



PPL companies

Dr. Talina R. Mathews
Executive Director
Kentucky Public Service Commission
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P.O. Box 615
Frankfort, Kentucky 40602-0615

RECEIVED
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PUBLIC SERVICE
COMMISSION

LG&E and KU Energy LLC
State Regulation and Rates
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February 14, 2017

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 Dr. Mathews:

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 December 31, 2016

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 reporting requirement (also see Commission’s Order dated July 16, 2008 for Case Nos. 2000-00095 and 2001-00104). On April 1, 2014, the KPSC issued an Order in Case No. 2011-00450, *An Investigation of the Reliability Measures of*

Dr. Talina Mathews, Executive Director
February 14, 2017

Kentucky's Jurisdictional Electric Distribution Utilities, that the reporting requirements set forth in the May 30, 2013 Order, and as modified in the April 1, 2014 Order, shall supplant the reporting requirements established in Case No. 2006-00494.

Additionally, the Companies file separately with the Commission's Annual Report Branch Manager on February 14, 2017, 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,



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

Louisville Gas and Electric Company
Balance Sheet on a Total Company and Jurisdictional Basis
December 31, 2016

Attachment 1
Page 1 of 3

	<u>Electric</u>	<u>Gas</u>	<u>Total</u>
UTILITY PLANT			
Utility Plant	5,445,258,343	1,187,970,785	6,633,229,128
Construction Work in Progress	115,890,377	17,837,788	133,728,165
TOTAL UTILITY PLANT	5,561,148,720	1,205,808,573	6,766,957,293
Less: Accum. Prov. for Depr. Amort. Depl.	1,709,115,652	343,912,745	2,053,028,397
Net Utility Plant	3,852,033,068	861,895,828	4,713,928,896
Gas Stored Underground - Noncurrent	-	2,139,990	2,139,990
OTHER PROPERTY AND INVESTMENTS			
Nonutility Property-Less Reserve	397,980	169,557	567,537
Special Funds	2,842,388	607,949	3,450,337
Ohio Valley Electric Corporation	594,286	-	594,286
TOTAL Other Property and Investments	3,834,654	777,506	4,612,160
CURRENT AND ACCRUED ASSETS			
Cash	4,073,223	418,862	4,492,085
Special Deposits	-	-	-
Working Fund	-	-	-
Temporary Cash Investments	243,689	52,122	295,811
Customer Accounts Receivable	79,373,996	30,369,820	109,743,816
Other Accounts Receivable	11,336,961	160,073	11,497,034
Less: Accum. Prov. for Uncollectible Acct.-Cr	1,304,813	317,185	1,621,998
Notes Receivable from Assoc. Companies	-	-	-
Accounts Receivable from Assoc. Companies	28,059,358	24,073	28,083,431
Fuel Stock	60,061,204	-	60,061,204
Plant Materials and Operating Supplies	34,690,347	10,258	34,700,605
Stores Expense Undistributed	6,402,726	314,268	6,716,994
Gas Stored Underground - Current	-	41,703,685	41,703,685
Prepayments	12,488,989	2,552,163	15,041,152
Misc. Current & Accrued Assets	151	-	151
Interest and Dividends Receivable	2,117	453	2,570
Rents Receivable	377,071	-	377,071
Accrued Utility Revenues	50,639,064	23,726,954	74,366,018
Accrued Wholesale Revenues	753,065	-	753,065
TOTAL Current and Accrued Assets	287,197,148	99,015,546	386,212,694
DEFERRED DEBITS			
Unamortized Debt Expenses	11,996,752	2,457,166	14,453,918
Other Regulatory Assets	390,682,752	65,670,991	456,353,743
Miscellaneous Deferred Debits	5,780,869	2,195,852	7,976,721
Unamortized Loss on Reacquired Debt	12,841,645	2,746,659	15,588,304
Accumulated Deferred Income Taxes	225,148,038	33,317,297	258,465,335
TOTAL Deferred Debits	646,450,056	106,387,965	752,838,021
TOTAL Assets and Other Debits	4,789,514,926	1,070,216,835	5,859,731,761
	81.74%	18.26%	

Louisville Gas and Electric Company
Balance Sheet on a Total Company and Jurisdictional Basis
December 31, 2016

