

RECEIVED

MAR 21 2013

PUBLIC SERVICE
COMMISSION

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In The Matter Of:

APPLICATION OF KENTUCKY POWER COMPANY FOR (1) A CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY AUTHORIZING THE TRANSFER TO THE COMPANY OF AN UNDIVIDED FIFTY PERCENT INTEREST IN THE MITCHELL GENERATING STATION AND ASSOCIATED ASSETS; (2) APPROVAL OF THE ASSUMPTION BY KENTUCKY POWER COMPANY OF CERTAIN LIABILITIES IN CONNECTION WITH THE TRANSFER OF THE MITCHELL GENERATING STATION; (3) DECLARATORY RULINGS; (4) DEFERRAL OF COSTS INCURRED IN CONNECTION WITH THE COMPANY'S EFFORTS TO MEET FEDERAL CLEAN AIR ACT AND RELATED REQUIREMENTS; AND (5) ALL OTHER REQUIRED APPROVALS AND RELIEF

CASE NO. 2012-00578

MOTION OF KENTUCKY POWER COMPANY FOR LEAVE TO DEVIATE FROM FILING REQUIREMENTS

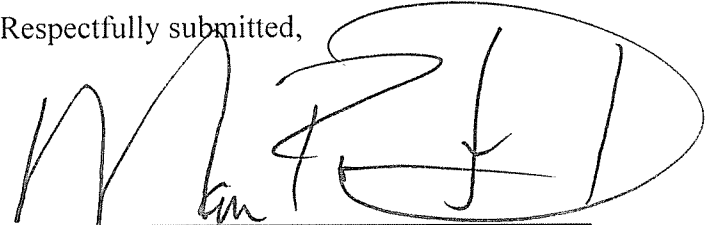
Kentucky Power Company ("Kentucky Power") moves the Commission pursuant to 807 KAR 5:001, Section 21, for leave to deviate from the filing requirements of the Commission's March 8, 2013 Order and 807 KAR 5:001, Section 13(2)(b). Kentucky Power requests that it be excused from filing a paper original or copies of its response and attachments to data request KIUC 2-29(d) because of the voluminous nature of the response. In support of its motion, Kentucky Power states:

Pursuant to the Commission's March 8, 2013 Order, Kentucky Power is required to file an original and eight copies of all data requests and attachments, along with a service copy to all parties of record. In addition, 807 KAR 5:001, Section 13(2)(b) requires that an original and ten copies be filed of all materials for which confidential treatment is sought. Kentucky Power's response to KIUC 2-29(d) is voluminous. Filing the just the original in paper form will require Kentucky Power to produce, and the Commission to store, more than 4,200 pages of confidential material.

With today's filings, the Company is filing and serving the original response to KIUC 2-29(d) in electronic form. Through this motion the Company seeks the Commission's approval for this deviation from the standard filing requirements.

Wherefore, Kentucky Power respectfully requests the Commission authorize Kentucky Power to file and serve its response to KIUC 2-29(d) in the manner described above.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Mark R. Overstreet', is written over a horizontal line. The signature is enclosed within a large, hand-drawn oval.

Mark R. Overstreet
R. Benjamin Crittenden
STITES & HARBISON PLLC
421 West Main Street
P. O. Box 634
Frankfort, Kentucky 40602-0634
Telephone: (502) 223-3477

Kenneth J. Gish, Jr.
STITES & HARBISON PLLC
250 West Main Street, Suite 2300
Lexington, Kentucky 40507
Telephone: (859) 226-2300

COUNSEL FOR KENTUCKY POWER
COMPANY

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing was served by first class mail, postage prepaid, upon the following parties of record, this 21st day of March, 2013.

Michael L. Kurtz
Jody Kyler Cohn
Boehm, Kurtz & Lowry
Suite 1510
36 East Seventh Street
Cincinnati, OH 45202

Joe F. Childers
Joe F. Childers & Associates
300 The Lexington Building
201 West Short Street
Lexington, KY 40507

Jennifer Black Hans
Dennis G. Howard II
Lawrence W. Cook
Assistant Attorney General
Office for Rate Intervention
P.O. Box 2000
Frankfort, KY 40602-2000

