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PLLC

2000 PNC PLAZA
500 WEST JEFFERSON STREET
LOUISVILLE, KY 40202-2828
MAIN: (502) 333-6000
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www.skofirm.com

KENDRICK R. RIGGS
DIRECT DIAL: (502) 560-4222
DIRECT FAX: (502) 627-8722
kendrick.riggs@skofirm.com

February 18, 2011

VIA HAND DELIVERY

RECEIVED

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

FEB 18 2011

**PUBLIC SERVICE
COMMISSION**

**RE: Application of Louisville Gas and Electric Company and Kentucky Utilities
Company for a Waiver and Deviation from KRS 278.2213**
Case No. 2010-00482

Dear Mr. DeRouen:

Enclosed please find and accept for filing an original and five copies of the Response of Louisville Gas and Electric Company and Kentucky Utilities Company to the Commission Staff's First Request For Information Dated February 1, 2011 in the above-referenced matter. Please confirm your receipt of this filing by placing the stamp of your Office with the date received on the enclosed additional copies and return them to me via our office runner.

Should you have any questions please contact me at your convenience.

Yours very truly,

Kendrick R. Riggs

KRR:ec

Enclosures

cc: Lonnie E. Bellar, Vice President, State Regulation & Rates, LG&E and KU Energy LLC
Allyson K. Sturgeon, Senior Corporate Attorney, LG&E and KU Energy LLC

400001.139147/677839.1

COMMONWEALTH OF KENTUCKY

RECEIVED

BEFORE THE PUBLIC SERVICE COMMISSION

FEB 18 2011

PUBLIC SERVICE
COMMISSION

In the Matter of:

LOUISVILLE GAS AND ELECTRIC COMPANY)
AND KENTUCKY UTILITIES COMPANY FOR A)
WAIVER AND DEVIATION FROM KRS 278.2213)

CASE NO. 2010-00482

RESPONSE OF
LOUISVILLE GAS AND ELECTRIC COMPANY
AND KENTUCKY UTILITIES COMPANY
TO THE COMMISSION STAFF'S FIRST REQUEST FOR INFORMATION
DATED FEBRUARY 1, 2011

Filed: February 18, 2011

**LOUISVILLE GAS AND ELECTRIC COMPANY
AND KENTUCKY UTILITIES COMPANY**

CASE NO. 2010-00482

**Response to Commission Staff's
First Request For Information
Dated February 1, 2011**

Question No. 1

Responding Witness: Lonnie E. Bellar

- Q-1. Refer to paragraphs 15, 16, and 17 of the Application in which LG&E and KU request that their nonregulated affiliates be permitted to use the LG&E and KU "Brands"¹ for routine administrative activities, "other anticipated ordinary course use of the Brands in connection with the nonregulated affiliates," and promotional activities. Provide examples of how LG&E and KU would incorporate the design of the LG&E and KU brands to be used by the nonregulated affiliates for each type of use references above.
- A-1. LG&E and KU (or "Companies") identified the three categories for the LG&E and KU Brands to assist the Commission in understanding the scope of the Companies' proposed uses. As demonstrated below, and in the attached sample documents, the proposed uses are not mutually exclusive and instead may serve multiple purposes for the Companies.

Beginning with routine administrative activities, LG&E and KU have proposed to use the Brands internally and externally on documents designed to identify the Companies, related affiliates commonly-owned by LG&E and KU Energy LLC ("Holding Company") and their employees. As demonstrated in the attached documents, the most common administrative uses will be on individual employees' letterhead and business cards. Use of the Brands on these items is important for individuals who are employed by LG&E and KU Services Company ("Services Company"), as those persons and/or the Services Company entity perform services for both utilities. Further, use of the Brands on letterhead, business cards, and other similar uses for identification purposes fosters the guarantees from Case No. 2010-00204 that LG&E and KU would remain the commonly-owned utilities that have long been a visible presence in the communities in which they serve following consummation of the acquisition by PPL Corporation.

