



PPL companies

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PUBLIC SERVICE
COMMISSION

Mr. Jeff DeRouen
Executive Director
Kentucky Public Service Commission
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P.O. Box 615
Frankfort, Kentucky 40602-0615

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November 14, 2013

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 Commission's Order dated September 30, 2010 in the aforementioned case, Louisville Gas and Electric Company ("LG&E") and Kentucky Utilities Company ("KU"), (collectively, the "Companies") submit the following reports in compliance with the reporting requirements specified in Appendix C, Commitment No. 1:

Attachments 1 and 1A: LG&E and KU Balance Sheets and Income Statements for Twelve Months Ended September 30, 2013

Attachment 2: LG&E and KU Proportionate Share of Total Operating Revenues, Operating and Maintenance Expenses, and Number of Employees

Attachment 3: Number of Employees by Payroll Assignment

In addition, Appendix C, Commitment No. 29 of the aforementioned Order, specifies that the Companies submit the periodic reporting of "various reliability and service quality measurements". However, in Administrative Case No 2006-00494, *An Investigation of the Reliability Measures of Kentucky's Jurisdictional Electric Distribution Utilities and Certain Reliability Maintenance Practices*, dated October 26, 2007, the Companies are required to file similar reports and therefore were relieved on this

Mr. Jeff DeRouen
November 14, 2013

reporting requirement (also see Commission's Order dated July 16, 2008 for Case Nos. 2000-00095 and 2001-00104).

Additionally, the Companies file separately with the Commission's Annual Report Branch Manager on November 14, 2013, a Twelve Months Ended Balance Sheet and Income Statement on a jurisdictional basis for KU (Attachment 1A).

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 that reads "Rick E. Lovekamp". The signature is written in a cursive style with a large initial "R".

Rick E. Lovekamp

Enclosures

cc: Mr. Richard G. Raff, Office of the General Counsel
KPSC Division of Financial Analysis
Mr. Jeff Cline, Annual Report Branch Manager

CASE NO. 2010-00204

Response to Appendix C, No. 1

Twelve-month income statements and balance sheets for LG&E and KU. LG&E will separately report gas and electric operations, and KU will separately report Kentucky jurisdictional operations and other jurisdictional operations. The supplemental financial reports of LG&E and KU should be filed with the Commission within 45 days of the close of the reporting period.

Copies of these statements for the period ending September 30, 2013 are attached. Additionally, the requisite jurisdictional statements for Kentucky Utilities Company, were separately filed with the Commission's Annual Report Branch Manager on November 14, 2013.

Louisville Gas and Electric Company
Balance Sheet on a Total Company and Jurisdictional Basis
September 30, 2013

Attachment 1
Page 1 of 3

	<i>Electric</i>	<i>Gas</i>	<i>Total</i>
UTILITY PLANT			
Utility Plant	\$ 4,131,565,452	\$ 896,690,167	\$ 5,028,255,619
Construction Work in Progress	436,193,523	53,215,758	489,409,281
TOTAL UTILITY PLANT	4,567,758,975	949,905,925	5,517,664,900
Less: Accum. Prov. for Depr. Amort. Depl.	1,989,963,746	295,516,897	2,285,480,643
Net Utility Plant	2,577,795,229	654,389,028	3,232,184,257
Gas Stored Underground - Noncurrent	-	2,139,990	2,139,990
 OTHER PROPERTY AND INVESTMENTS			
Nonutility Property-Less Reserve	348,170	141,250	489,420
Special Funds	17,550,681	4,330,233	21,880,914
Ohio Valley Electric Corporation	594,286	-	594,286
TOTAL Other Property and Investments	18,493,137	4,471,483	22,964,620
 CURRENT AND ACCRUED ASSETS			
Cash	6,678,040	1,125,855	7,803,895
Special Deposits	-	-	-
Working Fund	16,114	3,976	20,090
Temporary Cash Investments	3,131,239	779,290	3,910,529
Customer Accounts Receivable	83,219,757	10,675,104	93,894,861
Other Accounts Receivable	9,167,269	273,351	9,440,620
Less: Accum. Prov. for Uncollectible Acct.-Cr	754,630	1,692,501	2,447,131
Notes Receivable from Assoc. Companies	-	-	-
Accounts Receivable from Assoc. Companies	7,966,467	6,602	7,973,069
Fuel Stock	50,180,346	-	50,180,346
Plant Materials and Operating Supplies	35,549,678	10,258	35,559,936
Stores Expense Undistributed	6,014,304	144,248	6,158,552
Gas Stored Underground - Current	-	48,416,877	48,416,877
Prepayments	6,816,764	855,946	7,672,710
Misc. Current & Accrued Assets	1,973	-	1,973
Interest and Dividends Receivable	22,563	283	22,846
Rents Receivable	745,873	-	745,873
Accrued Utility Revenues	53,375,020	7,766,334	61,141,354
Accrued Wholesale Revenues	348,050	-	348,050
TOTAL Current and Accrued Assets	262,478,827	68,365,623	330,844,450
 DEFERRED DEBITS			
Unamortized Debt Expenses	9,558,517	2,358,419	11,916,936
Other Regulatory Assets	301,144,559	66,785,515	367,930,074
Miscellaneous Deferred Debits	(105,344)	2,191,012	2,085,668
Unamortized Loss on Reacquired Debt	15,333,002	3,783,630	19,116,632
Accumulated Deferred Income Taxes	101,289,176	24,274,489	125,563,665
TOTAL Deferred Debits	427,219,910	99,393,065	526,612,975
 TOTAL Assets and Other Debits	\$ 3,285,987,103	\$ 828,759,189	\$ 4,114,746,292
	79.86%	20.14%	