Robb Kapla
Sierra Club
85 Second Street
San Francisco, CA 94105

Shannon Fisk
Earthjustice
1617 JFK Boulevard, Suite 1675
Philadelphia, PA 19103



Mark R. Overstreet

RECEIVED

MAR 21 2013

PUBLIC SERVICE
COMMISSION

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In The Matter Of:

APPLICATION OF KENTUCKY POWER COMPANY FOR (1) A CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY AUTHORIZING THE TRANSFER TO THE COMPANY OF AN UNDIVIDED FIFTY PERCENT INTEREST IN THE MITCHELL GENERATING STATION AND ASSOCIATED ASSETS; (2) APPROVAL OF THE ASSUMPTION BY KENTUCKY POWER COMPANY OF CERTAIN LIABILITIES IN CONNECTION WITH THE TRANSFER OF THE MITCHELL GENERATING STATION; (3) DECLARATORY RULINGS; (4) DEFERRAL OF COSTS INCURRED IN CONNECTION WITH THE COMPANY'S EFFORTS TO MEET FEDERAL CLEAN AIR ACT AND RELATED REQUIREMENTS; AND (5) ALL OTHER REQUIRED APPROVALS AND RELIEF

CASE NO. 2012-00578

**MOTION OF KENTUCKY POWER COMPANY
FOR CONFIDENTIAL TREATMENT**

Kentucky Power Company ("Kentucky Power") moves the Commission pursuant to 807 KAR 5:001, Section 13(2), for an Order granting confidential treatment for the identified portions of Kentucky Power's responses to:

- (a) Commission Staff 2-13(b);
- (b) Commission Staff 2-29;
- (c) KIUC 2-18;
- (d) KIUC 2-20(a) and (d);

- (e) KIUC 2-27(b);
- (f) KIUC 2-29(d) and (e); and
- (g) KIUC 2-55;

Pursuant to 807 KAR 5:001, Section 13, and the Commission's March 8, 2013 Order, Kentucky Power is filing highlighted unredacted responses to the identified data requests along with eight redacted copies.¹ Kentucky Power will notify the Commission when it determines the information for which confidential treatment is sought is no longer confidential.

A. The Requests And The Statutory Standard.

Except as set forth below, Kentucky Power does not object to filing the identified information for which it is seeking confidential treatment, but requests that the identified portions of the responses be excluded from the public record and public disclosure.

Certain of the coal purchased under Attachment 4 to the response to Commission Staff data request 2-29 *also* will be supplied to General James M. Gavin plant currently owned by Ohio Power Company. Beginning January 1, 2014, the Gavin plant will be operated as unregulated facility by AEP Generation Resources Inc. The information contained in Attachment that relates to the Gavin coal is not responsive to the request. In addition, AEP Generation Resources will be at a competitive disadvantage if the information contained in Attachment 4 that relates to the Gavin coal is made public. Thus, the Company has redacted from the confidential filings those portions of Attachment 4 relating to the Gavin coal.

¹ Kentucky Power acknowledges that 807 KAR 5:001, Section 13(2)(b) requires that ten redacted copies be filed. The Commission's February 6, 2013 Order in this proceeding directs the Company to file an original and eight copies of the requested information. In keeping with practice under the former regulation governing motions for confidential treatment, and consistent with its February 20, 2013 filings in this proceeding, the Company is filing the same number of redacted copies as is required by the data request order. If such practice no longer obtains, the Company will immediately file two additional copies.

KRS 61.878(1)(c)(1) excludes from the Open Records Act:

Upon and after July 15, 1992, records confidentially disclosed to an agency or required to be disclosed to it, generally recognized as confidential or proprietary, which if openly disclosed would permit an unfair commercial advantage to competitors of the entity that disclosed the records.

This exception applies to the following information for which Kentucky Power is seeking confidential treatment:

Commission Staff Data Requests.

(a) **Commission Staff 2-13(b)**

Kentucky Power seeks confidential treatment for the annual EFOR projections for 2013-2017 for each unit at the Mitchell plant and the explanation of how the actual EFOR achieved in each of those years will be at or below the projected EFOR. Kentucky Power and its affiliates will have occasion to negotiate future transactions using the data reflected in the Confidential Information. If the unit performance data became publicly available, other parties to negotiations could use it to the detriment of the Company and its affiliates. Specifically, knowledge of the terms at issue would establish certain benchmarks in future negotiations, thereby potentially increasing costs incurred by Kentucky Power and its ratepayers. This information is not generally known or readily ascertainable by other parties through normal or proper means. The Company seeks confidential treatment of this information through 2040, which is the planned retirement date for Mitchell Units 1 and 2.