The second proposed category is "other anticipated ordinary course use," which encompasses external uses for varying purposes. This category includes uses such as press releases and the Companies' website. As demonstrated by the attached press release and sample webpage, use of the Brands serves to identify the common ownership

¹ The Application refers to the LG&E and KU "Brands" as the companies' abbreviations, brands, trademarks, and logos.

**LOUISVILLE GAS AND ELECTRIC COMPANY
AND KENTUCKY UTILITIES COMPANY**

CASE NO. 2010-00482

**Response to Commission Staff's
First Request For Information
Dated February 1, 2011**

of the Companies and signify programs that are available to customers of both utilities, such as the heating assistance programs. Importantly, although often both Brands may be used, other materials retain single-utility designations where appropriate, such as the web portal that allows individual LG&E or KU customers to manage their accounts. Also included in this category are materials designed to inform the community and interest groups about the Companies, such as the Companies' efforts with regard to corporate responsibility or environmental stewardship. As these business philosophies and corporate practices are followed by both utilities, use of the Brands further fosters the intended message. A sample document regarding corporate responsibility is attached. Other proposed uses in this category include purchasing forms that will be sent to vendors and materials pertaining to LG&E and KU Foundation Inc. ("Foundation"), which is the philanthropic arm of the utilities. A sample document using the Brands on an external form includes the attached Foundation scholarship form. Other Foundation documents, including a press release, are also attached.

The third category of proposed uses is for promotional activities. This category includes advertising uses when it is appropriate for the sponsorship or advertisement to be reflective of both LG&E and KU, as demonstrated in the attached sample advertisement, (including instances where the Holding Company or Services Company may be the sponsor on the Companies' behalf.). The Companies plan to generally use single-utility advertising for local events, such as signage at sporting events.

Common among all three categories of proposed material uses is that the Brands will only be used by the non-regulated affiliates to identify the utilities and promote common ownership. The Brands will be used most extensively by the Holding Company, the Services Company, and the Foundation. None of the non-regulated affiliates are engaged in competitive activities and have sought permission to use the Brands to further the commitments arising out of Case No. 2010-00204.

ADMINISTRATIVE USES



PPL companies

Victor A. Staffieri
Chairman, CEO & President

LG&E and KU Energy LLC
220 West Main Street
Louisville, KY 40202
T 502-627-3912

vic.staffieri@lge-ku.com



PPL companies

John R. McCall

Executive Vice President,
General Counsel,
Corporate Secretary and
Chief Compliance Officer

LG&E and KU Energy LLC
220 West Main Street
P.O. Box 32010
Louisville, KY 40232
T 502-627-3665
F 502-627-4622
john.mccall@lge-ku.com



PPL companies

Victor A. Staffieri

Chairman, Chief Executive Officer and President

LG&E and KU Energy LLC - 220 West Main Street - Louisville, KY 40202
T 502-627-3912 - F 502-627-3939
vic.staffieri@lge-ku.com



PPL companies

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Corporate Secretary and Chief Compliance Officer

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john.mccall@lge-ku.com



PPL companies

Julie A. Quinn

Assistant to the
Chairman, CEO & President

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Louisville, KY 40202
T 502-627-2144
julie.quinn@lge-ku.com



Foundation



Foundation

LG&E and KU Foundation Inc.
220 West Main Street
Louisville, KY 40202



Foundation

Shauna Damin

Foundation Specialist

LG&E and KU Foundation Inc.
220 West Main Street
Louisville, KY 40202
T 502-627-2363
F 502-217-2816
shauna.damin@lge-ku.com

OTHER ORDINARY COURSE USES



PPL companies

Press Release

LG&E and KU Energy LLC
220 West Main Street
Louisville, Kentucky
40202
www.lge-ku.com

December 14, 2010

Contact:

Chip Keeling
T 502-627-4999
F 502-627-3629

LG&E, KU Employee Giving Campaign Sets New Records for Participation, Total Charitable Donations

*Nearly 70 Percent of All Employees Participate; More Than \$1.6 Million
Pledged to 27 Non-Profit Organizations Across Kentucky in 2011*

(LOUISVILLE, Ky.) Louisville Gas and Electric Company and Kentucky Utilities Company employees contributed at record levels during the companies' 2010 charitable giving campaign, pledging to donate nearly \$1.1 million to 27 non-profit organizations across the Commonwealth.

