



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

August 15, 2011

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PUBLIC SERVICE
COMMISSION

LG&E and KU Energy LLC
State Regulation and Rates
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Manager - Regulatory Affairs
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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:

Attachment 1: LG&E and KU Balance Sheets and Income Statements for Twelve Month Ended August 15, 2011

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
August 15, 2011

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 August 15, 2011, a Twelve Month Ended Balance Sheet and Income Statement on a jurisdictional basis for KU.

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,



Rick E. Lovekamp

Enclosures

cc: Ms. Helen Helton, 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 June 30, 2011 are attached. Additionally, the requisite jurisdictional statements for Kentucky Utilities Company, were separately filed with the Commission's Annual Report Branch Manager on August 15, 2011.

Louisville Gas and Electric Company
Balance Sheet on a Total Company and Jurisdictional Basis
June 30, 2011

Attachment 1
Page 1 of 3

	<i>Electric</i>	<i>Gas</i>	<i>Total</i>
UTILITY PLANT			
Utility Plant	\$ 3,849,461,483	\$ 769,291,842	\$ 4,618,753,325
Construction Work in Progress	144,769,160	36,685,838	181,454,998
TOTAL UTILITY PLANT	3,994,230,643	805,977,680	4,800,208,323
Less: Accum. Prov. for Depr. Amort. Depl.	1,828,786,261	263,707,299	2,092,493,560
Net Utility Plant	2,165,444,382	542,270,381	2,707,714,763
Gas Stored Underground - Noncurrent	-	2,139,990	2,139,990
OTHER PROPERTY AND INVESTMENTS			
Nonutility Property-Less Reserve	8,434	3,445	11,879
Special Funds	17,777,462	4,728,503	22,505,965
Ohio Valley Electric Corporation	594,286	-	594,286
TOTAL Other Property and Investments	18,380,182	4,731,948	23,112,130
CURRENT AND ACCRUED ASSETS			
Cash	32,509,610	8,647,005	41,156,615
Special Deposits	4,626,601	-	4,626,601
Working Fund	15,869	4,221	20,090
Temporary Cash Investments	8,502	2,261	10,763
Customer Accounts Receivable	51,312,748	16,826,464	68,139,212
Other Accounts Receivable	7,131,351	207,725	7,339,076
Less: Accum. Prov. for Uncollectible Acct.-Cr	591,719	1,432,347	2,024,066
Notes Receivable from Assoc. Companies	-	-	-
Accounts Receivable from Assoc. Companies	11,671,653	1,078,095	12,749,748
Fuel Stock	67,711,397	-	67,711,397
Plant Materials and Operating Supplies	29,948,765	1,942	29,950,707
Stores Expense Undistributed	5,154,674	3,173	5,157,847
Gas Stored Underground - Current	-	19,007,070	19,007,070
Prepayments	6,655,567	1,142,869	7,798,436
Misc. Current & Accrued Assets	607,775	-	607,775
Interest and Dividends Receivable	10,828	9,820	20,648
Rents Receivable	528,838	-	528,838
Accrued Utility Revenues	49,920,000	3,032,779	52,952,779
TOTAL Current and Accrued Assets	267,222,459	48,531,077	315,753,536
DEFERRED DEBITS			
Unamortized Debt Expenses	10,463,932	2,783,228	13,247,160
Other Regulatory Assets	276,565,908	79,143,333	355,709,241
Miscellaneous Deferred Debits	(17,156,860)	18,635,507	1,478,647
Unamortized Loss on Reacquired Debt	16,847,486	4,481,146	21,328,632
Accumulated Deferred Income Taxes	43,091,832	12,445,166	55,536,998
TOTAL Deferred Debits	329,812,298	117,488,380	447,300,678
TOTAL Assets and Other Debits	\$ 2,780,859,321	\$ 715,161,776	\$ 3,496,021,097
	79.54%	20.46%	

Louisville Gas and Electric Company
Balance Sheet on a Total Company and Jurisdictional Basis
June 30, 2011