Louisville Gas and Electric Company
Balance Sheet on a Total Company and Jurisdictional Basis
September 30, 2013

Attachment 1
Page 2 of 3

	<i>Electric</i>	<i>Gas</i>	<i>Total</i>
PROPRIETARY CAPITAL			
Common Stock Issued	\$ 341,029,198	\$ 84,141,227	\$ 425,170,425
Preferred Stock Issued	-	-	-
Other Paid - In Capital	110,354,120	27,227,379	137,581,499
Other Comprehensive Income	-	-	-
(Less) Capital Stock Expense	670,466	165,423	835,889
Retained Earnings	782,400,763	189,045,893	971,446,656
TOTAL Proprietary Capital	1,233,113,615	300,249,076	1,533,362,691
LONG-TERM DEBT			
Long-Term Notes Payable to Associated Companies	-	-	-
Bonds	887,223,101	218,902,196	1,106,125,297
TOTAL Long - Term Debt	887,223,101	218,902,196	1,106,125,297
OTHER NONCURRENT LIABILITIES			
Long Term Obligations Under Capital Leases	-	-	-
Accumulated Provision for Postretirement Benefits	113,334,532	28,026,726	141,361,258
TOTAL OTHER Noncurrent Liabilities	113,334,532	28,026,726 9,167,270	141,361,258
CURRENT AND ACCRUED LIABILITIES			
Notes Payable	57,747,112	14,247,792	71,994,904
Notes Payable to Associated Companies	-	-	-
Accounts Payable	130,909,819	23,380,195	154,290,014
Accounts Payable to Associated Companies	23,994,388	5,510,881	29,505,269
Customer Deposits	18,813,496	5,143,585	23,957,081
Taxes Accrued	26,607,906	6,980,541	33,588,447
Interest Accrued	8,384,865	2,069,209	10,454,074
Dividends Declared	-	-	-
Tax Collections Payable	-	-	-
Short Term Obligations Under Capital Leases	-	-	-
Miscellaneous Current and Accrued Liabilities	22,156,702	10,130,953	32,287,655
TOTAL Current and Accrued Liabilities	288,614,288	67,463,156	356,077,444
DEFERRED CREDITS AND OTHER			
Customer Advances for Construction	1,504,165	5,022,538	6,526,703
Asset Retirement Obligations	60,506,345	22,265,212	82,771,557
Accumulated Deferred Investment Tax Credits	38,337,805	-	38,337,805
Other Deferred Credits	12,309,721	1,559,761	13,869,482
Other Regulatory Liabilities	74,679,410	18,749,964	93,429,374
Miscellaneous Long-term Liabilities	33,024,457	8,148,037	41,172,494
Accumulated Deferred Income Taxes	553,493,238	148,218,949	701,712,187
TOTAL Deferred Credits	773,855,141	203,964,461	977,819,602
Electric/Gas adjustment to balance	(10,153,574)	10,153,574	
TOTAL Liabilities and Other Credits	\$ 3,285,987,103	\$ 828,759,189	\$ 4,114,746,292
	79.86%	20.14%	

