority	0	0	\$0.00	\$14,529.00	\$0.00	\$14,529.00
TOTAL	0	0	\$0.00	\$80,327,589.00	\$0.00	\$80,327,589.00

000123

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Purchased Power (555) (Ref Page: 326) (Part Two) - NOTES

Note:

Ref. Page 326 Henderson Municipal Power & Light
Power purchased from Henderson Municipal Power & Light is not based on non-coincident peak (NCP) or coincident peak (CP). Big Rivers' has capacity rights under an operating agreement for the Henderson Municipal Power & Light (HMP&L) Station Two facility.

Ref. Page 326 Southeastern Power Administration
The contract with Southeastern Power Administration shall continue in effect until terminated on June 30 of any year by Big Rivers Electric Corporation, upon written notice to SEPA of not less than 37 months in advance of the date of termination, or by SEPA upon written notice to Big Rivers Electric Cooperation of not less than 36 months in advance of termination. Power purchased from Southeastern Power Administration is not based on non-coincident peak (NCP) or coincident peak (CP).

Note:

000130

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Transmission of Electricity for Others (456) (Ref Page: 328)

Line	Description of Service	Entity	Entity Address	Account Type
1	BIG RIVERS POWER SUPPLY		TENNESSEE VALLEY AUTHORITY	LF
2	BIG RIVERS POWER SUPPLY		MIDWEST ISO	LF
3	BIG RIVERS POWER SUPPLY		MIDWEST ISO	OS
4	HENDERSON MUNICIPAL POWER & LIGHT	SEPA	HENDERSON MUNICIPAL POWER & LIGHT	OS
5	SOUTHERN ILLINOIS POWER MARKETING	SEPA	SOUTHERN ILLINOIS POWER MARKETING	OS
6	BIG RIVERS POWER SUPPLY	TVA	DOMTAR PAPER	OS

000131

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Transmission of Electricity for Others (456) pg 2 (Ref Page: 329)

Line	From	To	Quantity	Rate	Amount	Amount
1	BIG RIVERS' SWITCHYARDS	BARKLEY/PARADISE	700		1,020,001	1,020,001
2	BIG RIVERS' SWITCHYARDS	MIDWEST ISO TIES	210		667,465	667,465
3	BIG RIVERS' SWITCHYARDS	MIDWEST ISO TIES	0		85,902	85,902
4	BARKLEY/PARADISE	HMP&L TIES	0		19,095	19,095
5	BARKLEY/PARADISE	GALLATIN/RENSHAW	0		159,945	159,945
6	BARKLEY/PARADISE	DOMTAR PAPER	0		34,530	34,530
Total			910		1,986,938	1,986,938

000132

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Transmission of Electricity for Others (456) pg 3 (Ref Page: 330)

	1	\$12,217,555.00	\$0.00	\$0.00	\$12,217,555.00
	2	\$122,208.00	\$0.00	\$0.00	\$122,208.00
	3	\$18,051.00	\$0.00	\$0.00	\$18,051.00
	4	\$33,651.00	\$0.00	\$0.00	\$33,651.00
	5	\$16,877.00	\$0.00	\$0.00	\$16,877.00
	6	\$284,795.00	\$0.00	\$0.00	\$284,795.00
Total		\$12,693,137.00	\$0.00	\$0.00	\$12,693,137.00

000133

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Transmission of Electricity by Others (565) (Ref Page: 332)

Entity	Quantity (MWh)	Quantity (MWh)	Amount (\$)	Amount (\$)	Amount (\$)	Amount (\$)	Amount (\$)
Louisville Gas & Electric Co.	23,074	23,074	\$58,280.00	\$0.00	\$0.00	\$58,280.00	
Kentucky Utilities	50,176	50,176	\$138,565.00	\$0.00	\$0.00	\$138,565.00	
Midwest ISO	86,487	86,793	\$90,830.00	\$0.00	\$0.00	\$90,830.00	
Southern Illinois Power Coop	0	0	(\$23,597.00)	\$0.00	\$0.00	(\$23,597.00)	
Tennessee Valley Authority	932,715	964,653	\$2,787,424.00	\$0.00	\$0.00	\$2,787,424.00	
Total	1,092,452	1,124,696	\$3,051,502.00	\$0.00	\$0.00	\$3,051,502.00	

000134

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
 Miscellaneous General Expenses 930.2 Electric (Ref Page: 335)

\$397,837.00

Industry Association Dues

Nuclear Power Research Expenses

Other Experimental and general Research Expenses

Publishing and Distributing Information and Reports to Stockholders; Trustee, Registrar and Transfer Agent Fees and Expenses, and Other Expenses of Servicing Outstanding securities of the Respondent

Other Expenses (List items of \$5000 or more in this column showing the Purpose, Recipient and amount of such items.

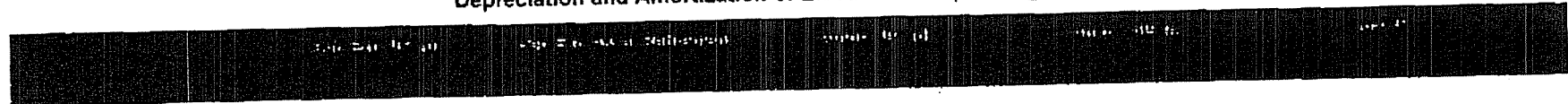
Group amounts of less than \$5000 by classes if the number of items so grouped is shown.

Annual Report	Commercial Printing	\$16,518.00
Debt Expense/Bank Services	NRUCFC	\$209,717.00
Debt Expense/Bank Services	CoBank	\$173,931.00
Debt Expense/Bank Services	US Bank	\$29,327.00
Debt Expense/Bank Services	Standard & Poors	\$30,000.00
Directors Fees and Expenses	Directors	\$170,785.00
Economic Development	Northwest Kentucky Forward	\$7,000.00
Economic Development	Greater Paducah Partners for Progress	\$5,000.00
General Plant Property Tax	State of Ky and Local Taxing Districts	\$204,624.00
Insurance	E M Ford	\$33,342.00
Insurance	Federated Rural Electric	\$5,018.00
Insurance	2 Items	\$4,994.00
Insurance	2 Items	\$3,184.00
		\$1,291,277.00

TOTAL

000135

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Depreciation and Amortization of Electric Plant (Ref Page: 336)



Intangible Plant					
Steam Product Plant	\$28,301,652.00	\$0.00	\$0.00	\$0.00	\$28,301,652.00
Nuclear Production Plant					
Hydraulic Production Plant -- Conventional					
Hydraulic Production Plant -- Pumped Storage					
Other Production Plant	\$192,324.00	\$0.00	\$0.00	\$0.00	\$192,324.00
Transmission Plant	\$5,051,776.00	\$0.00	\$413,554.00	\$0.00	\$5,475,330.00
Distribution Plant					
General Plant	\$272,886.00	\$0.00	\$0.00	\$0.00	\$272,886.00
Common Plant -- Electric					
Total	\$33,828,638.00	\$0.00	\$413,554.00	\$0.00	\$34,242,192.00

