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February 1, 2005

RECEIVED

Elizabeth O'Donnell
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40602-0615

FEB 0 1 2005

PUBLIC SERVICE
COMMISSION

RE: *Investigation into the Membership of Louisville Gas and Electric Company and Kentucky Utilities Company in the Midwest Independent Transmission System Operator, Inc. – Case No. 2003-00266*

Dear Ms. O'Donnell:

Enclosed please find an original and ten (10) copies of Louisville Gas and Electric Company's and Kentucky Utilities Company's Petition for Confidential Protection in response to Question No. 39 of the MISO's additional supplemental data request dated January 26, 2005, in the above-referenced docket.

Should you have any questions concerning the enclosed, please do not hesitate to contact me directly at 502-627-2573.

Sincerely,

Kent W. Blake

cc: Parties of Record

COMMONWEALTH OF KENTUCKY

RECEIVED

BEFORE THE PUBLIC SERVICE COMMISSION

FEB 0 1 2005

PUBLIC SERVICE COMMISSION

In the matter of:

INVESTIGATION INTO THE)
MEMBERSHIP OF LOUISVILLE)
GAS AND ELECTRIC COMPANY)
AND KENTUCKY UTILITIES)
COMPANY IN THE MIDWEST)
INDEPENDENT TRANSMISSION)
SYSTEM OPERATOR, INC.)

CASE NO. 2003-00266

PETITION OF LOUISVILLE GAS AND ELECTRIC COMPANY
AND KENTUCKY UTILITIES COMPANY
FOR CONFIDENTIAL PROTECTION

Louisville Gas and Electric Company (“LG&E”) and Kentucky Utilities Company (“KU”) (collectively “Applicants”) petition the Kentucky Public Service Commission (“Commission”) pursuant to 807 KAR 5:001, Section 7, and KRS 61.878(1)(c) to grant confidential protection to certain information the Companies seek to provide in response to the Midwest Transmission System Operator, Inc.’s (“MISO”) January 26, 2005 Data Request No. 39 (“Data Request No. 39”). In support of this Petition, LG&E and KU state as follows:

1. The Kentucky Open Records Act exempts from disclosure certain commercial information. KRS 61.878(1)(c). To qualify for this exemption and, therefore, maintain the confidentiality of the information, a party must establish that disclosure of the commercial information would permit an unfair advantage to competitors of the party seeking confidentiality.

2. MISO’s Data Request No. 39 seeks “an hourly breakdown of all 2004 generation supplied into the LG&E/KU control area by the Dynegy units identified in Table 1 of Dr. Morey’s supplemental rebuttal testimony.” The information MISO seeks is sensitive commercial information, the disclosure of which would constitute a violation of the MISO Market Participant Code of Conduct (the “Code of Conduct”). The Code of Conduct prohibits market participants

from divulging certain commercially sensitive information about other market participants, including the information MISO seeks in Data Request No. 39.

3. The relevant information provided in the Companies' response to MISO's Data Request No. 39 demonstrates on its face that it merits confidential protection. If the Commission disagrees, however, it must hold an evidentiary hearing to protect the due process rights of the Applicants and supply the Commission with a complete record to enable it to reach a decision with regard to this matter. Utility Regulatory Commission v. Kentucky Water Service Company, Inc., Ky. App., 642 S.W.2d 591, 592-94 (1982).

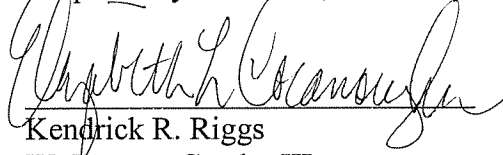
4. The information for which the Companies are seeking confidential treatment is known only to the Companies and Dynegy, and is not disseminated within the Companies except to those employees with a legitimate business need to know and act upon the information.

5. The Companies do not object to disclosure of the confidential information, pursuant to a protective agreement, to intervenors and others with a legitimate interest in this information. Because such an agreement already exists between the Companies and MISO, the Companies are providing MISO this information under separate cover. In accordance with the provisions of 807 KAR 5:001 Section 7, one copy of the confidential information contained in the Companies' response to MISO' Data Request No. 39 is highlighted on yellow paper and ten (10) copies of the response without the confidential information is herewith filed with the Commission.

WHEREFORE, Louisville Gas and Electric Company and Kentucky Utilities Company respectfully request that the Commission grant confidential protection for the information at issue, or in the alternative, schedule an evidentiary hearing on all factual issues while maintaining the confidentiality of the information pending the outcome of the hearing.

Dated: February 1, 2005

Respectfully submitted,



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Counsel for Louisville Gas and Electric
Company and Kentucky Utilities Company

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the foregoing Motion to Compel Production was served via U.S. mail, first-class, postage prepaid, this 1st day of February 2005, upon the following persons:

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Benjamin D. Allen
Yunker & Associates
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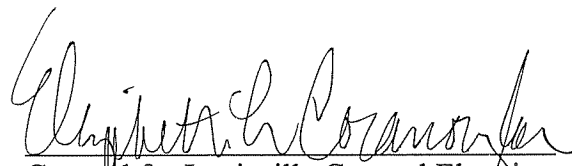
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