(b) **Commission Staff 2-29.**

Kentucky Power seeks confidential treatment for copies of all existing coal contracts for the Mitchell Plant. If these contracts become publicly available then a competitive injury will be suffered by Kentucky Power's parent, AEP, and affiliate, Ohio Power Company. AEP Generation Resources Inc. and Ohio Power operate in other jurisdictions where contractual

pricing terms are not disclosed publicly. Disclosure of the Mitchell Plant contracts in this proceeding will result in a competitive disadvantage for AEP Generation Resources Inc. and Ohio Power as their competitors would have access to pricing information not normally subject to public release. Additionally, because the state of Ohio is transitioning to a fully competitive electric marketplace, the sensitive nature of contracts and agreements is of particular importance for AEP Generation Resources Inc. and Ohio Power going forward.

The specific advantage gained by competitors of AEP and Ohio Power would be knowledge of a portion of the cost of generation, which could then be used to determine the cost of electric production. This knowledge would give the competitors an unfair advantage in power markets. These competitors include, but are not limited to, regulated operating companies, merchant power producers, and municipalities.

Kentucky Power seeks confidentiality for the Mitchell Plant contracts until such time as the transfer at issue in this proceeding occurs. Once the transfer is approved and the Mitchell Units are owned by Kentucky Power, the contracts should be made available to the public.

KIUC Data Requests.

(c) **KIUC 2-18.**

KIUC data request 2-18 seeks information in an electronic format previously provided by Kentucky Power in response to KIUC 1-44 and 1-48 in spreadsheet format. In its motion filed with the Commission on February 20, 2013, Kentucky Power sought confidential treatment for its response to KIUC 1-44. Kentucky Power incorporates by reference the basis for confidentiality set forth in the previous filing.

(d) **KIUC 2-20(a) and (d).**

Kentucky Power seeks confidential treatment of the projected consumable expense by unit for each of the years 2013, 2014, and 2015. As grounds for this request, the Company incorporates by reference the bases set forth for providing confidential treatment to its response to Commission Staff data request 2-29. Similar to contractual pricing terms, AEP and Ohio Power operate in jurisdictions where forecasted generation information is not released publicly, and disclosure of the consumable expense projection forecasts in this proceeding will result in a competitive disadvantage. Kentucky Power seeks confidential treatment of the projections until the conclusion of each year of the forecasted periods at issue, ending on December 31 of 2013, 2014, and 2015.

(e) **KIUC 2-27(b).**

Kentucky Power seeks confidential treatment of information identifying PJM capacity sales already committed. If AEP's sale of capacity in PJM's planning year 2013/2014 capacity auction, including details of the sale, becomes public then Kentucky Power and its affiliates will be injured. AEP's operating companies operate in jurisdictions where PJM capacity auction sales are not released publicly, and disclosure in this proceeding will result in a competitive disadvantage for Kentucky Power, AEP, and the other operating companies as competitors would have information regarding AEP's capacity position not normally subject to public release. These competitors include, but are not limited to, regulated operating companies, merchant power producers, and municipalities. Public disclosure will provide these competitors to use the information in the marketing, pricing and selling of capacity. Kentucky Power seeks confidential treatment through May 31, 2014, which is the conclusion of the capacity delivery period at issue.

(f) **KIUC 2-29(d) and (e).**

Kentucky Power seeks confidential treatment for information for the most recent analyses conducted by and/or for AEP of the availability, cost, and operation of generating assets not presently owned by any AEP operating company or affiliate. Responsive information includes all documentation in the Company's possession regarding Riverside, including but not limited to offering price information that is subject to a confidentiality agreement executed by AEP. Public disclosure of this information would result in third parties being unwilling to negotiate with Kentucky Power or any of its affiliates for the sale of assets going forward. Kentucky Power seeks confidential treatment of this information through December 12, 2014, pursuant to the terms of the applicable confidentiality agreement. Confidential treatment was sought previously for similar information in Case No. 2011-00401. The Commission granted the request letter dated April 25, 2012.