000136

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Regulatory Commission Expenses (Ref Page: 350)

Account Description	Account Debit	Account Credit	Balance Forward	Current Period	Balance Forward	Account Description
KY Public Service Commission (KSFC)	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	Electric
Administrative Case No. 387	\$0.00	\$1,065.00	\$1,065.00	\$0.00	\$0.00	Electric
Administrative Case No. 2008-00408	\$0.00	\$7,560.00	\$7,560.00	\$0.00	\$0.00	Electric
Ice Storm Response	\$0.00	\$90.00	\$90.00	\$0.00	\$0.00	Electric
Case No. 2009-00510	\$0.00	\$164.00	\$164.00	\$0.00	\$0.00	Electric
Case No. 2010-00043	\$0.00	\$904,797.00	\$904,797.00	\$0.00	\$0.00	Electric
Rate Cases	\$0.00	\$80.00	\$80.00	\$0.00	\$0.00	Electric
Assessment for Maintenance of KPSC KRS 278.130	\$538,318.00	\$0.00	\$538,318.00	\$0.00	\$0.00	Electric
Total	\$538,318.00	\$913,756.00	\$1,452,074.00	\$0.00	\$0.00	

000137

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Regulatory Commission Expenses (Ref Page: 350) (Part Two)

[REDACTED]						
Account	Case No.	Amount	Case No.	Amount	Case No.	Amount
KY Public Service Commission (KSPC)		\$0.00		\$0.00		\$0.00
Administrative Case No. 387	928	\$1,065.00		\$0.00		\$0.00
Administrative Case No. 2008-00408	928	\$7,560.00		\$0.00		\$0.00
Ice Storm Response	928	\$90.00		\$0.00		\$0.00
Case No. 2009-00510	928	\$164.00		\$0.00		\$0.00
Case No. 2010-00043	928	\$904,797.00		\$0.00		\$0.00
Rate Cases	928	\$80.00		\$0.00		\$0.00
Assessment for Maintenance of KPSC KRS 278.130	928	\$538,318.00		\$0.00		\$0.00
Total		\$1,452,074.00		\$0.00		\$0.00

000138

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Research Development and Demonstration Activities (Ref Page: 352)

Account Number	Description	Actual	Budget	Actual	Budget	Actual	Budget
B.External 4.Support to Others	National Renewables Coop Org	\$0.00	\$35,300.00	930.2	\$35,300.00	\$0.00	\$0.00
B.External 4.Support to Others	National Rural Electric Coop - CRN	\$0.00	\$16,754.00	930.2	\$16,754.00	\$0.00	\$0.00
		\$0.00	\$0.00		\$0.00	\$0.00	\$0.00
		\$0.00	\$0.00		\$0.00	\$0.00	\$0.00
		\$0.00	\$0.00		\$0.00	\$0.00	\$0.00
		\$0.00	\$0.00		\$0.00	\$0.00	\$0.00
		\$0.00	\$0.00		\$0.00	\$0.00	\$0.00
					\$52,054.00		

Total

000139

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Distribution of Salaries and Wages - Electric (Ref Page: 354)

Electric

Operation

3. Production	\$18,644,174.00
4. Transmission	\$1,720,359.00
5. Distribution	
6. Customer Accounts	\$269,032.00
7. Customer Service and Informational	
8. Sales	
9. Administrative and General	\$9,656,199.00
10. Total Operation	\$30,289,764.00
Maintenance	
12. Production	\$13,912,350.00
13. Transmission	\$1,651,913.00
14. Distribution	
15. Administrative and General	\$44,085.00
16. Total Maint	\$15,608,348.00
17. Total Operation and Maintenance	
18. Total Production (Lines 3 and 12)	\$32,556,524.00
19. Total Transmission (Lines 4 and 13)	\$3,372,272.00
20. Total Distribution (Lines 5 and 14)	
21. Customer Accounts (Transcribe from Line 6)	\$269,032.00
22. Customer Service and Informational (Transcribe from Line 7)	
23. Sales (Transcribe from Line 8)	
24. Administrative and General (Lines 9 and 15)	\$9,700,284.00

000140

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Distribution of Salaries and Wages - Electric (Ref Page: 354)

Account	Amount	Amount	Amount
25. Total Oper. and Maint. (Lines 18-24)	\$45,898,112.00	\$50,069.00	\$45,948,181.00

000141

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Distribution of Salaries and Wages - Gas (Ref Page: 354)

Gas

Operation

- 28. Production – Manufactured Gas
- 29. Production – Nat. Gas (Including Expl and Dev.)
- 30. Other Gas Supply
- 31. Storage, LNG Terminaling and Processing
- 32. Transmission
- 33. Distribution
- 34. Customer Accounts
- 35. Customer Service and Informational
- 36. Sales
- 37. Administrative and General
- 38. Total Operation

Maintenance

- 40. Production – Manufactured Gas
- 41. Production – Natural Gas
- 42. Other Gas Supply
- 43. Storage, LNG Terminaling and Processing
- 44. Transmission
- 45. Distribution
- 46. Administrative and General
- 47. Total Maint
- 48. Total Operation and Maintenance

000142

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Distribution of Salaries and Wages - Gas (Ref Page: 354)

49. Total Production – Manufactured Gas (Lines 28 and 40)			
50. Total Production – Natural Gas (Lines 29 and 41)			
51. Total Other Gas Supply (Lines 30 and 42)			
52. Total Storage LNG Terminating and Processing (Lines 31 and 43)			
53. Total Transmission (Lines 32 and 44)			
54. Total Distribution (Lines 33 and 45)			
55. Customer Accounts (Transcribe Line 34)			
56. Customer Service and Informational (Transcribe Line 35)			
57. Sales (Transcribe Line 36)			
58. Total Administrative and General (Lines 37 and 46)			
59. Total Operation and Maintenance			
60. Other Utility Departments			
61. Operation and Maintenance		\$45,898,112.00	\$50,069.00
62. Total All Utility Dept (25.59.61)			\$45,948,181.00

000143

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Distribution of Salaries and Wages - Utility Plant (Ref Page: 355)

Utility Plant			
Construction (By Utility Departments)			
		\$0.00	\$761,826.00
65. Electric Plant	\$761,826.00		
66. Gas Plant			
67. Other			
68. Total Construction	\$761,826.00	\$0.00	\$761,826.00
69. Plant Removal (By Utility Departments)			
70. Electric Plant			
71. Gas Plant			
72. Other			
73. Total Plant Removal			
74. Other Accounts		\$0.00	\$2,594,667.00
ACCT REC (STATION TWO)	\$2,594,667.00		
CLEARING	\$146,697.00	(\$50,069.00)	\$96,628.00
95. Total Other Accounts	\$2,741,364.00	(\$50,069.00)	\$2,691,295.00
96. Total Salaries and Wages	\$49,401,302.00	\$0.00	\$49,401,302.00

000144

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Electric Energy Account (Ref Page: 401)