Attachment 1
Page 2 of 3

	<i>Electric</i>	<i>Gas</i>	<i>Total</i>
PROPRIETARY CAPITAL			
Common Stock Issued	\$ 350,255,395	\$ 74,915,029	\$ 425,170,424
Preferred Stock Issued	-	-	-
Other Paid - In Capital	402,081,539	85,999,960	488,081,499
Other Comprehensive Income	-	-	-
(Less) Capital Stock Expense	688,605	147,284	835,889
Retained Earnings Total	968,613,094	205,470,857	1,174,083,951
TOTAL Proprietary Capital	1,720,261,423	366,238,562	2,086,499,985
LONG-TERM DEBT			
Long-Term Notes Payable to Associated Companies	-	-	-
Bonds	1,352,827,797	277,085,211	1,629,913,008
TOTAL Long - Term Debt	1,352,827,797	277,085,211	1,629,913,008
OTHER NONCURRENT LIABILITIES			
Long Term Obligations Under Capital Leases	-	-	-
Accumulated Provision for Postretirement Benefits	106,237,801	22,778,350	129,016,151
TOTAL OTHER Noncurrent Liabilities	106,237,801	22,778,350	129,016,151
CURRENT AND ACCRUED LIABILITIES			
Notes Payable	140,032,851	28,681,428	168,714,279
Notes Payable to Associated Companies	-	-	-
Accounts Payable	127,946,882	31,196,234	159,143,116
Accounts Payable to Associated Companies	21,583,059	4,261,607	25,844,666
Customer Deposits	21,282,189	5,393,661	26,675,850
Taxes Accrued	32,752,760	7,494,012	40,246,772
Interest Accrued	8,786,232	1,879,256	10,665,488
Dividends Declared	-	-	-
Tax Collections Payable	-	-	-
Short Term Obligations Under Capital Leases	-	-	-
Miscellaneous Current and Accrued Liabilities	44,434,361	8,817,760	53,252,121
TOTAL Current and Accrued Liabilities	396,818,334	87,723,958	484,542,292
DEFERRED CREDITS AND OTHER			
Customer Advances for Construction	6,839,142	(367,637)	6,471,505
Asset Retirement Obligations	148,657,622	19,750,209	168,407,831
Accumulated Deferred Investment Tax Credits	36,275,254	81,906	36,357,160
Other Deferred Credits	1,701,270	245,170	1,946,440
Other Regulatory Liabilities	70,466,527	9,799,067	80,265,594
Miscellaneous Long-term Liabilities	3,187,381	681,739	3,869,120
Accumulated Deferred Income Taxes	999,530,791	232,911,884	1,232,442,675
TOTAL Deferred Credits	1,266,657,987	263,102,338	1,529,760,325
Electric/Gas adjustment to balance	(53,288,416)	53,288,416	
TOTAL Liabilities and Other Credits	\$ 4,789,514,926	\$ 1,070,216,835	\$ 5,859,731,761
	81.74%	18.26%	

Louisville Gas and Electric Company
Income Statement on a Total Company and Jurisdictional Basis
Twelve Months Ending December 31, 2016

Attachment 1
Page 3 of 3

	<i>Electric</i>	<i>Gas</i>	<i>Total</i>
OPERATING REVENUES			
Residential Sales	438,833,400	188,182,504	627,015,904
Commercial Sales	373,019,337	69,348,088	442,367,425
Industrial Sales	176,634,496	8,763,052	185,397,548
Public Street and Highway Lighting	3,143,323	-	3,143,323
Other Sales to Public Authorities	96,463,602	7,968,403	104,432,005
Rate Refunds	-	-	-
Total Sales to Ultimate Consumers	1,088,094,158	274,262,047	1,362,356,205
Sales for Resale	31,342,938	183,900	31,526,838
Interdepartmental Sales	-	3,687,568	3,687,568
Late Charge Payments	2,760,333	1,001,579	3,761,912
Transportation Revenue	-	9,131,317	9,131,317
Miscellaneous Service Revenues	1,340,188	86,551	1,426,739
Rent from Electric/Gas Property	3,903,183	374,809	4,277,992
Interdepartmental Rents	-	-	-
Other Electric Revenue	11,675,920	-	11,675,920
Other Gas Revenue	-	630	630
Total Operating Revenues	1,139,116,720	288,728,401	1,427,845,121
OPERATING EXPENSES			
Operation Expense	552,634,079	158,089,981	710,724,060
Maintenance Expense	84,348,864	16,902,140	101,251,004
Depreciation Expense	127,470,277	30,911,261	158,381,538
Amort. & Depl. of Utility Plant	7,975,011	3,417,903	11,392,914
Amort. of Property Losses, Unrecovered Plant and Regulatory Study Costs	-	-	-
Regulatory Debits	95,997	-	95,997
Regulatory Credits	-	-	-
Taxes Other Than Income Taxes	29,938,281	9,949,447	39,887,728
Income Taxes - Federal	(24,086,034)	3,750,721	(20,335,313)
- State	397,403	830,842	1,228,245
Provision for Deferred Income Taxes	387,091,691	64,739,076	451,830,767
(Less) Provision for Deferred Income Taxes - Credit	(259,540,491)	(47,089,537)	(306,630,028)
Investment Tax Credit Adj. - Net	1,774,110	(60,420)	1,713,690
Loss (Gain) from Disposition of Allowances	(72)	-	(72)
Accretion Expense	-	-	-
Total Utility Operating Expenses	908,099,116	241,441,414	1,149,540,530
Net Utility Operating Income	231,017,604	47,286,987	278,304,591
Total Other Income			1,576,594
Total Other Income Deductions			7,671,246
Total Taxes on Other Income and Deductions			(2,259,214)
Net Other Income and Deductions			(3,835,438)
INTEREST			
Interest on Long-Term Debt			64,844,691
Amort. of Debt Discount and Expenses			2,053,683
Amortization of Loss on Reacquired Debt			2,414,011
Other Interest Charges			1,928,187
Total Interest Charges	59,149,028	12,091,544	71,240,572
Net Income Before Extraordinary Items			203,228,581
Extraordinary Items			-