(g) **KIUC 2-55.**

Kentucky Power seeks confidential treatment for impairment analyses conducted regarding the Mitchell units. The analyses include gross cash flow information, revenue information, and expense information not subject to public disclosure. If made available publicly, competitors would be able to use the information in the marketing, pricing, and selling of electricity and assets in Kentucky and other jurisdictions. Additionally, the documents include information that is protected under the attorney-client privilege and as attorney work products. Kentucky Power seeks confidential treatment for a period of twenty years, which covers the period of projected gross cash flow, revenues and expenses at issue.

B. The Identified Information is Generally Recognized As Confidential A Proprietary and Public Disclosure Of It Will Result In An Unfair Commercial Advantage for Kentucky Power's Competitors.

The identified information required to be disclosed by Kentucky Power in response to the data requests at issue is highly confidential. Dissemination of the information for which confidential treatment is being requested is restricted by Kentucky Power, AEP, and AEPSC. The Company, AEP and AEPSC take all reasonable measures to prevent its disclosure to the public as well as persons within the Company who do not have a need for the information. The information is not disclosed to persons outside Kentucky Power, AEP or AEPSC. Within those organizations, the information is available only upon a confidential need-to-know basis that does not extend beyond those employees with a legitimate business need to know and act upon the identified information.

C. The Identified Information Is Required To Be Disclosed To An Agency.

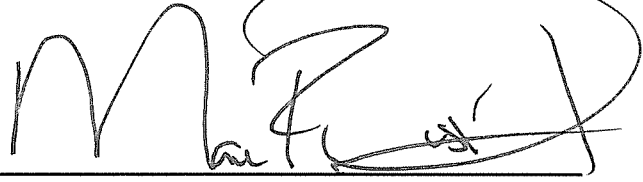
The identified information is by the terms of the Data Requests and Commission practice required to be disclosed to the Commission. The Commission is a "public agency" as that term is defined at KRS 61.870(1). Any filing should be subject to a confidentiality order and any party requesting such information should be required to enter into an appropriate confidentiality agreement.

Wherefore, Kentucky Power Company respectfully requests the Commission to enter an Order:

1. According confidential status to and withholding from public inspection the identified information; and

2. Granting Kentucky Power all further relief to which it may be entitled.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Mark R. Overstreet", is written over a horizontal line. The signature is stylized and somewhat cursive.

Mark R. Overstreet
R. Benjamin Crittenden
STITES & HARBISON PLLC
421 West Main Street
P. O. Box 634
Frankfort, Kentucky 40602-0634
Telephone: (502) 223-3477

Kenneth J. Gish, Jr.
STITES & HARBISON PLLC
250 West Main Street, Suite 2300
Lexington, Kentucky 40507
Telephone: (859) 226-2300

COUNSEL FOR KENTUCKY POWER
COMPANY

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing was served by first class mail, postage prepaid, upon the following parties of record, this 21st day of March, 2013.

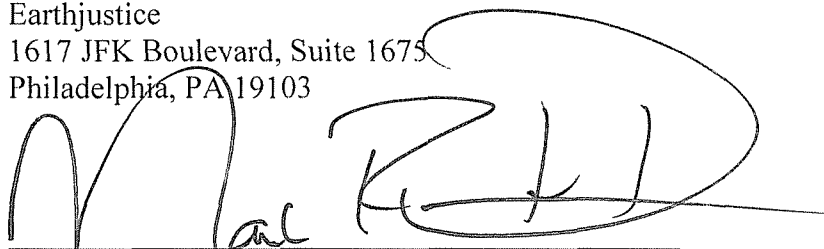
Michael L. Kurtz
Jody Kyler Cohn
Boehm, Kurtz & Lowry
Suite 1510
36 East Seventh Street
Cincinnati, OH 45202

Joe F. Childers
Joe F. Childers & Associates
300 The Lexington Building
201 West Short Street
Lexington, KY 40507

Jennifer Black Hans
Dennis G. Howard II
Lawrence W. Cook
Assistant Attorney General
Office for Rate Intervention
P.O. Box 2000
Frankfort, KY 40602-2000

Robb Kapla
Sierra Club
85 Second Street
San Francisco, CA 94105

Shannon Fisk
Earthjustice
1617 JFK Boulevard, Suite 1675
Philadelphia, PA 19103

A large, stylized handwritten signature in black ink, appearing to read 'Mark R. Overstreet', is written over a horizontal line.

Mark R. Overstreet