Attachment 1
Page 2 of 3

	<i>Electric</i>	<i>Gas</i>	<i>Total</i>
PROPRIETARY CAPITAL			
Common Stock Issued	\$ 335,842,118	\$ 89,328,306	\$ 425,170,424
Preferred Stock Issued	-	-	-
Other Paid - In Capital	66,021,026	17,560,473	83,581,499
Other Comprehensive Income	-	-	-
(Less) Capital Stock Expense	660,268	175,620	835,888
Retained Earnings	662,273,288	182,559,028	844,832,316
TOTAL Proprietary Capital	1,063,476,164	289,272,187	1,352,748,351
LONG-TERM DEBT			
Long-Term Notes Payable to Associated Companies	-	-	-
Bonds	873,230,984	232,264,628	1,105,495,612
TOTAL Long - Term Debt	873,230,984	232,264,628	1,105,495,612
OTHER NONCURRENT LIABILITIES			
Long Term Obligations Under Capital Leases	-	-	-
Accumulated Provision for Postretirement Benefits	115,933,290	30,905,281	146,838,571
TOTAL OTHER Noncurrent Liabilities	115,933,290	30,905,281	146,838,571
CURRENT AND ACCRUED LIABILITIES			
Notes Payable	-	-	-
Notes Payable to Associated Companies	-	-	-
Accounts Payable	69,546,747	16,074,723	85,621,470
Accounts Payable to Associated Companies	10,272,464	2,732,301	13,004,765
Customer Deposits	16,627,618	5,976,964	22,604,582
Taxes Accrued	8,429,788	1,673,682	10,103,470
Interest Accrued	4,211,907	1,120,296	5,332,203
Dividends Declared	-	-	-
Tax Collections Payable	-	-	-
Short Term Obligations Under Capital Leases	-	-	-
Miscellaneous Current and Accrued Liabilities	15,468,448	9,645,872	25,114,320
TOTAL Current and Accrued Liabilities	124,556,972	37,223,838	161,780,810
DEFERRED CREDITS AND OTHER			
Customer Advances for Construction	9,434,844	(1,317,694)	8,117,150
Asset Retirement Obligations	13,339,209	38,763,794	52,103,003
Accumulated Deferred Investment Tax Credits	43,511,175	623,864	44,135,039
Other Deferred Credits	18,346,102	3,285,271	21,631,373
Other Regulatory Liabilities	51,076,051	8,563,425	59,639,476
Miscellaneous Long-term Liabilities	29,575,053	7,866,462	37,441,515
Accumulated Deferred Income Taxes	426,092,525	79,983,399	506,075,924
TOTAL Deferred Credits	591,374,959	137,768,521	729,143,480
Electric/Gas adjustment to balance	12,286,952	(12,286,952)	
TOTAL Liabilities and Other Credits	\$ 2,780,859,321	\$ 715,147,503	\$ 3,496,006,824
	79.54%	20.46%	

Louisville Gas and Electric Company
Income Statement on a Total Company and Jurisdictional Basis
Twelve Months Ending June 30, 2011

Attachment 1
Page 3 of 3

	<i>Electric</i>	<i>Gas</i>	<i>Total</i>
OPERATING REVENUES			
Residential Sales	368,131,353	201,779,854	569,911,207
Small (or Comm.)	290,271,219	74,664,199	364,935,418
Large (or Ind.)	145,436,039	8,055,362	153,491,401
Public Street and Highway Lighting	7,014,984	-	7,014,984
Other Sales to Public Authorities	85,128,292	12,619,619	97,747,911
Rate Refunds	-	-	-
Total Sales to Ultimate Consumers	895,981,887	297,119,034	1,193,100,921
Sales for Resale	133,826,467	2,778,492	136,604,959
Interdepartmental Sales	-	6,645,469	6,645,469
Forfeited Discounts	6,301,523	2,972,590	9,274,113
Transportation Revenue	-	7,025,259	7,025,259
Miscellaneous Service Revenues	1,543,947	83,079	1,627,026
Rent from Electric/Gas Property	2,947,221	206,600	3,153,821
Interdepartmental Rents	-	-	-
Other Electric Revenue	5,947,734	-	5,947,734
Other Gas Revenue	-	12,166	12,166
Total Operating Revenues	1,046,548,779	316,842,689	1,363,391,468
OPERATING EXPENSES			
Operation Expense	620,781,897	221,999,976	842,781,873
Maintenance Expense	97,997,494	18,627,093	116,624,587
Depreciation Expense	116,639,938	20,368,885	137,008,823
Amort. & Depl. of Utility Plant	5,541,945	2,157,726	7,699,671
Amor. of Property Losses, Unrecovered Plant and Regulatory Study Costs	-	-	-
Regulatory Credits	(4,761,914)	(1,716,111)	(6,478,025)
Taxes Other Than Income Taxes	18,700,873	5,668,075	24,368,948
Income Taxes - Federal	19,751,501	(285,795)	19,465,706
- State	9,694,336	1,666,921	11,361,257
Provision for Deferred Income Taxes	218,423,442	68,756,097	287,179,539
(Less) Provision for Deferred Income Taxes - Credit	(192,981,561)	(54,880,304)	(247,861,865)
Investment Tax Credit Adj. - Net	(2,500,401)	(140,022)	(2,640,423)
(Gain) from Disposition of Allowances	(2,578)	-	(2,578)
Accretion Expense	2,755,119	845,321	3,600,440
Total Utility Operating Expenses	910,040,091	283,067,862	1,193,107,953
Net Utility Operating Income	136,508,688	33,774,827	170,283,515
Total Other Income			1,108,949
Total Other Income Deductions			(24,794,205)
Total Taxes on Other Income and Deductions			9,696,816
Net Other Income and Deductions			16,206,338
INTEREST			
Interest on Long-Term Debt			41,113,732
Amort. of Debt Discount and Expenses			1,407,315
Amortization of Loss on Reacquired Debt			1,212,036
Other Interest Charges			2,479,027
Total Interest Charges	36,599,042	9,613,068	46,212,110
Net Income Before Extraordinary Items			140,277,743
Extraordinary Items			-
Net Income			140,277,743