With the LG&E and KU Foundation's additional contribution to the campaign, more than \$1.6 million will be donated to non-profit organizations — and thousands of people in need — throughout the state.

Despite a skittish economy, nearly 70 percent of LG&E and KU employees now participate in the companies' annual giving campaign through payroll deduction, more than double the national average for employee participation in charitable giving.

2,168 employees pledged support during this year's campaign, pushing employee participation three percent higher in 2010 compared to 2009.

"2010 marks an all-time record in employee giving at our company, which further demonstrates our steadfast commitment to the communities we serve," said Victor A. Staffieri, chairman, CEO and president of LG&E and KU Energy LLC. "Our employees' generous financial spirit is only rivaled by their numerous volunteer and philanthropic leadership roles across our service territory."

In Louisville, non-profit organizations such as Fund for the Arts, Metro United Way and WHAS Crusade for Children – including the agencies they support – will benefit from LG&E and KU's 2010 employee giving campaign.

Since 2005, LG&E and KU's employee giving campaign has raised more than \$9.3 million through payroll deductions, event fundraisers, direct-to-charity donations and Foundation support.

(more)

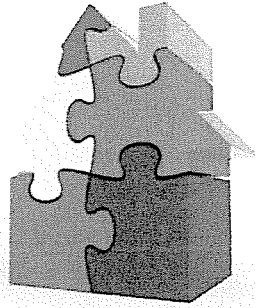


PPL companies

Visit www.lge-ku.com/csr.asp for more information on LG&E and KU's corporate responsibility efforts.

Louisville Gas and Electric Company and Kentucky Utilities Company, part of the PPL Corporation (NYSE: PPL) family of companies, are regulated utilities that serve a total of 1.2 million customers and have consistently ranked among the best companies for customer service in the United States. LG&E serves 321,000 natural gas and 397,000 electric customers in Louisville and 16 surrounding counties. Kentucky Utilities serves 546,000 customers in 77 Kentucky counties and five counties in Virginia. More information is available at www.lge-ku.com and www.pplweb.com.

###



Help us help others stay warm this winter.

We match your donations to Winterhelp/WinterCare.

[Learn more.](#)

[Help others stay warm this winter](#)

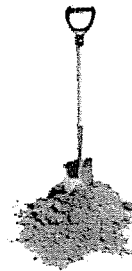
[Paperless Billing](#)

[Commercial Rebate](#)

Careless accidents can be avoided
Call before you dig. Call 8-1-1.

When you call Kentucky 811, they coordinate with Kentucky 811 member utilities in your area to have underground utility lines marked at no cost to you.

[Learn more](#)



Manage your account!

Pay your bill, view your account history, perform a home energy audit and more!



[KU/ODP Quick Pay](#)



[LG&E Quick Pay](#)

News Headlines

January 28, 2011
Kentucky Utilities Breaks Ground on New Facility in Morganfield

January 20, 2011
LG&E, KU Contribute Additional \$50,000 to Winterhelp, WinterCare Heating Assistance Programs

December 14, 2010
LG&E, KU Employee Giving Campaign Sets New Records for Participation, Total Charitable Donations

December 8, 2010
LG&E, KU Offer Tips to Help Customers Weather Extreme Cold, Save Energy



Customer Links

[Energy Efficiency](#)
[Storm/Outage Info](#)
[Outage Map](#)

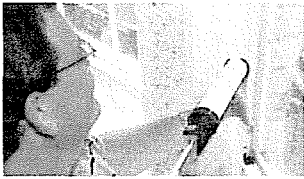


[Report an outage online Residential Customers](#)
[Business Customers](#)



[Report an outage online Residential Customers](#)
[Business Customers](#)

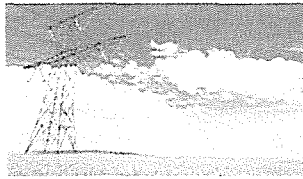
I'm looking for:



How much can you save?