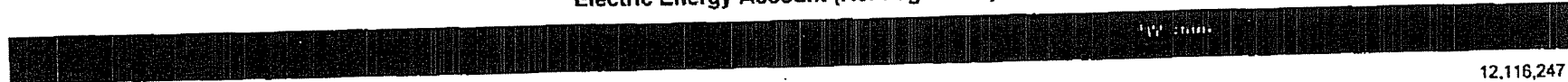
Sources of Energy

Generation (Excluding Station Use:)	9,888,514
Steam	
Nuclear	
Hydro—Conventional	
Hydro—Pumped Storage	6,998
Other	
(Less) Energy for Pumping	9,895,512
Net Generation	2,220,994
Purchases	
Power Exchanges	2,431,575
Received	2,431,834
Delivered	-259
Net Exchanges (line 12 - Line 13)	
Transmission for Other	1,986,938
Received	1,986,938
Delivered	0
Net Transmission for Other (Line 16-17)	
Transmission by Other Losses	12,116,247
Total (Lines 9,10,14,18 and 19)	
Disposition of Energy	
Sales to Ultimate Consumers (Including Interdepartmental Sales)	9,759,988
Requirements Sales for Resale (See Instruction 4 pg 311)	2,209,432
Non-Requirements Sales for Resale (See Instruction 4 pg 311)	
Energy furnished without Charge	
Energy Used by the Company (Electric Dept Only, excluding Station Use)	146,827
Total Energy Losses	

000145

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Electric Energy Account (Ref Page: 401)



12,116,247

Total (Lines 22 thru 27)

000146

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Monthly Peaks and Output (Ref Page: 401)

Month	Peak Demand (kW)	Peak Demand (MW)	Peak Demand (MW)	Peak Demand (MW)	Peak Demand (MW)
January	1,075,061	181,244	1,367	5	7
February	1,031,157	235,732	1,327	9	19
March	1,041,103	234,369	1,243	4	7
April	924,053	176,080	1,146	14	18
May	975,049	176,223	1,261	26	18
June	1,009,947	169,211	1,356	21	18
July	1,060,952	178,869	1,357	15	18
August	1,080,067	204,802	1,391	3	18
September	944,187	149,810	1,311	23	18
October	911,150	139,747	1,133	11	17
November	934,161	149,639	1,225	30	21
December	1,129,360	241,268	1,395	14	7
Total	12,116,247	2,235,994			

000147

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Steam-Electric Generating Plant Statistics - Part One Plant Info (Ref Page: 402)

Please enter the information regarding each plant corresponding to the column intended for pg 402

Col b - Plant name

Kind of Plant (internal comb, gas turb, nuclear)

Type of Constr (conventional, outdoor, boiler, etc)

Col c - Plant name

Kind of Plant (internal comb, gas turb, nuclear)

Type of Constr (conventional, outdoor, boiler, etc)

Col d - Plant name

Kind of Plant (internal comb, gas turb, nuclear)

Type of Constr (conventional, outdoor, boiler, etc)

Col e - Plant name

Kind of Plant (internal comb, gas turb, nuclear)

Type of Constr (conventional, outdoor, boiler, etc)

Col f - Plant name

Kind of Plant (internal comb, gas turb, nuclear)

Type of Constr (conventional, outdoor, boiler, etc)

Reid
 Steam
 Semi-Outdoor
 Coleman
 Steam
 Outdoor
 Green
 Steam
 Semi-Outdoor
 HMPL Station Two
 Steam
 Outdoor
 Wilson
 Steam
 Indoor

000148

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Steam-Electric Generating Plant Statistics - Part Two (Lines 3-33) (Ref Page: 402)

Year Originally Constructed	1,965	1,969	1,979	1,973	1,986
Year Last Unit was Installed	1,965	1,972	1,981	1,974	1,986
Total Installed Cap (Max Gen name Plate Ratings MW)	66	480	484	335	440
Net Peak Demand on Plant - MW (60 minutes)	54	450	459	312	423
Plant Hours Connected to Load	3,535	23,685	17,082	15,936	8,186
Net Continuous Plant Capability (MW)					
When Not Limited by Condenser Water	65	443	454	312	417
When Limited by Condenser Water					
Average Number of Employees	17	109	112	111	107
Net Generation, Exclusive of Plant Use - KWh	146,833,000	2,861,906,000	3,541,193,000	2,225,371,000	3,338,582,000
Cost of Plant:					
Land and Land Rights	83,342	1,124,665	1,110,712	0	2,218,858
Structures and Improvements	3,463,462	18,977,055	27,311,476	0	73,073,034
Equipment Costs	29,050,495	247,993,525	359,718,509	181,099,638	858,716,013
Asset Retirement Costs					
Total Cost	32,597,289	268,095,245	388,140,697	181,099,636	934,007,905
Cost per KW of Installed Capacity (line 5)	494	558	802	541	2,123
Production Expenses:					
Oper. Supv and Engr	301,475	1,541,639	1,880,536	0	901,334
Fuel	5,017,794	76,974,529	68,766,870	0	45,328,926
Coolants and Water (Nuclear only)					

000143


900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Steam-Electric Generating Plant Statistics - Part Two (Lines 3-33) (Ref Page: 402)

Steam Expenses	611,776	6,566,348	14,101,781	0	12,957,087
Steam from Other Sources					
Steam Transferred (Cr)					
Electric Expenses	293,495	1,947,334	2,136,552	0	1,501,144
Misc Steam (or Nuclear) Power Expenses	242,834	2,040,603	1,871,473	0	3,176,105
Rents					
Allowances	80,098	117,685	38,805	0	165,030
Maintenance Supervision and Engineering	278,009	1,587,444	1,372,653	0	707,580
Maintenance of Structures	120,544	1,243,736	1,301,730	0	1,061,672
Maintenance of Boiler (or reactor) Plant	1,611,365	8,484,787	8,734,818	0	7,983,472
Maintenance of Electric Plant	242,434	1,529,839	1,000,630	0	1,325,931
Maintenance of Misc Steam (or Nuclear) Plant	164,464	1,995,498	282,608	0	335,474
Total Production Expenses	8,964,288	104,029,442	102,488,256	0	85,443,755

000150

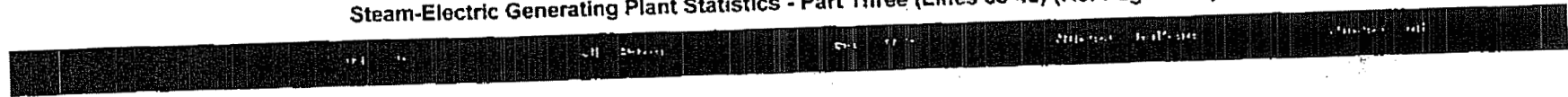
900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Steam-Electric Generating Plant Statistics - Part Two (Line 34) (Ref Page: 402)



Expenses per Net KWh	0.0611	0.3635	0.0289	0.0000	0.0256
----------------------	--------	--------	--------	--------	--------

000151

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Steam-Electric Generating Plant Statistics - Part Three (Lines 35-43) (Ref Page: 402)