KENTUCKY UTILITIES COMPANY
Balance Sheet on a Total Company and Jurisdictional Basis
At December 31, 2016

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	\$ 9,085,754,806	\$ 8,066,579,723	\$ 1,019,175,083
Plus: Construction Work in Progress	107	<u>180,793,120</u>	<u>160,492,555</u>	<u>20,300,565</u>
Total Utility Plant		\$ 9,266,547,926	\$ 8,227,072,278	\$ 1,039,475,648
Less: Accumulated Provision for Depreciation	108,111	<u>3,051,197,812</u>	<u>2,695,220,824</u>	<u>355,976,988</u>
Net Utility Plant		<u>\$ 6,215,350,114</u>	<u>\$ 5,531,851,454</u>	<u>\$ 683,498,660</u>
Other Property and Investments				
Nonutility Property-Less reserve	121-122	\$ 971,313	\$ -	\$ 971,313
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>\$ 1,221,313</u>	<u>\$ -</u>	<u>\$ 1,221,313</u>
Current and Accrued Assets				
Cash	131	\$ 7,282,580	\$ 6,494,357	\$ 788,223
Special Deposits	132-134	-	-	-
Working Funds	135	61,030	54,424	6,606
Temporary Cash Investments	136	142,502	127,079	15,423
Customer Accounts Receivable	142	127,242,471	110,274,077	16,968,394
Other Accounts Receivable	143	4,619,468	4,119,484	499,984
Less: Accum Prov for Uncollectable Accts-Credit	144	1,768,558	1,577,140	191,418
Notes Receivable from Associated Companies	145	-	-	-
Accounts Receivable from Associated Companies	146	(38,001)	(34,311)	(3,690)
Fuel	151	98,479,707	86,574,538	11,905,169
Plant Materials and Operating Supplies	154	44,941,734	39,765,334	5,176,400
Allowances	158.1	135,180	118,541	16,639
Less: Non-Current Portion of Allowances	158.1	-	-	-
Stores Expense Undistributed	163	10,876,430	9,623,681	1,252,749
Prepayments	165	16,185,363	15,193,141	992,222
Interest, Dividends, and Rents Receivable	171-172	641,876	572,404	69,472
Accrued Utility Revenues	173	94,937,816	80,234,000	14,703,816
Miscellaneous Current Assets	174-176	-	-	-
Total Current and Accrued Assets		<u>\$ 403,739,600</u>	<u>\$ 351,539,609</u>	<u>\$ 52,199,991</u>
Deferred Debits				
Unamortized Debt Expense	181	\$ 19,221,807	\$ 17,141,354	\$ 2,080,453
Deferred Regulatory Assets	182	443,231,695	389,005,128	54,226,566
Preliminary Survey and Inventory	183	6,153,879	5,487,820	666,059
Clearing Accounts	184	-	-	-
Miscellaneous Deferred Debits	186-188	47,661,866	41,830,326	5,831,540
Unamortized Loss on Bonds	189	9,436,063	8,414,760	1,021,303
Accumulated Deferred Income Taxes	190	<u>319,366,234</u>	<u>284,501,438</u>	<u>34,864,796</u>
Total Deferred Debits		<u>\$ 845,071,543</u>	<u>\$ 746,380,826</u>	<u>\$ 98,690,717</u>
Total Assets		<u>\$ 7,465,382,570</u>	<u>\$ 6,629,771,889</u>	<u>\$ 835,610,681</u>

