



PPL companies

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

July 31, 2015

RE: *Application of East Kentucky Power Cooperative, Inc. for Approval of the Acquisition of Existing Combustion Turbine Facilities from Bluegrass Generation Company, LLC at the Bluegrass Generating Station in LaGrange, Oldham County, Kentucky and for Approval of the Assumption of Certain Evidences of Indebtedness*
Case No. 2015-00267

Dear Mr. DeRouen:

Please find enclosed and accept for filing and original and ten copies of Louisville Gas and Electric Company and Kentucky Utilities Company's Motion to Intervene in the above-referenced proceeding.

Please confirm your receipt of this filing by placing the stamp of your Office with the date received on the attached copy.

Should you have any questions regarding the enclosed, please contact me at your convenience.

Sincerely,

A handwritten signature in blue ink that reads 'Rick E. Lovekamp'.

Rick E. Lovekamp

RECEIVED

JUL 31 2015

PUBLIC SERVICE
COMMISSION

LG&E and KU Energy LLC
State Regulation and Rates
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COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

THE APPLICATION OF EAST KENTUCKY)	
POWER COOPERATIVE, INC. FOR APPROVAL)	
OF THE ACQUISITION OF EXISTING)	
COMBUSTION TURBINE FACILITIES FROM)	
BLUEGRASS GENERATION COMPANY, LLC AT)	CASE NO. 2015-00267
THE BLUEGRASS GENERATING STATION IN)	
LAGRANGE, OLDHAM COUNTY, KENTUCKY)	
AND FOR APPROVAL OF THE ASSUMPTION OF)	
CERTAIN EVIDENCES OF INDEBTEDNESS)	

MOTION TO INTERVENE
OF KENTUCKY UTILITIES COMPANY AND
LOUISVILLE GAS AND ELECTRIC COMPANY

Pursuant to KRS 278.310 and 807 KAR 5:001, Section 4(11), Louisville Gas and Electric Company ("LG&E") and Kentucky Utilities Company ("KU") (collectively, the "Companies") request that they be granted intervenor status in the above-captioned proceeding and state in support thereof as follows:

1. LG&E is a public utility, as defined in KRS 278.010(3)(a), engaged in the electric and gas business.
2. KU is a public utility, as defined in KRS 278.010(3)(a), engaged in the electric business.
3. The attorney for LG&E and KU authorized to represent them in this proceeding and to take service of all documents is: Allyson K. Sturgeon, Senior Corporate Attorney, LG&E and KU Services Company, 220 West Main Street, Louisville, Kentucky 40202. Counsel's phone number is: (502) 627-2088. Counsel's fax number is (502) 627-3367. Counsel's email address is: allyson.sturgeon@lge-ku.com.

4. The positions of LG&E and KU cannot be adequately represented by any existing party in this proceeding. LG&E and KU intend to play a constructive role in the Commission's decision making process herein and the Companies' participation will not unduly prejudice any party.

5. The matters being decided by the Commission in this case may have a significant impact on the Companies' Capacity Purchase and Tolling Agreement ("Tolling Agreement") with Bluegrass Generation Company, LLC ("Bluegrass"), approved by the Commission by Order dated November 24, 2014 in Case No. 2014-00321.¹ The Tolling Agreement entitles the Companies to 165 MW of firm generation capacity and output from Bluegrass's Unit No. 3 from May 1, 2015, through April 30, 2019.² Therefore, the Companies have a direct and substantial interest in East Kentucky Power Cooperative, Inc.'s request for Commission approval to acquire and operate Bluegrass's simple-cycle-combustion-turbine facilities in LaGrange, Oldham County, Kentucky, which include Unit No. 3.³ Moreover, the Tolling Agreement requires Bluegrass to obtain the express written consent of the Companies prior to assigning all or any part of the Tolling Agreement.⁴ Thus, the Companies have a special interest that cannot be adequately represented by any existing party in this proceeding.

¹ *In the Matter of: Application of Louisville Gas and Electric Company and Kentucky Utilities Company for a Declaratory Order and Approval Pursuant to KRS 278.300 for a Capacity Purchase and Tolling Agreement*, Case No. 2014-00321, Order (Nov. 24, 2014).

² *Id.* at 2-3.

³ Case No. 2015-00267, Application at 1 (July 24, 2015).

⁴ Case No. 2014-00321, Application Exhibit 5 at 39 (Sept. 19, 2014); *See also*, Case No. 2015-00267, Application at 17, and Direct Testimony of Don Mosier at 15 (July 24, 2015).

WHEREFORE, Kentucky Utilities Company and Louisville Gas and Electric Company respectfully request they be granted full intervenor status in the above-captioned proceeding.

Dated: July 31, 2015

Respectfully submitted,



Allyson K. Sturgeon
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*Counsel for Kentucky Utilities Company and
Louisville Gas and Electric Company*

CERTIFICATE OF SERVICE

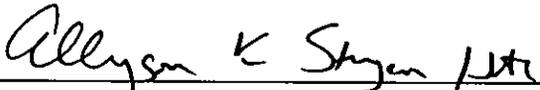
The undersigned hereby certifies that a true and correct copy of the foregoing Motion to Intervene referenced therein has been served by United States mail, this 31st day of July, 2015 on the following persons:

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*Counsel for Kentucky Utilities Company and
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