Column b

Nuclear Unit				
Quantity of Fuel Burned	83,021.0000	5,404.00000000	0.0000	0.0000
Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	12,460.0000	138,000.00000000	0.0000	0.0000 0
Avg Cost of Fuel/unit as Delvd f.o.b. during year	50.8051	97.77430000	0.0000	0.0000
Average Cost of Fuel per Unit Burned	50.8997	97.69270000	0.0000	0.0000
Average Cost of Fuel Burned per Million BTU	2.0680	16.86510000	0.0000	0.0000
Average Cost of Fuel Burned per KWh Net Gen	0.0288	0.00360000	0.0000	0.0000
Average BTU per KWh Net Generation	13,916.0000	213.00000000	0.0000	0.0000

Column c

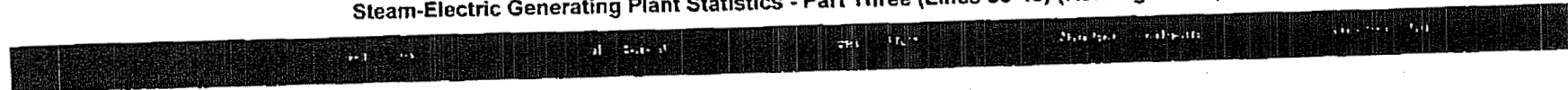
Nuclear Unit				
Quantity of Fuel Burned	1,400,553.0000	0.00000000	90,756.0000	0.0000
Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	11,223.0000	0.00000000	1,000,000.0000	0.0000 0
Avg Cost of Fuel/unit as Delvd f.o.b. during year	528,439.0000	0.00000000	5.5370	0.0000
Average Cost of Fuel per Unit Burned	53.0289	0.00000000	5.5370	0.0000
Average Cost of Fuel Burned per Million BTU	2.3354	0.00000000	5.5370	0.0000
Average Cost of Fuel Burned per KWh Net Gen	0.0260	0.00000000	0.0317	0.0000
Average BTU per KWh Net Generation	11,112.0000	0.00000000	32.0000	0.0000

000152

Column d

4/28/2011

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Steam-Electric Generating Plant Statistics - Part Three (Lines 35-43) (Ref Page: 402)



Nuclear Unit				
Quantity of Fuel Burned	1,676,481.0000	10,785.00000000	0.0000	0.0000
Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	11,755.0000	138,000.00000000	0.0000	0.0000 0
Avg Cost of Fuel/unit as Delvd f.o.b. during year	39.9482	96.83710000	0.0000	0.0000
Average Cost of Fuel per Unit Burned	39.8322	95.50980000	0.0000	0.0000
Average Cost of Fuel Burned per Million BTU	1.7189	16.47830000	0.0000	0.0000
Average Cost of Fuel Burned per KWh Net Gen	0.0189	0.00030000	0.0000	0.0000
Average BTU per KWh Net Generation	10,983.0000	18.00000000	0.0000	0.0000
Column e				
Nuclear Unit				
Quantity of Fuel Burned	721,467.0000	5,524.00000000	0.0000	0.0000
Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	12,053.0000	138,000.00000000	0.0000	0.0000 0
Avg Cost of Fuel/unit as Delvd f.o.b. during year	50.6690	102.02150000	0.0000	0.0000
Average Cost of Fuel per Unit Burned	48.4840	97.99900000	0.0000	0.0000
Average Cost of Fuel Burned per Million BTU	2.0113	16.90680000	0.0000	0.0000
Average Cost of Fuel Burned per KWh Net Gen	0.0218	0.00030000	0.0000	0.0000
Average BTU per KWh Net Generation	10,860.0000	20.00000000	0.0000	0.0000

000153

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Steam-Electric Generating Plant Statistics - Part Three (Lines 35-43) (Ref Page: 402)

	Quantity	Value	Unit	Value
Quantity of Fuel Burned	1,529,829.0000	35,106.00000000	0.0000	0.0000
Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	11,867.0000	138,000.00000000	0.0000	0.0000 0
Avg Cost of Fuel/unit as Delvd f.o.b. during year	35.7062	100.96200000	0.0000	0.0000
Average Cost of Fuel per Unit Burned	33.7880	98.86760000	0.0000	0.0000
Average Cost of Fuel Burned per Million BTU	1.4399	17.05790000	0.0000	0.0000
Average Cost of Fuel Burned per KWh Net Gen	0.0155	0.00040000	0.0000	0.0000
Average BTU per KWh Net Generation	10,753.0000	26.00000000	0.0000	0.0000

000154

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Steam-Electric Generating Plant Statistics - pg two - Part One Plant Info (Ref Page: 402)

Please enter the information regarding each plant corresponding to the column intended for pg 402

Col b - Plant name

Reid

Kind of Plant (internal comb, gas turb, nuclear)

Combustion Turbine

Type of Constr (conventional, outdoor, boiler, etc)

Col c - Plant name

Kind of Plant (internal comb, gas turb, nuclear)

Type of Constr (conventional, outdoor, boiler, etc)

Col d - Plant name

Kind of Plant (internal comb, gas turb, nuclear)

Type of Constr (conventional, outdoor, boiler, etc)

Col e - Plant name

Kind of Plant (internal comb, gas turb, nuclear)

Type of Constr (conventional, outdoor, boiler, etc)

Col f - Plant name

Kind of Plant (internal comb, gas turb, nuclear)

Type of Constr (conventional, outdoor, boiler, etc)

000155

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Steam-Electric Generating Plant Statistics - pg two - Part Two (Lines 3-33) (Ref Page: 402)

Year Originally Constructed	1,976	0	0	0	0
Year Last Unit was Installed	1,976	0	0	0	0
Total Installed Cap (Max Gen name Plate Ratings MW)	72	0	0	0	0
Net Peak Demand on Plant - MW (60 minutes)	64	0	0	0	0
Plant Hours Connected to Load	203	0	0	0	0
Net Continuous Plant Capability (MW)					
When Not Limited by Condenser Water	65	0	0	0	0
When Limited by Condenser Water					
Average Number of Employees					
Net Generation, Exclusive of Plant Use - KWh	6,997,400	0	0	0	0
Cost of Plant:					
Land and Land Rights					
Structures and Improvements	154,233	0	0	0	0
Equipment Costs	8,024,388	0	0	0	0
Asset Retirement Costs					
Total Cost	8,178,621	0	0	0	0
Cost per KW of Installed Capacity (line 5)	114	0	0	0	0
Production Expenses:					
Oper, Supv and Engr					
Fuel	660,601	0	0	0	0
Coolants and Water (Nuclear only)					

000156

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Steam-Electric Generating Plant Statistics - pg two - Part Two (Lines 3-33) (Ref Page: 402)



Steam Expenses

Steam from Other Sources

Steam Transferred (Cr)

Electric Expenses	33,807	0	0	0	0
-------------------	--------	---	---	---	---

Misc Steam (or Nuclear) Power Expenses

Rents

Allowances

Maintenance Supervision and Engineering

Maintenance of Structures

Maintenance of Boiler (or reactor) Plant

Maintenance of Electric Plant	792,175	0	0	0	0
-------------------------------	---------	---	---	---	---