KENTUCKY UTILITIES COMPANY
Balance Sheet on a Total Company and Jurisdictional Basis
At December 31, 2016

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	\$ 274,788,758	\$ 33,351,220
Preferred Stock Issued	204	-	-	-
Premium on Capital Stock	207	-	-	-
Paid in Capital	208-211	583,858,083	520,664,792	63,193,291
Other Comprehensive Income	219	(1,813,204)	(1,616,953)	(196,251)
(Less) Common Stock Expense	214	321,289	286,514	34,775
Retained Earnings	215-216	1,826,711,397	1,628,999,132	197,712,265
Unappropriated Undistributed Subsidiary Earnings	216.1	-	-	-
Total Proprietary Capital		\$ 2,716,574,965	\$ 2,422,549,215	\$ 294,025,750
Long-Term Debt				
Bonds	221-222	\$ 2,350,779,405	\$ 2,096,345,168	\$ 254,434,237
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	(9,105,388)	(8,119,875)	(985,513)
Total Long-Term		\$ 2,341,674,017	\$ 2,088,225,293	\$ 253,448,724
Other Non-Current Liabilities				
Accumulated Provision for Property Insurance	228.1	\$ -	\$ -	\$ -
Accumulated Provision for Injuries and Damages	228.2	1,989,404	1,796,217	193,187
Accumulated Provision for Pensions and Benefits	228.3	107,519,754	97,078,722	10,441,032
Accumulated Miscellaneous Operating Provision	228.4	-	-	-
Total Other Non-Current Liabilities		\$ 109,509,159	\$ 98,874,939	\$ 10,634,220
Current and Accrued Liabilities				
Notes Payable	231	\$ 15,999,230	\$ 14,267,569	\$ 1,731,661
Accounts Payable	232	90,647,550	81,844,944	8,802,606
Notes Payable to Associated Companies	233	-	-	-
Accounts Payable to Associated Companies	234	56,193,623	-	56,193,623
Customer Deposits	235	28,877,638	27,033,357	1,844,281
Taxes Accrued	236	45,124,110	40,240,147	4,883,963
Interest Accrued	237	16,021,675	14,287,586	1,734,089
Dividends Declared	238	-	-	-
Matured Long-Term Bonds	239	-	-	-
Tax Collections Payable	241	4,427,194	3,834,288	592,906
Miscellaneous Current and Accrued Liabilities	242-245	18,017,570	16,819,826	1,197,743
Total Current and Accrued Liabilities		\$ 275,308,589	\$ 198,327,717	\$ 76,980,872
Deferred Credits				
Customer Advances for Construction	252	\$ 1,521,114	\$ 1,495,930	\$ 25,185
Accumulated Deferred Investment Tax Credits	255	95,774,040	83,354,364	12,419,676
Other Deferred Credits	253	1,542,817	1,355,895	186,922
Regulatory Liabilities	254	145,201,851	129,406,362	15,795,489
Asset Retirement Obligation	230	288,674,252	253,142,033	35,532,219
Miscellaneous Long-Term Liabilities	244	-	-	-
Accumulated Deferred Income Taxes	281-283	1,489,601,767	1,326,983,882	162,617,885
Total Deferred Credits		\$ 2,022,315,840	\$ 1,795,738,466	\$ 226,577,375
Total Liabilities and Stockholders Equity		\$ 7,465,382,570	\$ 6,603,715,630	\$ 861,666,940
Adjustment to Balance		-	\$ (26,056,259)	\$ 26,056,259

KENTUCKY UTILITIES COMPANY
Income Statement on a Total Company and Jurisdictional Basis
Twelve Months Ended December 31, 2016