Our Energy Efficiency programs offer simple ways you can save money around your home or business. [more](#)

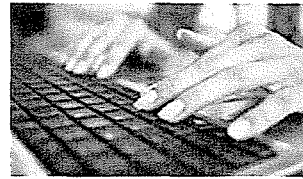
Have a question?
Mailing addresses



Connecting ideas and people

Check out our blog, *Your Energy Matters*. Let us know how we can better serve you and learn more about what's going on at LG&E and KU. [Visit our blog](#)

Company Profile
Management Team
Chairman's Message
Investor Information
Corporate Responsibility
Environment
Diversity
Service Territory
LG&E
KU
History
Regulatory
Community
Economic Development



Billing and payment options made easy

Looking for a way to make your life as easy and hassle-free as possible? Sign up and enjoy the benefits of paperless billing and payment. [more](#)

LG&E Residential
502-589-1444

KU/ODP Residential
800-981-0600

LG&E Business
502-627-3313

KU/ODP Business
859-367-1200 or
800-383-5582



Your energy shapes the future

If you're interested in a career with an innovative company, focused on customers and the communities in which it serves, take a tour of our careers section, and see how you can contribute. [more](#)

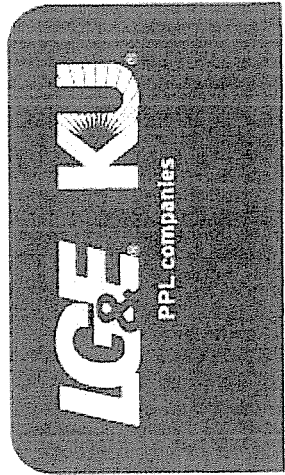
Terms of Use
Privacy Policy

Contractor Health and Safety
Wellness
Benefits Enrollment
LEM Transactions EBB
Regulated Fuel Bids

Request for Proposal



Corporate Responsibility





- [Company Profile](#)
- [Management Team](#)
- [Chairman's Message](#)
- [Investor Information](#)
- [Mailing Addresses](#)
- [Corp. Responsibility](#)
- [Environment](#)
- [Diversity](#)
- [Service Territory](#)
- [LG&E](#)
- [KU](#)
- [History](#)
- [Regulatory](#)
- [Community](#)
- [Economic Development](#)

Investor Information

For investor information or inquiries, please [visit the PPL Corporation Investor website](#).

Financial Statements

Louisville Gas and Electric — Third Quarter Financials 2010

[Download](#) (PDF)

Kentucky Utilities Company — Third Quarter Financials 2010

[Download](#) (PDF)

LG&E and KU Energy LLC (formerly E.ON U.S. LLC) — Third Quarter Financials 2010

[Download](#) (PDF)



LG&E and KU Foundation Scholarship Program

Foundation

TYPE OR PRINT ALL INFORMATION EXCEPT SIGNATURES

Completeness and neatness ensure your application will be reviewed properly.

Application postmark deadline: March 7

FOR
SCHOLARSHIP
MANAGEMENT
SERVICES
USE ONLY

I.D. #	AA	PD	RIC/CS	GPA	SATCR	SATM	SATW	ACTC	TOTAL

**APPLICANT
DATA**

Last Name _____ First _____ Middle Initial _____
 Permanent Home _____
 Mailing Address _____ Apartment # _____
 City _____ State _____ ZIP Code _____
 Telephone (_____) _____ Email Address _____
 Social Security Number _____ Date of Birth: Month _____ Day _____ Year _____

**EMPLOYEE
PARENT
OR
GUARDIAN
INFORMATION**

Last Name _____ First _____ Middle Initial _____
 Social Security Number _____ Work Telephone (_____) _____
 Date of Birth: Month _____ Day _____ Year _____ Email Address _____
 Company (check one): Kentucky Utilities (KU) Louisville Gas and Electric (LG&E)
 Employee ID Number _____ Job Title _____
 City _____ State _____
 Relationship to Applicant _____ The applicant is a dependent of the employee Yes No