Maintenance of Misc Steam (or Nuclear) Plant

Total Production Expenses	1,486,583	0	0	0	0
---------------------------	-----------	---	---	---	---

000157

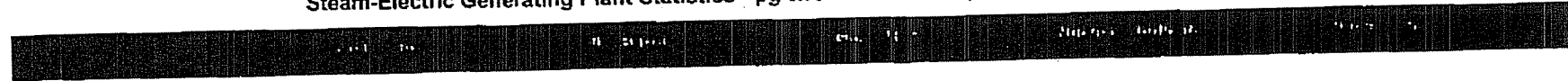
900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Steam-Electric Generating Plant Statistics - pg two - Part Two (Line 34) (Ref Page: 402)

Expenses per Net KWh	0.2124	0.0000	0.0000	0.0000	0.0000
----------------------	--------	--------	--------	--------	--------

000158

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Steam-Electric Generating Plant Statistics - pg two - Part Three (Lines 35-43) (Ref Page: 402)



column b

Nuclear Unit				
Quantity of Fuel Burned	0.0000	438.0000	112,108.0000	0.0000
Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	0.0000	138,000.0000	1,000,000.0000	0.0000
Avg Cost of Fuel/unit as Delvd f.o.b. during year	0.0000	103.7330	5.5100	0.0000
Average Cost of Fuel per Unit Burned	0.0000	112.6634	5.4524	0.0000
Average Cost of Fuel Burned per Million BTU	0.0000	19.4265	5.4524	0.0000
Average Cost of Fuel Burned per KWh Net Gen	0.0000	0.0071	0.0879	0.0000
Average BTU per KWh Net Generation	0.0000	363.0000	16,021.0000	0.0000

column c

Nuclear Unit				
Quantity of Fuel Burned	0	0	0	0
Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	0	0	0	0
Avg Cost of Fuel/unit as Delvd f.o.b. during year	0	0	0	0
Average Cost of Fuel per Unit Burned	0	0	0	0
Average Cost of Fuel Burned per Million BTU	0	0	0	0
Average Cost of Fuel Burned per KWh Net Gen	0	0	0	0
Average BTU per KWh Net Generation	0	0	0	0

000159

column d

4/28/2011

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Steam-Electric Generating Plant Statistics - pg two - Part Three (Lines 35-43) (Ref Page: 402)

	2010	2011	2012	2013
--	------	------	------	------

Nuclear Unit

Quantity of Fuel Burned	0	0	0	0
Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	0	0	0	0
Avg Cost of Fuel/unit as Delvd f.o.b. during year	0	0	0	0
Average Cost of Fuel per Unit Burned	0	0	0	0
Average Cost of Fuel Burned per Million BTU	0	0	0	0
Average Cost of Fuel Burned per KWh Net Gen	0	0	0	0
Average BTU per KWh Net Generation	0	0	0	0

column e

Nuclear Unit

Quantity of Fuel Burned	0	0	0	0
Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	0	0	0	0
Avg Cost of Fuel/unit as Delvd f.o.b. during year	0	0	0	0
Average Cost of Fuel per Unit Burned	0	0	0	0
Average Cost of Fuel Burned per Million BTU	0	0	0	0
Average Cost of Fuel Burned per KWh Net Gen	0	0	0	0
Average BTU per KWh Net Generation	0	0	0	0

column f

Nuclear Unit

000150

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Steam-Electric Generating Plant Statistics - pg two - Part Three (Lines 35-43) (Ref Page: 402)

	2010	2009	2008	2007
Quantity of Fuel Burned	0	0	0	0
Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	0	0	0	0
Avg Cost of Fuel/unit as Delvd f.o.b. during year	0	0	0	0
Average Cost of Fuel per Unit Burned	0	0	0	0
Average Cost of Fuel Burned per Million BTU	0	0	0	0
Average Cost of Fuel Burned per KWh Net Gen	0	0	0	0
Average BTU per KWh Net Generation	0	0	0	0

000161

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
HydroElectric Generating Plant Statistics - Part One Plant Info (Ref Page: 406)

Please enter the information regarding each plant corresponding to the column intended for pg 406

Col b Ferc Licensed Project No

Plant Name

Kind of Plant (Run-of-River or Storage)

Plant Construction type (Conventional or Outdoor)

Col c Ferc Licensed Project No

Plant Name

Kind of Plant (Run-of-River or Storage)

Plant Construction type (Conventional or Outdoor)

Col d Ferc Licensed Project No

Plant Name

Kind of Plant (Run-of-River or Storage)

Plant Construction type (Conventional or Outdoor)

Col e Ferc Licensed Project No

Plant Name

Kind of Plant (Run-of-River or Storage)

Plant Construction type (Conventional or Outdoor)

Col f Ferc Licensed Project No

Plant Name

Kind of Plant (Run-of-River or Storage)

Plant Construction type (Conventional or Outdoor)

NOT APPLICABLE

000162

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
HydroElectric Generating Plant Statistics - Part Two (Lines 3-34) (Ref Page: 406)

Year Originally Constructed
Year Last Unit was Installed
Total installed cap (Gen name
plate Rating in MW)
Net Peak Demand on
Plant-Megawatts (60 minutes)
Plant Hours Connect to Load
Net Plant Capability (in
megawatts)
(a) Under Most Favorable
Oper Conditions
(b) Under the Most Adverse
Oper Conditions
Average Number of Employees
Net Generation, Exclusive of
Plant Use - KWh
Cost of Plant
Land and Land Rights
Structures and Improvements
Reservoirs, Dams, and
Waterways
Equipment Costs
Roads, Railroads and Bridges
Asset Retirement Costs
Total Cost
Cost per KW of Installed
Capacity (line 5)
Production Expenses
Operation Supervision and
Engineering

NOT APPLICABLE

000163

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
HydroElectric Generating Plant Statistics - Part Two (Lines 3-34) (Ref Page: 406)

Water for Power

Hydraulic Expenses

Electric Expenses

Misc Hydraulic Power
Generation Expenses

Rents

Maintenance Supervision and
Engineering

Maintenance of Structures

Maintenance of Reservoirs,
Dams and Waterways

Maintenance of Electric Plant

Maintenance of Misc Hydraulic
Plant

Total Production Expenses

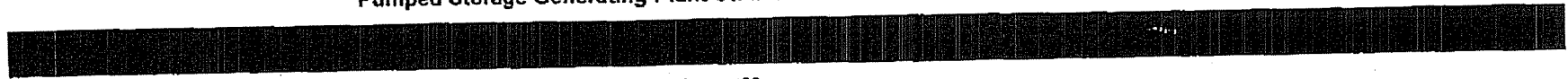
Expenses per net KWh

NOT APPLICABLE

000154

D

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Pumped Storage Generating Plant Statistics - Part One Plant Info (Ref Page: 408)



Please enter the information regarding each plant corresponding to the column intended for pg 406

Col b Ferc Licensed Project No

Plant Name

Type of Plant Construction (Conventional or Outdoor)

Col c Ferc Licensed Project No

Plant Name

Type of Plant Construction (Conventional or Outdoor)