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	\$ 633,811,482	\$ 596,749,897	\$ 37,061,585
Commercial and Industrial Sales:	442			
Small (or Comm) - Rural Comm & Comm L&P		391,730,927	373,689,159	18,041,768
Large (or Ind) - Industrial & Mine Power		415,695,729	406,473,382	9,222,347
Public Street and Highway Lighting	444	12,980,249	12,576,099	404,151
Other Sales to Public Authorities	445	131,374,630	124,634,708	6,739,922
Total Sales to Ultimate Consumers		<u>\$ 1,585,593,019</u>	<u>\$ 1,514,123,245</u>	<u>\$ 71,469,773</u>
Sales for Resale	447	134,026,711	16,083,836	117,942,875
Total Sales of Electricity		<u>\$ 1,719,619,729</u>	<u>\$ 1,530,207,081</u>	<u>\$ 189,412,648</u>
Less: Provision for Refund	449.1	-	-	-
Total Revenues Net of Provision for Refund		<u>\$ 1,719,619,729</u>	<u>\$ 1,530,207,081</u>	<u>\$ 189,412,648</u>
Other Operating Revenues:				
Late Payment Charges	450	3,920,889	3,776,086	144,803
Miscellaneous Service Revenues	451	2,162,363	2,046,299	116,064
Rent from Electric Property	454	3,275,385	2,964,722	310,664
Other Electric Revenues	456	20,357,732	19,311,522	1,046,209
Total Other Operating Revenues		<u>\$ 29,716,370</u>	<u>\$ 28,098,630</u>	<u>\$ 1,617,740</u>
Total Operating Revenue		<u>\$ 1,749,336,099</u>	<u>\$ 1,558,305,711</u>	<u>\$ 191,030,388</u>
Operating Expenses:				
Operation Expenses	401	\$ 823,387,655	\$ 732,254,641	\$ 91,133,014
Maintenance Expenses	402	124,991,908	111,523,323	13,468,585
Depreciation Expense	403	222,140,274	197,344,877	24,795,397
Amortization of Limited-Term Electric Plant	404	11,964,819	10,623,862	1,340,957
Regulatory Debits	407	151,221	151,221	-
Taxes Other than Income Taxes	408.1	39,970,768	36,054,574	3,916,194
Income Taxes - Federal	409.1	32,872,921	Total Income Taxes	
Income Taxes - State	409.1	5,845,668		
Deferred Federal Income Taxes - Net	410-1.1	105,006,723		
Deferred State Income Taxes - Net	410-1.1	18,554,860		
Accretion Expense	411.1	-	-	-
Investment Tax Credit Adjustment - Net	411.4	4,601,305	4,099,248	502,057
Losses/(Gains) from Disposition of Allowances	411.8	(92)	(81)	(11)
Total Utility Operating Expenses		<u>\$ 1,389,488,029</u>	<u>\$ 1,236,625,132</u>	<u>\$ 152,862,899</u>
Net Utility Operating Income		<u>\$ 359,848,070</u>	<u>\$ 321,680,579</u>	<u>\$ 38,167,489</u>

KENTUCKY UTILITIES COMPANY
Income Statement on a Total Company and Jurisdictional Basis
Twelve Months Ended December 31, 2016

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.				
<u>Other Income and Deductions</u>				
Total Other Income		\$ 1,278,634		
Total Other Income Deductions		3,634,256		
Total Taxes on Other income and Deductions		(3,591,165)		
Net Other Income and Deductions		\$ 1,235,543		
<u>Interest Charges</u>				
Interest on Long Term Debt	427	\$ 90,014,554		
Amortization of Debt Discount and Expense	428	2,551,475		
Amortization of Loss on Re-Acquired Debt	428.1	659,866		
Amortization of Premium on Debt - Credit	429	-		
Amortization of Gain on Re-Acquired Debt - Credit	429.1	-		
Interest on Debt to Associated Companies	430	2,024		
Other Interest Expense	431	2,595,049		
Allowance for Borrowed Funds Used During Construction	432	(147,565)		
Net Interest Charges		\$ 95,675,403	\$ 84,999,970	\$ 10,675,433
Cumulative Effect of Accounting Change, Net of Tax		\$ -		
Net Income		\$ 265,408,210		

LG&E and KU Share of Selected LG&E and KU Energy LLC Financial & Operating Numbers
Income Statement Numbers are TME December 31, 2016
Employee Number is as of December 31, 2016

	LG&E	KU
Total Operating Revenues	44.8%	55.2%
Total Operating and Maintenance Expenses	44.7%	52.4%
Number of Employees	28.8%	26.0%

LG&E and KU Energy LLC and Subsidiaries
Employees by Payroll Assignment
As of December 31, 2016

LG&E and KU Services Company	1,631
Kentucky Utilities Company	937
Louisville Gas and Electric Company	1,038
Total LG&E and KU Energy LLC and Subsidiaries	3,606