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October 22, 2012

HAND DELIVERED

Jeff DeRouen
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, KY 40601

RECEIVED

OCT 22 2012

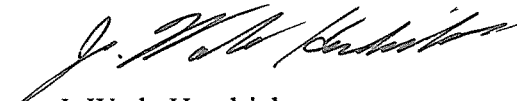
PUBLIC SERVICE
COMMISSION

**Re: Application of Louisville Gas and Electric Company for an Order Amending
and Extending Existing Authority with Respect to Revolving Line of Credit,
Case No. 2012-00410**

Dear Mr. DeRouen:

Enclosed please find an original and 10 copies of Louisville Gas and Electric Company's Motion to Amend the Commission's Order of October 18, 2012 in the above-referenced case. Please do not hesitate to contact the undersigned should you have any questions or require additional information.

Very truly yours,



J. Wade Hendricks

JWH:eah
Enclosures

400001.141071/860376.1

COMMONWEALTH OF KENTUCKY

BEFORE THE PUBLIC SERVICE COMMISSION

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OCT 22 2012

In the Matter of:

PUBLIC SERVICE
COMMISSION

APPLICATION OF LOUISVILLE GAS AND)
ELECTRIC COMPANY FOR AN ORDER)
AMENDING AND EXTENDING EXISTING)
AUTHORITY WITH RESPECT TO REVOLVING) CASE NO. 2012 -00410
LINE OF CREDIT)

MOTION TO AMEND ORDER

On October 18, 2012, the Commission issued its Order in the above-referenced case authorizing Louisville Gas and Electric Company (“LG&E”) to extend the term of its existing revolving line of credit through December 31, 2017.

LG&E’s Application in this case was premised on LG&E’s belief, based upon its discussions with providers of credit facilities, that market and regulatory changes, including regulations being adopted by the Federal Reserve imposing higher reserve requirements on lenders, will make revolving lines of credit less readily available, and commitment fees and interest spreads on borrowings higher, in the future. However, as noted on page 2 of the October 18 Order, “[LG&E] cannot quantify the differences in conditions and fees on similar credit facilities in 2016 [when current facilities will otherwise expire] as opposed to today.”

The third Ordering Paragraph of the October 18 Order provides in full:

LG&E shall agree only to such terms and prices that are consistent with the parameters set out in its application and that produce net present value savings over the existing financing. (*emphasis added*)

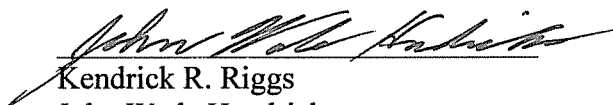
While, based on the available information, LG&E believes that it will be advantageous to extend its existing revolving line of credit in 2012, rather than waiting until 2016, actual 2016 conditions and fees cannot be known with certainty until 2016.

THEREFORE, LG&E respectfully requests that the third Ordering Paragraph of the Commission's October 18th Order be amended to read in its entirety as follows:

LG&E shall agree only to such terms and prices that are consistent with the parameters set out in its application.

Dated: October 22, 2012.

Respectfully Submitted,



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Company*