Col d Ferc Licensed Project No

Plant Name

Type of Plant Construction (Conventional or Outdoor)

Col e Ferc Licensed Project No

Plant Name

Type of Plant Construction (Conventional or Outdoor)

Col f Ferc Licensed Project No

Plant Name

Type of Plant Construction (Conventional or Outdoor)

NOT APPLICABLE

000165

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Pumped Storage Generating Plant Statistics - Part Two (Lines 3-34) (Ref Page: 408)

Year Originally Constructed

Year Last Unit was Installed

Total installed cap (Gen name
plate Rating in MW)

Net Peak Demand on
Plant-Megawatts (60 minutes)

Plant Hours Connected to Load

Net Plant Capability (in
megawatts)

Average Number of Employees

9. Generation, Exclusive of
Plant Use - KWh

10. Energy Used for Pumping

Net Output for Load (line 9 -
line 10)

Land and Land Rights

Structures and Improvements

Reservoirs, Dams, and
Waterways

Water Wheels, Turbines and
Generators

Accessory Electric Equipment

Misc Powerplant Equipment

Roads, Railroads and Bridges

Asset Retirement Costs

Total Cost

Cost per KW of Installed
Capacity (line 5)

Production Expenses

NOT APPLICABLE

000156

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Pumped Storage Generating Plant Statistics - Part Two (Lines 3-34) (Ref Page: 408)



Operation Supervision and
Engineering

Water for Power

Pumped Storage Expenses

Electric Expenses

Misc Pumped Storage Power
Generation Expenses

Rents

Maintenance Supervision and
Engineering

Maintenance of Structures

Maintenance of Reservoirs,
Dams and Waterways

Maintenance of Electric Plant

Maintenance of Misc Pumped
Storage Plant

Production Expenses before
Pumping Exp (23 thru 33)

Pumping Expenses

Total Production Expenses

Expenses per net KWh

NOT APPLICABLE

000157

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Generating Plant Statistics (Small Plants) (Ref Page: 410)



0

NOT APPLICABLE

000168

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Generating Plant Statistics (Small Plants) (Ref Page: 410) (Part Two)

NOT APPLICABLE

000169

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Transmission Line Statistics (Ref Page: 422)

Line No.	From	To	Length (mi)	Capacity (MW)	Value (\$)	Cost (\$/MW)	Notes
1	Barkley	Reid	161	161 H-W	58.8000	0.0000	1
2	Coleman	Southwire	161	161 H-W	5.0000	0.0000	1
3	Coleman	EHV Tie Lines	161	161 H-W	2.8000	0.0000	1
4	Reid	Hancock	161	161 H-W	48.2000	0.0000	1
5	Hancock	Harvey	161	161 H-W	1.3000	0.0000	1
6	Scott Paper	Daviess Co	161	161 H-W	15.7000	0.0000	1
7	Coleman	New Hardinsburg	161	161 H-W	24.8000	0.0000	1
8	Paradise	New Hardinsburg	161	161 H-W	46.3000	0.0000	1
9	Hancock	Coleman	161	161 H-W	3.7000	0.0000	1
10	Coleman	HED	161	161 H-W	2.9200	0.0000	1
11	New Hardinsburg	KU Tie	138	138 H-W	0.4000	0.0000	1
12	New Hardinsburg	Meade Co	161	161 H-W	17.9000	0.0000	1
13	Skillman-West		161	161 H-W	3.0000	0.0000	1
14	Skillman-East		161	161 H-W	3.0000	0.0000	1
15	Skillman Tap	Meade Co	161	161 H-W	17.1000	0.0000	1
16	Barkley Dam	SIPC	161	161 H-W	23.8000	0.0000	1
17	Livingston Co	McCracken Co	161	161 H-W	39.1000	0.0000	1
18	McCracken Co	TVA Line L	161	161 H-W	3.2000	0.0000	1
19	Marshall Co	TVA Tie	161	161 H-W	3.1000	0.0000	1
20	Bryan Road		161	161 H-W	0.3100	0.0000	1
21	Livingston Co	Coal Tek- Calvert City	161	161 H-W	0.0000	0.0000	1
22	Reid	Alcan	161	161 H-W	4.5000	0.0000	1
23	Reid	Reid EHV	161	161 H-W	0.6000	0.0000	1
24	Reid	Henderson Co	161	161 H-W	15.3000	0.0000	1
25	Henderson Co	SIGECO	138	138 H-W	5.6000	0.0000	1

000170

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Transmission Line Statistics (Ref Page: 422)

Line No	Line Name	Company	Miles	Configuration	Capacity (MW)	Cost (\$)	Start Date	End Date
26	New Hardinsburg	LG&E	138	138 H-W	8.4000	0.0000		1
27	Wilson	Reid EHV	345	345 H-W	28.3000	0.0000		1
28	Wilson	Coleman EHV	345	345 H-W	39.1000	0.0000		1
29	Wilson Start-Up		161	161 H-W	0.6000	0.0000		1
30	Wilson Step-Up		161	161 H-W	0.6000	0.0000		1
31	Wilson	KU	161	161 H-W	8.0000	0.0000		1
32	Wilson	Paradise	161	161 H-W	0.0000	0.0000		1
33	Daviess Co		345	345 H-W	1.0000	0.0000		1
34	Under 32 kV		69	69 SP-W	833.1600	0.0000		2
0			0	0	0.0000	0.0000		0

000171

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Transmission Line Statistics (cont) (Ref Page: 423)

Line	Cost	Value	Value	Value	Value	Value	Value	Value
795 ACSR		\$153,159.00	\$1,434,512.00	\$1,587,671.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$0.00	\$29,381.00	\$29,381.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$1,378.00	\$15,755.00	\$17,133.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$116,781.00	\$2,411,797.00	\$2,528,578.00	\$0.00	\$0.00	\$0.00	\$0.00
336 ACSR		\$3,019.00	\$30,886.00	\$33,905.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$622,292.00	\$1,575,966.00	\$2,198,258.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$87,120.00	\$576,208.00	\$663,328.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$156,316.00	\$1,071,306.00	\$1,227,622.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$23,247.00	\$54,586.00	\$77,833.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$674.00	\$211,683.00	\$212,357.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$0.00	\$17,155.00	\$17,155.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$429,118.00	\$1,691,144.00	\$2,120,262.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$17,297.00	\$335,176.00	\$352,473.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$16,889.00	\$334,763.00	\$351,652.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$952,898.00	\$4,033,062.00	\$4,985,960.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$80,337.00	\$744,435.00	\$824,772.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$925,135.00	\$4,159,779.00	\$5,084,914.00	\$0.00	\$0.00	\$0.00	\$0.00
1590 ACSR		\$61,576.00	\$436,276.00	\$497,852.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$62,138.00	\$610,820.00	\$672,958.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$0.00	\$152,164.00	\$152,164.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$2,965.00	\$0.00	\$2,965.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$1,427.00	\$163,951.00	\$165,378.00	\$0.00	\$0.00	\$0.00	\$0.00
1590 ACSR		\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$201,433.00	\$724,170.00	\$925,603.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$76,137.00	\$398,896.00	\$475,033.00	\$0.00	\$0.00	\$0.00	\$0.00
795 ACSR		\$9,395.00	\$343,540.00	\$352,935.00	\$0.00	\$0.00	\$0.00	\$0.00