Louisville Gas and Electric Company
Income Statement on a Total Company and Jurisdictional Basis
Twelve Months Ending September 30, 2013

Attachment 1
Page 3 of 3

	<i>Electric</i>	<i>Gas</i>	<i>Total</i>
OPERATING REVENUES			
Residential Sales	\$ 393,558,831	\$ 191,543,836	\$ 585,102,667
Small (or Comm.)	323,898,138	69,240,472	393,138,610
Large (or Ind.)	169,400,579	9,360,410	178,760,989
Public Street and Highway Lighting	2,767,107	-	2,767,107
Other Sales to Public Authorities	87,715,054	10,827,084	98,542,138
Rate Refunds	-	-	-
Total Sales to Ultimate Consumers	977,339,709	280,971,802	1,258,311,511
Sales for Resale	90,717,996	-	90,717,996
Interdepartmental Sales	-	6,424,644	6,424,644
Forfeited Discounts	3,154,883	1,285,529	4,440,412
Transportation Revenue	-	7,676,933	7,676,933
Miscellaneous Service Revenues	1,666,940	79,912	1,746,852
Rent from Electric/Gas Property	3,221,284	370,643	3,591,927
Interdepartmental Rents	-	-	-
Other Electric Revenue	9,415,703	-	9,415,703
Other Gas Revenue	-	5,437	5,437
Total Operating Revenues	1,085,516,515	296,814,900	1,382,331,415
OPERATING EXPENSES			
Operation Expense	628,925,701	183,450,768	812,376,469
Maintenance Expense	90,372,670	19,498,509	109,871,179
Depreciation Expense	117,912,227	23,276,517	141,188,744
Amort. & Depl. of Utility Plant	5,680,906	2,320,401	8,001,307
Amor. of Property Losses, Unrecovered Plant and Regulatory Study Costs	-	-	-
Regulatory Credits	(995,626)	(587,873)	(1,583,499)
Taxes Other Than Income Taxes	24,789,662	7,445,612	32,235,274
Income Taxes - Federal	28,266,868	(1,926,229)	26,340,639
- State	7,472,054	824,863	8,296,917
Provision for Deferred Income Taxes	150,938,234	49,693,236	200,631,470
(Less) Provision for Deferred Income Taxes - Credit	(120,505,463)	(27,324,918)	(147,830,381)
Investment Tax Credit Adj. - Net	(2,254,511)	(116,320)	(2,370,831)
(Gain) from Disposition of Allowances	(282)	-	(282)
Accretion Expense	447,850	287,003	734,853
Total Utility Operating Expenses	931,050,290	256,841,569	1,187,891,859
Net Utility Operating Income	154,466,225	39,973,331	194,439,556
Total Other Income			1,461,202
Total Other Income Deductions			4,584,023
Total Taxes on Other Income and Deductions			(518,593)
Net Other Income and Deductions			(2,604,228)
INTEREST			
Interest on Long-Term Debt			35,699,514
Amort. of Debt Discount and Expenses			2,035,763
Amortization of Loss on Reacquired Debt			1,236,815
Other Interest Charges			1,490,958
Total Interest Charges	31,975,734	8,487,316	40,463,050
Net Income Before Extraordinary Items			151,372,278
Extraordinary Items			-
Net Income			\$ 151,372,278

KENTUCKY UTILITIES COMPANY
Balance Sheet on a Total Company and Jurisdictional Basis
At September 30, 2013