KENTUCKY UTILITIES COMPANY
Balance Sheet on a Total Company and Jurisdictional Basis
At June 30, 2011

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	\$ 6,305,426,134	\$ 5,508,745,854	\$ 796,680,280
Plus: Construction Work in Progress	107	282,826,954	242,889,451	39,937,503
Total Utility Plant		\$ 6,588,253,087	\$ 5,751,635,305	\$ 836,617,782
Less: Accumulated Provision for Depreciation	108,111	2,329,491,483	2,025,502,405	303,989,078
Net Utility Plant		\$ 4,258,761,605	\$ 3,726,132,900	\$ 532,628,705
Other Property and Investments				
Nonutility Property-Less reserve	121-122	\$ 179,121	\$ -	\$ 179,121
Investment in Subsidiary Companies	123.1	12,674,130	-	12,674,130
Non-Current Portion of Allowances	158.1	-	-	-
Other Investments	124	250,000	-	250,000
Special Funds	125-128	-	-	-
Total Other Property and Investments		\$ 13,103,250	\$ -	\$ 13,103,250
Current and Accrued Assets				
Cash	131	\$ 6,817,643	\$ 5,958,699	\$ 858,944
Special Deposits	132-134	640,705	559,984	80,721
Working Funds	135	38,430	33,588	4,842
Temporary Cash Investments	136	12,115	10,588	1,527
Customer Accounts Receivable	142	78,012,876	63,884,742	14,128,135
Other Accounts Receivable	143	12,136,205	10,607,183	1,529,022
Less: Accum Prov for Uncollectable Accts-Credit	144	2,354,924	2,058,231	296,693
Notes Receivable from Associated Companies	145	-	-	-
Accounts Receivable from Associated Companies	146	5,001,225	4,464,397	536,828
Fuel	151	92,538,397	80,504,072	12,034,325
Plant Materials and Operating Supplies	154	33,129,392	28,893,435	4,235,957
Allowances	158.1	512,525	444,344	68,181
Less: Non-Current Portion of Allowances	158.1	-	-	-
Stores Expense Undistributed	163	9,723,256	8,480,030	1,243,226
Prepayments	165	7,923,785	6,974,391	949,394
Interest and Dividends Receivable	171	13,734	12,004	1,730
Accrued Utility Revenues	173	77,917,736	64,831,000	13,086,736
Miscellaneous Current Assets	174-175	98,711	86,274	12,437
Total Current and Accrued Assets		\$ 322,161,809	\$ 273,686,500	\$ 48,475,310
Deferred Debits				
Unamortized Debt Expense	181	\$ 21,814,143	\$ 19,065,812	\$ 2,748,331
Deferred Regulatory Assets	182	279,417,797	239,611,678	39,806,120
Preliminary Survey and Inventory	183	4,105,589	3,588,332	517,257
Clearing Accounts	184	-	-	-
Miscellaneous Deferred Debits	186	40,145,651	34,814,281	5,331,369
Unamortized Loss on Bonds	189	12,077,604	10,555,965	1,521,639
Accumulated Deferred Income Taxes	190	76,681,026	67,089,082	9,591,944
Total Deferred Debits		\$ 434,241,809	\$ 374,725,150	\$ 59,516,659
Total Assets		\$ 5,028,268,474	\$ 4,374,544,549	\$ 653,723,925