000172

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Transmission Line Statistics (cont) (Ref Page: 423)

Line ID	Line Name	Original Cost	Accumulated Depreciation	Net Book Value	Estimated Salvage Value	Estimated Residual Value	Estimated Total Value	Estimated Total Value	Estimated Total Value
1590	ACSR	\$632,159.00	\$13,086,441.00	\$13,718,600.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
1590	ACSR	\$876,205.00	\$18,080,561.00	\$18,956,766.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
795	ACSR	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
1590	ACSR	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
795	ACSR	\$214,753.00	\$2,019,337.00	\$2,234,090.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
795	ACSR	\$291,013.00	\$0.00	\$291,013.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
795	ACSR	\$15,056.00	\$2,006,560.00	\$2,021,616.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
VARIOUS		\$7,122,030.00	\$38,118,894.00	\$45,240,924.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Total		\$13,151,947.00	\$94,869,204.00	\$108,021,151.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

000173

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Transmission Lines Added During Year (Ref Page: 424)

Line No.	From	To	Line Length (ft)	Line Type	Phase	Count	Start Date	End Date
1	Falls of Rough	McDaniels	6.2300	SP-W		0		1

000174

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010
Transmission Lines Added During Year (cont) (Ref Page: 425)

Line No	Line Name	Line Length (ft)	Line Voltage (kV)	Line Type	Line Cost	Line Value	Line Depreciation	Line Net Value	Line Total	
1	336				69	\$502,147.00	\$683,557.00	\$683,557.00	\$0.00	\$1,869,261.00
Total					69	\$502,147.00	\$683,557.00	\$683,557.00	\$0.00	\$1,869,261.00

000175

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Substations (Ref Page: 426)

Line	Substation Name	Category	Original Cost	Original Value	Original Depreciation	Original Book Value
1	BARKLEY DAM	TRANSMISSION/U		69.0000	13.8000	4.1600
2	REID STATION	TRANSMISSION/U		161.0000	69.0000	4.1600
3	HANCOCK COUNTY	TRANSMISSION/U		161.0000	69.0000	4.1600
4	HARDINSBURG	TRANSMISSION/U		161.0000	138.0000	13.8000
5	HARDINSBURG	TRANSMISSION/U		161.0000	69.0000	13.8000
6	DAVIESS COUNTY	TRANSMISSION/U		161.0000	69.0000	13.8000
7	HENDERSON COUNTY	TRANSMISSION/U		161.0000	138.0000	13.8000
8	HENDERSON COUNTY	TRANSMISSION/U		161.0000	69.0000	13.8000
9	MEADE COUNTY	TRANSMISSION/U		161.0000	69.0000	13.8000
10	LIVINGSTON COUNTY	TRANSMISSION/U		161.0000	69.0000	13.8000
11	McMRACKEN COUNTY	TRANSMISSION/U		161.0000	69.0000	13.8000
12	HOPKINS COUNTY	TRANSMISSION/U		161.0000	69.0000	13.8000
13	WILSON EHV	TRANSMISSION/U		345.0000	161.0000	13.8000
14	REID EHV	TRANSMISSION/U		345.0000	161.0000	13.8000
15	COLEMAN EHV	TRANSMISSION/U		345.0000	161.0000	13.8000
16	NATIONAL ALUMINUM	TRANSMISSION/U		161.0000	13.8000	0.0000
17	BRYAN ROAD	TRANSMISSION/U		161.0000	69.0000	13.8000
18	CALDWELL	TRANSMISSION/U		161.0000	69.0000	13.8000
19	TOTALS			0.0000	0.0000	0.0000

Note:

Column A: Barkley Dam

Barkley Dam is owned by the Army Corp of Engineers. Only one(1) transformer and other related special facilities are owned by Big Rivers. Big Rivers finances the expenses on its own equipment.

000176

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

Substations (continued) (Ref Page: 427)

Line Item	Amount	Substation	Other	Total
1	35.0000	1	0	0
2	200.0000	2	0	0
3	90.0000	2	0	0
4	200.0000	1	0	0
5	95.0000	2	0	0
6	200.0000	2	0	0
7	200.0000	1	0	0
8	100.0000	2	1	0
9	100.0000	2	0	0
10	100.0000	2	1	0
11	200.0000	2	0	0
12	50.0000	1	0	0
13	600.0000	2	0	0
14	600.0000	2	0	0
15	600.0000	2	0	0
16	50.0000	2	0	0
17	100.0000	2	0	0
18	20.0000	1	0	0
19	3,540.0000	31	2	0

000177

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

CheckList

Item	Value 1	Value 2	Agree	Explain
Balance Sheet (Assets and Other Debts) (ref pg 110)				
Line 2. Utility Plant (101-106) agrees with Sched Sum of Util Plant and Acc Prov for Depr Amort and Depletion (ref pg 200) Sum of Lines Total In Service, Leased to Others and Held for Future Use	1946193027.00	1946193027.00	OK	
Line 3. Construction Work in Progress agrees with Sched Sum of Util Plant and Acc Prov for Depr Amort and Depletion (ref pg 200) Line Construction Work in Progress Col Elec (c)	54874458.00	54874458.00	OK	
Line 4. Total Utility Plant agrees with Sched Sum of Util Plant and Acc Prov for Depr Amort and Depletion (ref pg 200) Line Total Utility Plant Col Elec (c)	2001067485.00	2001067485.00	OK	
Line 5. (Less) Accum. Prov for Dep. Amort. Depl agrees with Sched Sum of Util Plant and Acc Prov for Depr Amort and Depletion (ref pg 200) Line Accum. Prov. for Depr. Amort and Depl.	909501402.00	909501402.00	OK	
Line 6. Net Utility Plant agrees with Sched Sum of Util Plant and Acc Prov for Depr Amort and Depletion (ref pg 200) Line Net Utility Plant	1091566083.00	1091566083.00	OK	
Line 17. Investments in Subsidiary Companies agrees with Sched Investments in Subsidiary Companies (ref pg 224) Line Total	0	0	OK	
Line 34. Fuel Stock agrees with Sched Materials and Supplies (ref pg 227) Line Fuel Stock	36750058.00	36750058.00	OK	
Line 35. Fuel Stock Expenses Undistributed agrees with Sched Materials and Supplies (ref pg 227) Line Fuel Stock Expenses Undistributed	0	0	OK	
Line 36. Residuals (Elect) and Extracted Products agrees with Sched Materials and Supplies (ref pg 227) Line Residuals (Elect) and Extracted Products	0	0	OK	
Line 37. Plant Materials and Operating Supplies agrees with Sched Materials and Supplies (ref pg 227) Line Total Plant Materials and Operating Supplies	23164775.00	23164775.00	OK	