Title of Account Column A	No. Col. B	Total Kentucky Utilities Column C	KU Retail Jurisdictional Column D	Other Jurisdictional Column E
Utility Plant				
Utility Plant	101-106	\$ 6,922,972,200	\$ 6,046,618,463	\$ 876,353,737
Plus: Construction Work in Progress	107	848,935,115	737,223,626	111,711,489
Total Utility Plant		<u>\$ 7,771,907,315</u>	<u>\$ 6,783,842,089</u>	<u>\$ 988,065,226</u>
Less: Accumulated Provision for Depreciation	108,111	2,609,774,023	2,262,272,537	347,501,486
Net Utility Plant		<u>\$ 5,162,133,292</u>	<u>\$ 4,521,569,552</u>	<u>\$ 640,563,740</u>
Other Property and Investments				
Nonutility Property-Less reserve	121-122	\$ 971,720	\$ -	\$ 971,720
Investment in Subsidiary Companies	123.1	-	-	-
Non-Current Portion of Allowances	158.1	-	-	-
Other Investments	124	250,000	-	250,000
Special Funds	125-128	-	-	-
Total Other Property and Investments		<u>\$ 1,221,720</u>	<u>\$ -</u>	<u>\$ 1,221,720</u>
Current and Accrued Assets				
Cash	131	\$ 5,503,776	\$ 4,830,360	\$ 673,416
Special Deposits	132-134	-	-	-
Working Funds	135	38,530	33,816	4,714
Temporary Cash Investments	136	3,576,311	3,138,731	437,580
Customer Accounts Receivable	142	123,967,319	106,796,468	17,170,850
Other Accounts Receivable	143	10,721,524	9,409,689	1,311,835
Less: Accum Prov for Uncollectable Accts-Credit	144	4,437,793	3,894,806	542,987
Notes Receivable from Associated Companies	145	-	-	-
Accounts Receivable from Associated Companies	146	10,466,069	9,336,394	1,129,675
Fuel	151	87,217,841	76,138,810	11,079,031
Plant Materials and Operating Supplies	154	36,871,039	32,018,146	4,852,893
Allowances	158.1	254,174	220,800	33,374
Less: Non-Current Portion of Allowances	158.1	-	-	-
Stores Expense Undistributed	163	10,365,029	9,000,805	1,364,224
Prepayments	165	8,891,640	7,826,818	1,064,822
Interest, Dividends, and Rents Receivable	171-172	847,061	743,419	103,642
Accrued Utility Revenues	173	75,361,668	61,838,042	13,523,626
Miscellaneous Current Assets	174-175	-	-	-
Total Current and Accrued Assets		<u>\$ 369,644,186</u>	<u>\$ 317,437,492</u>	<u>\$ 52,206,694</u>
Deferred Debits				
Unamortized Debt Expense	181	\$ 17,968,665	\$ 15,770,105	\$ 2,198,560
Deferred Regulatory Assets	182	273,196,453	243,113,657	30,082,796
Preliminary Survey and Inventory	183	6,129,264	5,379,316	749,947
Clearing Accounts	184	43,391	38,708	4,683
Miscellaneous Deferred Debits	186	38,699,766	33,623,225	5,076,541
Unamortized Loss on Bonds	189	10,720,114	9,408,452	1,311,662
Accumulated Deferred Income Taxes	190	216,459,808	190,299,138	26,160,670
Total Deferred Debits		<u>\$ 563,217,461</u>	<u>\$ 497,632,601</u>	<u>\$ 65,584,860</u>
Total Assets		<u>\$ 6,096,216,659</u>	<u>\$ 5,336,639,645</u>	<u>\$ 759,577,014</u>

KENTUCKY UTILITIES COMPANY
Balance Sheet on a Total Company and Jurisdictional Basis
At September 30, 2013