KENTUCKY UTILITIES COMPANY
Balance Sheet on a Total Company and Jurisdictional Basis
At June 30, 2011

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	\$ 269,317,889	\$ 38,822,089
Preferred Stock Issued	204	-	-	-
Premium on Capital Stock	207	-	-	-
Paid in Capital	208-211	315,858,083	276,063,602	39,794,481
Other Comprehensive Income		(2,489,187)	(2,175,578)	(313,609)
(Less) Common Stock Expense	214	321,289	280,810	40,479
Retained Earnings	215-216	1,456,456,761	1,272,959,981	183,496,780
Unappropriated Undistributed Subsidiary Earnings	216 1	15,452,285	-	15,452,285
Total Proprietary Capital		\$ 2,093,096,631	\$ 1,815,885,084	\$ 277,211,547
Long-Term Debt				
Bonds	221-222	\$ 1,850,779,405	\$ 1,617,602,512	\$ 233,176,893
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	(10,505,469)	(9,181,901)	(1,323,568)
Total Long-Term		\$ 1,840,273,936	\$ 1,608,420,611	\$ 231,853,325
Other Non-Current Liabilities				
Accumulated Provision for Property Insurance	228 1	\$ -	\$ -	\$ -
Accumulated Provision for Injuries and Damages	228 2	2,805,389	2,504,261	301,128
Accumulated Provision for Pensions and Benefits	228 3	135,426,889	120,890,266	14,536,623
Accumulated Miscellaneous Operating Provision	228 4	-	-	-
Total Other Non-Current Liabilities		\$ 138,232,279	\$ 123,394,527	\$ 14,837,752
Current and Accrued Liabilities				
Notes Payable	231	\$ -	\$ -	\$ -
Accounts Payable	232	76,456,703	68,249,897	8,206,806
Notes Payable to Associated Companies	233	-	-	-
Accounts Payable to Associated Companies	234	26,344,329	-	26,344,329
Customer Deposits	235	23,299,987	22,780,080	519,906
Taxes Accrued	236	11,293,906	9,871,004	1,422,902
Interest Accrued	234,237	10,004,372	8,743,936	1,260,436
Dividends Declared	238	-	-	-
Matured Long-Term Bonds/LTD Due in 1 Year	239	-	-	-
Tax Collections Payable	241	4,388,187	3,758,175	630,012
Miscellaneous Current and Accrued Liabilities	242-244	16,612,303	15,326,191	1,286,112
Total Current and Accrued Liabilities		\$ 168,399,787	\$ 128,729,283	\$ 39,670,504
Deferred Credits				
Customer Advances for Construction	252	\$ 3,173,809	\$ 3,166,620	\$ 7,189
Accumulated Deferred Investment Tax Credits	255	102,807,822	88,310,234	14,497,588
Other Deferred Credits	253	22,009,407	19,470,500	2,538,907
Regulatory Liabilities	254	113,430,636	99,496,408	13,934,228
Asset Retirement Obligation	230	55,284,495	47,930,036	7,354,459
Miscellaneous Long-Term Liabilities	244	-	-	-
Accumulated Deferred Income Taxes	281-283	491,559,671	430,071,017	61,488,654
Total Deferred Credits		\$ 788,265,840	\$ 688,444,815	\$ 99,821,025
Total Liabilities and Stockholders Equity		\$ 5,028,268,474	\$ 4,364,874,320	\$ 663,394,153
Adjustment to Balance		-	\$ (9,670,229)	\$ 9,670,229

KENTUCKY UTILITIES COMPANY
Income Statement on a Total Company and Jurisdictional Basis
Twelve Months Ended June 30, 2011