**HIGH
SCHOOL
DATA**

School Name _____ High School Graduation Date: Month _____ Year _____
 City _____ State _____ Telephone (_____) _____

**POST-
SECONDARY
SCHOOL
DATA**

Name of postsecondary school you plan to attend. (If unknown, please list in order of preference the schools to which you have applied.)
 Use official school names. Do not use abbreviations.
 _____ City _____ State _____
 _____ City _____ State _____
 4-yr. College or University Other, explain _____
 Year in school next year: 1 2 3 4 5
 Major or course of study: _____ Expected college graduation date: Month _____ Year _____
 Degree sought: Bachelor Associate Certificate Other _____

Sending a resumé does not replace any part of this application. If space provided in any section is inadequate, you may continue on additional sheets. Attachments must follow the same format. DO NOT repeat information already reported on the application form. Your name, address and name of this scholarship program should be included on all attachments.

WORK EXPERIENCE

Describe your work experience during the past four years. Indicate dates of employment for each job and approximate number of hours worked each week.

Employer/Position	From - Mo/Yr	To - Mo/Yr	Hours per Week	Were you paid for your work?
				YES / NO
				YES / NO
				YES / NO
				YES / NO
				YES / NO
				YES / NO
				YES / NO

ACTIVITIES, AWARDS AND HONORS

List all school activities in which you have participated during the past four years (e.g., student government, music, sports, etc.). List all community activities in which you have participated without pay during the past four years (e.g., Boy/Girl Scouts, hospital volunteer, Special Olympics). Note all special awards, honors and offices held. Indicate whether high school or college activities.

Activity	No. of Years Partic.	Special Awards, Honors	Offices Held	Activity	No. of Years Partic.	Special Awards, Honors	Offices Held

GOALS AND ASPIRATIONS

Make a brief statement or summary of your plans as they relate to your educational and career objectives and long-term goals.

UNUSUAL CIRCUMSTANCES

Please describe how and when any unusual family or personal circumstances have affected your achievement in school, work experience, or your participation in school and community activities.

APPLICANT APPRAISAL (REQUIRED)

To the Applicant: This section is required and must be completed in the format provided. If incomplete, your application will not be evaluated. The section is to be completed by a high school or college counselor or advisor, an instructor, or a work supervisor who knows you well.

To the Adult Appraiser: You have been asked to provide information in support of this application. Please give immediate and serious attention to the following statements. When complete, please return to applicant. If you prefer, photocopy this section and return to applicant in a sealed envelope. A letter of recommendation does not replace this section.

The applicant's choice of a postsecondary educational program is	<input type="checkbox"/> extremely appropriate	<input type="checkbox"/> very appropriate	<input type="checkbox"/> moderately appropriate	<input type="checkbox"/> inappropriate
The applicant's achievements reflect his/her ability	<input type="checkbox"/> extremely well	<input type="checkbox"/> very well	<input type="checkbox"/> moderately well	<input type="checkbox"/> not well
The applicant's ability to set realistic and attainable goals is	<input type="checkbox"/> excellent	<input type="checkbox"/> good	<input type="checkbox"/> fair	<input type="checkbox"/> poor
The quality of the applicant's commitment to school and/or community is	<input type="checkbox"/> excellent	<input type="checkbox"/> good	<input type="checkbox"/> fair	<input type="checkbox"/> poor
The applicant is able to seek, find, and use learning resources	<input type="checkbox"/> extremely well	<input type="checkbox"/> very well	<input type="checkbox"/> moderately well	<input type="checkbox"/> not well
The applicant demonstrates curiosity and initiative	<input type="checkbox"/> extremely well	<input type="checkbox"/> very well	<input type="checkbox"/> moderately well	<input type="checkbox"/> not well
The applicant demonstrates good problem-solving skills, follows through, and completes tasks	<input type="checkbox"/> extremely well	<input type="checkbox"/> very well	<input type="checkbox"/> moderately well	<input type="checkbox"/> not well
The applicant's respect for self and others is	<input checked="" type="checkbox"/> excellent	<input type="checkbox"/> good	<input type="checkbox"/> fair	<input type="checkbox"/> poor

Comments: _____

Appraiser's Name _____ Title _____ Telephone (_____) _____
 Signature _____ Organization _____ Date _____

TRANSCRIPT INFORMATION

A complete transcript of grades must be sent with this application. Grade reports are not acceptable.