Title of Account Column A	No. Col. B	Total Kentucky Utilities Column C	KU Retail Jurisdictional Column D	Other Jurisdictional Column E
Proprietary Capital				
Common Stock Issued	201	\$ 308,139,978	\$ 270,437,441	\$ 37,702,537
Preferred Stock Issued	204	-	-	-
Premium on Capital Stock	207	-	-	-
Paid in Capital	208-211	407,858,083	357,954,515	49,903,568
Other Comprehensive Income	219	(887,729)	-	(887,729)
(Less) Common Stock Expense	214	321,289	281,977	39,312
Retained Earnings	215-216	1,641,112,519	1,440,313,826	200,798,693
Unappropriated Undistributed Subsidiary Earnings	216.1	-	-	-
Total Proprietary Capital		\$ 2,355,901,561	\$ 2,068,423,805	\$ 287,477,756
Long-Term Debt				
Bonds	221-222	\$ 1,850,779,405	\$ 1,624,326,873	\$ 226,452,532
Long-Term Debt Marked to Market	221.200	-	-	-
Long-Term Debt To Associated Companies	223	-	-	-
Other Long-Term Debt	224	-	-	-
Unamortized Discount on Long-Term Debt	226	(9,076,156)	(7,965,641)	(1,110,515)
Total Long-Term		\$ 1,841,703,249	\$ 1,616,361,232	\$ 225,342,017
Other Non-Current Liabilities				
Accumulated Provision for Property Insurance	228.1	\$ -	\$ -	\$ -
Accumulated Provision for Injuries and Damages	228.2	2,168,625	1,934,551	234,074
Accumulated Provision for Pensions and Benefits	228.3	102,553,329	91,484,043	11,069,286
Accumulated Miscellaneous Operating Provision	228.4	-	-	-
Total Other Non-Current Liabilities		\$ 104,721,955	\$ 93,418,594	\$ 11,303,361
Current and Accrued Liabilities				
Notes Payable	231	\$ 139,993,922	\$ 122,864,934	\$ 17,128,988
Accounts Payable	232	161,843,132	144,374,289	17,468,843
Notes Payable to Associated Companies	233	-	-	-
Accounts Payable to Associated Companies	234	24,079,178	-	24,079,178
Customer Deposits	235	25,216,106	24,310,971	905,136
Taxes Accrued	236	64,443,714	56,558,689	7,885,025
Interest Accrued	237	25,110,992	22,038,531	3,072,461
Dividends Declared	238	-	-	-
Matured Long-Term Bonds/LTD Due in 1 Year	239	-	-	-
Tax Collections Payable	241	5,100,722	4,532,278	568,444
Miscellaneous Current and Accrued Liabilities	242-244	25,049,350	22,766,943	2,282,407
Total Current and Accrued Liabilities		\$ 470,837,118	\$ 397,446,635	\$ 73,390,483
Deferred Credits				
Customer Advances for Construction	252	\$ 2,900,950	\$ 2,900,950	\$ -
Accumulated Deferred Investment Tax Credits	255	97,204,217	83,641,321	13,562,896
Other Deferred Credits	253	27,531,484	23,921,807	3,609,677
Regulatory Liabilities	254	144,365,925	127,593,940	16,771,985
Asset Retirement Obligation	230	176,668,429	153,471,458	23,196,971
Miscellaneous Long-Term Liabilities	244	-	-	-
Accumulated Deferred Income Taxes	281-283	874,381,772	768,706,668	105,675,104
Total Deferred Credits		\$ 1,323,052,777	\$ 1,160,236,144	\$ 162,816,633
Total Liabilities and Stockholders Equity		\$ 6,096,216,659	\$ 5,335,886,409	\$ 760,330,250
Adjustment to Balance		-	\$ (753,236)	\$ 753,236

KENTUCKY UTILITIES COMPANY
Income Statement on a Total Company and Jurisdictional Basis
Twelve Months Ended September 30, 2013