000178

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

CheckList

Item	Value 1	Value 2	Agree	Explain
Line 38. Merchandise agrees with Sched Materials and Supplies (ref pg 227) Line Merchandise	0	0	OK	
Line 39. Other Materials and Supplies agrees with Sched Materials and Supplies (ref pg 227) Line Other Materials and Supplies	0	0	OK	
Line 40. Nuclear Materials Held for Sale agrees with Sched Materials and Supplies (ref pg 227) Line Nuclear Materials Held for Sale	0	0	OK	
Line 43. Stores Expense Undistributed agrees with Sched Materials and Supplies (ref pg 227) Line Store Expense Undistributed	52877.00	52877.00	OK	
Line 55. Extraordinary Property Losses agrees with Sched Extraordinary Property Losses (ref pg 230) Line Total Col Balance (f)	0	0	OK	
Line 62. Miscellaneous Deferred Debits agrees with Sched Miscellaneous Deferred Debits (ref pg 233) Line Total Col Balance (f)	481307.00	481307.00	OK	
Line 64. Research, Devel. and Demonstration Expend. agrees with Sched Research Development and Demonstration Activities (ref pg 352) Line Total Col g	0	0.0000	OK	
Line 66. Accumulated Deferred Income Taxes agrees with Sched Accumulated Taxes (ref pg 254) Line Total Acct 190	0	0	OK	
Balance Sheet - Liabilities and Other Credits (ref pg 112)				
Line 2. Common Stock Issued (201) agrees with Sched Capital Stock (Acct 201 and 204) ref pg 250 Line Total Common Stock Col f	75.00	0	NO	Amount reported on Ref. Page 112, Line 2, Account 201 is for membership fees. big Rivers is a cooperative, therefore it does not issue stock.
Line 3. Preferred Stock Issued (204) agrees with Sched Capital Stock (Acct 201 and 204) ref pg 250 Line Total Preferred Stock Col f	0	0	OK	
Line 11. Retained Earnings agrees with Sched Statement of Retained Earnings (ref pg 118) Line Total Retained Earnings Col Amount c	391498804.00	391498804.00	OK	

000179

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

CheckList

Item	Value 1	Value 2	Agree	Explain
Line 12. Unappropriated Undistributed Subsidiary Earnings agrees with Sched Statement of Retained Earnings (ref pg 118) Line Balance End of Year for Unappropriated Undistrib Sub Earnings Col c		0 0.0000	OK	
Line 13. (Less Reaquired Capital Stock) agrees with Sched Capital Stock (ref pg 250) Line Total Col h		0 0	OK	
Line 16. Bonds (221) agrees with Sched Long Term Debt (221, 222,223,224) (ref pg 256) Line Total 221 Col h		0 0	OK	
Line 18. Advances from Associated Companies (223) agrees with Sched Long Term Debt (221, 222,223,224) (ref pg 256) Line Total 223 Col h		0 0	OK	
Line 19. Other Long Term Debt (224) agrees with Sched Long Term Debt (221, 222,223,224) (ref pg 256) Line Total 224 Col h	816995916.00	816995916.00	OK	
Line 37. Taxes Accrued agrees with Sched Taxes Accrued, Prepaid and Charged (Ref pg 262) Line Total Col g	659009.00	659009.00	OK	
Line 48. Accumulated Def Investment Tax Credits agrees with Sched Accumulated Deferred Investment Tax Credit (Ref Pg 266) Line Total Col h		0 0	OK	
Line 50. Other Deferred Credits agrees with Sched Other deferred Credits (Ref Pg 269) Line Total Col h		0 0	OK	
Line 53. Other Deferred Credits agrees with Sched Other deferred Credits (Ref Pg 269) Line Total Col h		0 0	OK	
Income Statement (Ref pg 114)				
Line 2. Operating Revenues agrees with Sched Electric Operating Revenues (Ref pg 300) Line Total Electric Operating Revenues Col b	527324453.00	527324453.00	OK	
Sum of Lines 4. Operation Exp and 5. Maint Exp agrees with Sched Electric Operation and Maint. Expenses (Ref pg 323) Line Total Elec Operation and Maintenance	441826703.00	441826703.00	OK	

000180

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

CheckList

Item	Value 1	Value 2	Agree	Explain
Line 6. Depreciation Expense agrees with Sched Depreciation and Amort of Electric Plant (Ref pg 336) Line Total Col b	33828638.00	33828638.00	OK	
Line 7. Amort and Depl of Utility Plant agrees with Sched Depreciation and Amort of Electric Plant (Ref pg 336) The Sum of Cols d and e Line Total	413554.00	413554.0000	OK	
Sum of Lines 13,14 and 15 Col. Electric (e) agrees with Sched Taxes Accrued, Prepaid and Charged (Ref pg 262) Line Total Taxes Col i	262798.00	262798.00	OK	
Line 19. Investment Tax Credit Adj. agrees with Sched Accumulated Deferred Investment Tax Credit (Ref pg 266) Line Total Col f		0	0	OK
Statement of Income (Continued) (Ref Pg 117)				
Line 70. Income Taxes - Federal and Other agrees with Sched Taxes Accrued Prepaid and Charged (ref pg 262) Col j		0	0.0000	OK
Summary of Utility Plant and Accumulated Provisions for Depreciation, Amortization and Depletion				
Line Plant Purchased or Sold Col c Electric agrees with Schedule Electric Plant in Service (ref pg 207) Line Electric Plant Purchased Less Electric Plant Sold Col g		0	0	OK
Line Experimental Plant Unclassified Col c Electric agrees with Schedule Electric Plant in Service (ref pg 206) Line Experimental Plant Unclassified Col g		0	0	OK
Line Held for Future Use Col c Electric agrees with Schedule Electric Plant Held for Future Use (ref pg 214) Line Total	475968.00	475968.00	OK	
Electric Operating Revenues (Acct 400) (ref pg 300)				
Line Sales for Resale Col b agrees with Sched Sales for Resale (Ref pg 310) Line Total Col k	514490437.00	514490437.00	OK	
Line Sales for Resale Col d MWH agrees with Sched Sales for Resale (Ref pg 310) Line Total Col g MWH	11969420	11969420	OK	

000181

900 Big Rivers Electric Corporation 01/01/2010 - 12/31/2010

CheckList

Item	Value 1	Value 2	Agree	Explain
Electric Operation and Maintenance Expenses (Ref pg 323)				
Line Miscellaneous General Expenses Col b agrees with Sched Miscellaneous General Expenses (Ref pg 335) Line Total Amount	1291277.00	1291277.00	OK	
Electric Energy Account (ref pg 401)				
Line Purchases Col MWHours agrees with Sched Purchased Power (Ref pg 326) Line Total Col g MWH Purchased	2220994	2220994	OK	
Line Sales to Ultimate Consumers Col MWHours agrees with Sched Electric Operating Revenues (Ref pg 300) Line Total Sales to Ultimate Consumers Col d MWH Sold	0	0	OK	
Line Requirements Sales for Resale Col MWHours agrees with Sales for Resale (Ref pg 310) Line Total RQ Col g MWH Sold	9759988	9759988	OK	

000132

Page 147

Oath Statement

See Beginning of Report

000183