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PUBLIC SERVICE
COMMISSION

Mr. Jeff DeRouen
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40602-0615

November 28, 2012

LG&E and KU Energy LLC
State Regulation and Rates
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Rick E. Lovekamp
Manager - Regulatory Affairs
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Re: *Joint Application of PPL Corporation, E.ON AG, E.ON US Investments Corp., E.ON U.S. LLC, Louisville Gas and Electric Company, and Kentucky Utilities Company for Approval of an Acquisition of Ownership and Control of Utilities*
Case No. 2010-00204

Dear Mr. DeRouen:

Pursuant to the September 30, 2010 Order of the Kentucky Public Service Commission ("Commission") in Case No. 2010-00204, Louisville Gas and Electric Company ("LG&E") and Kentucky Utilities Company ("KU") (jointly the "Companies") hereby notify the Commission of the declaration of payments of dividends from the Companies to LG&E and KU Energy LLC ("LKE"). This notification is being made pursuant to Appendix C, Commitment No. 20 to the Commission's Order dated September 30, 2010 in the above-captioned proceeding.

The Companies hereby notify the Commission of a dividend payment from LG&E to LKE in the amount of \$28.0 million and of a dividend payment from KU to LKE in the amount of \$32.0 million, both payable on December 28, 2012. Please note that, in connection with the close of the PPL acquisition and for GAAP reporting purposes only, retained earnings for LG&E and KU were set to zero on November 1, 2010. However, for regulatory accounting purposes, retained earnings were not re-set and the expected dividend payments would not exceed 5% of that threshold amount.

Mr. Jeff DeRouen
November 28, 2012

Please confirm your receipt of this filing by placing the File Stamp of your Office with date received on the extra copy and returning it to me in the enclosed envelope. Should you have any questions regarding the information filed herewith, please call me or Don Harris at (502) 627-2021.

Sincerely,

A handwritten signature in black ink, appearing to read "Rick E. Lovekamp". The signature is fluid and cursive, with a long horizontal stroke at the end.

Rick E. Lovekamp