Title of Account Column A	No. Col. B	Total Kentucky Utilities Column C	KU Retail Jurisdictional Column D	Other Jurisdictional Column E		
<u>Utility Operating Income</u>						
Operating Revenues:						
Residential Sales	440	\$ 545,292,381	508,810,287	\$ 36,482,094		
Commercial and Industrial Sales:	442					
Small (or Comm) - Rural Comm & Comm L&P		353,814,116	336,257,928	17,556,188		
Large (or Ind) - Industrial & Mine Power		375,805,003	359,823,058	15,981,945		
Public Street and Highway Lighting	444	11,226,332	10,854,383	371,948		
Other Sales to Public Authorities	445	112,266,507	105,375,961	6,890,546		
Total Sales to Ultimate Consumers		\$ 1,398,404,338	\$ 1,321,121,617	\$ 77,282,721		
Sales for Resale	447	129,284,116	22,619,391	106,664,725		
Total Sales of Electricity		\$ 1,527,688,454	\$ 1,343,741,008	\$ 183,947,446		
Less: Provision for Refund	449.1	(6)	(6)	-		
Total Revenues Net of Provision for Refund		\$ 1,527,688,460	\$ 1,343,741,014	\$ 183,947,446		
Other Operating Revenues:						
Late Payment Charges	450	9,105,643	8,903,509	202,134		
Miscellaneous Service Revenues	451	2,490,800	2,363,149	127,651		
Rent from Electric Property	454	1,558,929	1,445,422	113,507		
Other Electric Revenues	456	12,188,139	8,324,053	3,864,086		
Total Other Operating Revenues		\$ 25,343,511	\$ 21,036,132	\$ 4,307,379		
Total Operating Revenue		\$ 1,553,031,971	\$ 1,364,777,146	\$ 188,254,825		
Operating Expenses:						
Operation Expenses	401	\$ 872,692,184	\$ 764,963,382	107,728,802		
Maintenance Expenses	402	121,666,419	107,342,851	14,323,568		
Depreciation Expense	403	163,660,076	143,712,816	19,947,260		
Amortization of Limited-Term Electric Plant	404	6,789,971	5,932,055	857,915		
Regulatory Credits	407	(6,754,553)	(5,858,035)	(896,518)		
Taxes Other than Income Taxes	408.1	23,729,142	21,219,834	2,509,307		
Income Taxes - Federal	409.1	44,758,745	Total Income Taxes			
Income Taxes - State	409.1	15,726,158			95,446,255	13,402,333
Deferred Federal Income Taxes - Net	410-1.1	47,456,685				
Deferred State Income Taxes - Net	410-1.1	907,000				
Accretion Expense	411.1	3,763,661	3,264,427	499,234		
Investment Tax Credit Adjustment - Net	411.4	-	-	-		
Losses/(Gains) from Disposition of Allowances	411.8	(16,020)	(13,889)	(2,131)		
Total Utility Operating Expenses		\$ 1,294,379,466	\$ 1,136,009,696	\$ 158,369,770		
Net Utility Operating Income		\$ 258,652,505	\$ 228,767,450	\$ 29,885,055		

KENTUCKY UTILITIES COMPANY
Income Statement on a Total Company and Jurisdictional Basis
Twelve Months Ended June 30, 2011

Title of Account Column A	No. Col. B	Total Kentucky Utilities Column C	Other Jurisdictional Column E
Other Income and Deductions are not separated on a jurisdictional basis.			
<u>Other Income and Deductions</u>			
Total Other Income		\$ 1,991,417	
Total Other Income Deductions		1,703,711	
Total Taxes on Other income and Deductions		(2,506,609)	
Net Other Income and Deductions		\$ 2,794,315	
<u>Interest Charges</u>			
Interest on Long Term Debt	427	\$ 67,001,873	
Amortization of Debt Discount and Expense	428	1,976,549	
Amortization of Loss on Re-Acquired Debt	428.1	604,973	
Amortization of Premium on Debt - Credit	429	-	
Amortization of Gain on Re-Acquired Debt - Credit	429.1	-	
Interest on Debt to Associated Companies	430	76,178	
Other Interest Expense	431	5,027,738	
Allowance for Borrowed Funds Used During Construction	432	(501,055)	
Net Interest Charges		\$ 74,186,255	\$ 64,399,589
			\$ 9,786,666
Cumulative Effect of Accounting Change, Net of Tax		\$ -	
Net Income		\$ 187,260,565	

CASE NO. 2010-00204

Response to Appendix C, No. 1

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

The requested information, for the twelve-month period ending June 30, 2011, and as of June 30, 2011, is attached.

LG&E and KU Share of Selected LG&E and KU Energy LLC Financial & Operating Numbers
Income Statement Numbers are TME June 30, 2011
Employee Number is as of June 30, 2011

	LG&E	KU
Total Operating Revenues	45.2%	54.8%
Total Operating and Maintenance Expenses	47.4%	47.0%
Number of Employees	30.7%	29.3%

CASE NO. 2010-00204

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 June 30, 2011, is attached.

**LG&E and KU Energy LLC and Subsidiaries
Employees by Payroll Assignment
As of June 30, 2011**

LG&E and KU Services Company	1,284
Kentucky Utilities Company	939
Louisville Gas and Electric Company	986
Total LG&E and KU Energy LLC and Subsidiaries	3,209