Title of Account Column A	No. Col. B	Total Kentucky Utilities Column C	KU Retail Jurisdictional Column D	Other Jurisdictional Column E
Utility Operating Income				
Operating Revenues:				
Residential Sales	440	\$ 570,009,695	535,785,944	\$ 34,223,751
Commercial and Industrial Sales:	442			
Small (or Comm) - Rural Comm & Comm L&P		357,063,333	340,970,545	16,092,788
Large (or Ind) - Industrial & Mine Power		390,233,973	375,772,161	14,461,812
Public Street and Highway Lighting	444	10,463,870	10,121,740	342,130
Other Sales to Public Authorities	445	116,501,941	110,044,703	6,457,237
Total Sales to Ultimate Consumers		<u>\$ 1,444,272,812</u>	<u>\$ 1,372,695,093</u>	<u>\$ 71,577,718</u>
Sales for Resale	447	115,241,302	9,551,837	105,689,465
Total Sales of Electricity		<u>\$ 1,559,514,114</u>	<u>\$ 1,382,246,930</u>	<u>\$ 177,267,184</u>
Less: Provision for Refund	449.1	-	-	-
Total Revenues Net of Provision for Refund		<u>\$ 1,559,514,114</u>	<u>\$ 1,382,246,930</u>	<u>\$ 177,267,184</u>
Other Operating Revenues:				
Late Payment Charges	450	4,522,347	4,332,770	189,577
Miscellaneous Service Revenues	451	2,195,447	2,051,212	144,235
Rent from Electric Property	454	3,387,429	3,173,026	214,404
Other Electric Revenues	456	17,971,922	13,717,859	4,254,063
Total Other Operating Revenues		<u>\$ 28,077,146</u>	<u>\$ 23,274,867</u>	<u>\$ 4,802,278</u>
Total Operating Revenue		<u>\$ 1,587,591,259</u>	<u>\$ 1,405,521,797</u>	<u>\$ 182,069,462</u>
Operating Expenses:				
Operation Expenses	401	\$ 851,996,288	\$ 749,449,424	102,546,864
Maintenance Expenses	402	123,341,279	108,060,989	15,280,290
Depreciation Expense	403	180,915,310	158,041,121	22,874,188
Amortization of Limited-Term Electric Plant	404	7,595,172	6,633,719	961,453
Regulatory Credits	407	(1,683,729)	(1,465,049)	(218,680)
Taxes Other than Income Taxes	408.1	32,682,606	29,083,920	3,598,686
Income Taxes - Federal	409.1	10,229,365	Total Income Taxes	
Income Taxes - State	409.1	4,478,878		
Deferred Federal Income Taxes - Net	410-1.1	95,671,690	107,665,948	13,820,743
Deferred State Income Taxes - Net	410-1.1	11,106,759		
Accretion Expense	411.1	811,947	706,735	105,211
Investment Tax Credit Adjustment - Net	411.4	-	-	-
Losses/(Gains) from Disposition of Allowances	411.8	(360)	(313)	(47)
Total Utility Operating Expenses		<u>\$ 1,317,145,203</u>	<u>\$ 1,158,176,496</u>	<u>\$ 158,968,708</u>
Net Utility Operating Income		<u>\$ 270,446,056</u>	<u>\$ 247,345,301</u>	<u>\$ 23,100,754</u>

KENTUCKY UTILITIES COMPANY
Income Statement on a Total Company and Jurisdictional Basis
Twelve Months Ended September 30, 2013

Title of Account Column A	No. Col. B	Total Kentucky Utilities Column C	KU Retail Jurisdictional Column D	Other Jurisdictional Column E
Other Income and Deductions are not separated on a jurisdictional basis.				
Other Income and Deductions				
Total Other Income		\$ 1,254,080		
Total Other Income Deductions		11,094,177		
Total Taxes on Other Income and Deductions		(6,873,009)		
Net Other Income and Deductions		\$ (2,967,088)		
Interest Charges				
Interest on Long Term Debt	427	\$ 60,902,551		
Amortization of Debt Discount and Expense	428	3,266,023		
Amortization of Loss on Re-Acquired Debt	428.1	605,251		
Amortization of Premium on Debt - Credit	429	-		
Amortization of Gain on Re-Acquired Debt - Credit	429.1	-		
Interest on Debt to Associated Companies	430	3,295		
Other Interest Expense	431	3,455,532		
Allowance for Borrowed Funds Used During Construction	432	(109,922)		
Net Interest Charges		\$ 68,122,730	\$ 59,093,499	\$ 9,029,231
Cumulative Effect of Accounting Change, Net of Tax		\$ -		
Net Income		\$ 199,356,238		

CASE NO. 2010-00204

Response to Appendix C, No. 1

A report detailing the proportionate share of LG&E and KU in LG&E and KU Energy LLC's total operating revenues, operating and maintenance expenses and number of employees.

The requested information is attached.

LG&E and KU Share of Selected LG&E and KU Energy LLC Financial & Operating Numbers
Income Statement Numbers are TME September 30, 2013
Employee Number is as of September 30, 2013

	LG&E	KU
Total Operating Revenues	45.4%	54.6%
Total Operating and Maintenance Expenses	47.3%	49.9%
Number of Employees	29.4%	27.5%

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Response to Appendix C, No. 1

The number of employees of LG&E and KU Energy LLC and each subsidiary on the basis of payroll assignment.

The requested information, as of September 30, 2013, is attached.

**LG&E and KU Energy LLC and Subsidiaries
Employees by Payroll Assignment
As of September 30, 2013**

LG&E and KU Services Company	1,486
Kentucky Utilities Company	946
Louisville Gas and Electric Company	1,011
Total LG&E and KU Energy LLC and Subsidiaries	3,443