1. Students currently or previously enrolled in college or vocational-technical school must include all college or vo-tech transcripts of grades from each school attended. Online transcripts must display student name, school name, grade and credit hours earned for each course, and term in which each course was taken. (Completion of high school information below is not necessary.)
2. High school seniors and students who have completed less than one full quarter or semester of postsecondary education must include a high school transcript of grades and have this section completed by the appropriate school official. (A clear explanation of the high school's grading scale must also be submitted.)

Applicant ranks _____ In a class of _____	Cumulative Grade Point Average	SAT			ACT				
	Weighted: _____ /4.0 scale	Critical Reading	Math	Writing	English	Math	Reading	Science	Composite
	Unweighted: _____ /4.0 scale								

School Official's Signature _____ Date _____ Title _____ Telephone (_____) _____

School Official's Address: Street _____ City _____ State _____ ZIP Code _____

APPLICATION CHECKLIST

The student is responsible for submitting all materials to Scholarship Management Services on time. Incomplete applications will not be evaluated. This application becomes complete and valid only when all of the following materials have been received:

- Student Application with completed Applicant Appraisal
- Current Complete Transcript(s) of Grades (including grading scale)

All materials, including transcript, must be addressed to:

LG&E and KU Foundation Scholarship Program
 Scholarship Management Services
 One Scholarship Way
 Saint Peter, MN 56082

Postmark deadline: March 7

CERTIFICATION

Scholarship Management Services has the sole responsibility for selecting recipients based on criteria as set forth in the program's description. This application becomes the property of Scholarship Management Services. (It is recommended you keep a copy for your files.)

I acknowledge decisions are final. I certify I meet eligibility requirements of the program as described in the guidelines and the information provided is complete and accurate to the best of my knowledge. If requested, I will provide proof of information, including an official transcript of grades. Falsification of information may result in termination of any award granted.

Applicant's Signature _____ Date _____

Employee's Signature _____ Date _____



LG&E and KU Foundation

Since its inception in 1994, the LG&E and KU Foundation has represented LG&E and KU Energy LLC and its subsidiaries — Louisville Gas & Electric (LG&E), Kentucky Utilities (KU) and Old Dominion Power (ODP) — as the philanthropic arm for charitable giving.

Committed to social responsibility, the LG&E and KU Foundation proactively supports many philanthropic initiatives with the intent to improve the quality of life in communities where the Company provides service. Through Foundation giving, LG&E and KU Energy LLC and its subsidiaries are able to play a definitive role in strengthening the communities where they have a presence.

For over a decade of charitable giving, the LG&E and KU Foundation is proud of its contributions to improve the quality of life for people who live in the communities served by the Company.



Foundation

PROMOTIONAL USES

Together we're building a brighter community for everyone.

We're proud to support
the 18th Annual
African American Ball
and Kentucky's efforts
to shine.

LGE & KU

PPL companies

VERIFICATION

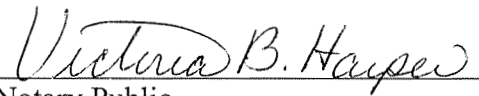
COMMONWEALTH OF KENTUCKY)
) SS:
COUNTY OF JEFFERSON)

The undersigned, **Lonnie E. Bellar**, being duly sworn, deposes and says that he is Vice President, State Regulation and Rates for Kentucky Utilities Company and an employee of LG&E and KU Services Company, and that he has personal knowledge of the matters set forth in the responses for which he is identified as the witness, and the answers contained therein are true and correct to the best of his information, knowledge and belief.



Lonnie E. Bellar

Subscribed and sworn to before me, a Notary Public in and before said County and State, this 18th day of February 2011.

 (SEAL)

Notary Public

My Commission Expires:

Sept 22, 2014