

PPL companies

Dr. Talina R. Mathews Executive Director Kentucky Public Service Commission 211 Sower Boulevard P.O. Box 615 Frankfort, Kentucky 40602-0615

May 15, 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 March 31, 2017

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*

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PUBLIC SERVICE COMMISSION

LG&E and KU Energy LLC State Regulation and Rates 220 West Main Street PO Box 32010 Louisville, Kentucky 40232 www.lge-ku.com

Rick E. Lovekamp Manager – Regulatory Affairs/Tariffs T 502-627-3780 F 502-627-3213 rick.lovekamp@lge-ku.com Dr. Talina Mathews, Executive Director May 15, 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 May 15, 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

Lowland

Mr. Jeff Cline, Annual Report Branch Manager

Attachment 1 Page 1 of 3

Louisville Gas and Electric Company Balance Sheet on a Total Company and Jurisdictional Basis March 31, 2017

	Electric	Gas	Total
UTILITY PLANT			
Utility Plant	\$ 5,458,697,522	\$ 1,209,345,207	\$ 6,668,042,729
Construction Work in Progress	140,110,422	16,225,090	156,335,512
TOTAL UTILITY PLANT	5,598,807,944	1,225,570,297	6,824,378,241
Less: Accum. Prov. for Depr. Amort. Depl.	1,731,955,170	352,200,691	2,084,155,861
Net Utility Plant	3,866,852,774	. 873,369,606	4,740,222,380
Gas Stored Underground - Noncurrent	-	2,139,990	2,139,990
OTHER PROPERTY AND INVESTMENTS			
Nonutility Property-Less Reserve	392,328	175,208	567,536
Special Funds	2,016,582	439,370	2,455,952
Ohio Valley Electric Corporation	594,286		594,286
TOTAL Other Property and Investments	3,003,196	614,578	3,617,774
CURRENT AND ACCRUED ASSETS			
Cash	3,348,511	268,780	3,617,291
Special Deposits	-	-	-
Working Fund	-	-	-
Temporary Cash Investments	399,360	87,012	. 486,372
Customer Accounts Receivable	65,297,738	32,157,249	97,454,987
Other Accounts Receivable	10,376,064	160,025	10,536,089
Less: Accum. Prov. for Uncollectible AcctCr	1,051,244	475,363	1,526,607
Notes Receivable from Assoc. Companies		-	-
Accounts Receivable from Assoc. Companies	26,802,388	22,947	26,825,335
Fuel Stock	53,985,301	-	53,985,301
Plant Materials and Operating Supplies	34,642,995	10,258	34,653,253
Stores Expense Undistributed	6,414,237	394,402	6,808,639
Gas Stored Underground - Current	10.042.162	14,329,894	14,329,894
Prepayments Misc. Current & Accrued Assets	12,843,163	2,674,803	15,517,966
Interest and Dividends Receivable	218	-	218
Rents Receivable	2,101	458	2,559
Accrued Utility Revenues	508,906 49,763,951	- 16,094,770	508,906
Accrued Wholesale Revenues	49,763,931	10,094,770	65,858,721
TOTAL Current and Accrued Assets	263,741,357	65,725,235	<u>407,668</u> 329,466,592
DEFERRED DEBITS			
Unamortized Debt Expenses	11,871,326	2,605,901	14,477,227
Other Regulatory Assets	388,397,816	68,965,734	457,363,550
Miscellaneous Deferred Debits	8,905,533	2,075,951	10,981,484
Unamortized Loss on Reacquired Debt	12,600,230	2,745,319	15,345,549
Accumulated Deferred Income Taxes	214,696,819	32,777,378	247,474,197
TOTAL Deferred Debits	636,471,724	109,170,283	745,642,007
TOTAL Assets and Other Debits	4,770,069,051	1,051,019,692	5,821,088,743
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	81.94%	18.06%	

Louisville Gas and Electric Company Balance Sheet on a Total Company and Jurisdictional Basis March 31, 2017

	 Electric	Gas	Total
PROPRIETARY CAPITAL			
Common Stock Issued	\$ 349,107,435	\$ 76,062,989	\$ 425,170,424
Preferred Stock Issued	-	-	-
Other Paid - In Capital	400,763,719	87,317,780	488,081,499
Other Comprehensive Income	-	-	-
(Less) Capital Stock Expense	686,348	149,541	835,889
Retained Earnings Total	 925,144,273	 215,585,141	 1,140,729,414
TOTAL Proprietary Capital	1,674,329,079	378,816,369	2,053,145,448
LONG-TERM DEBT			
Long-Term Notes Payable to Associated Companies	-	-	-
Bonds	 1,336,565,676	 293,392,465	 1,629,958,141
TOTAL Long - Term Debt	1,336,565,676	293,392,465	1,629,958,141
OTHER NONCURRENT LIABILITIES			
Long Term Obligations Under Capital Leases	-	-	-
Accumulated Provision for Postretirement Benefits	 104,595,917	 22,845,711	127,441,628
TOTAL OTHER Noncurrent Liabilities	104,595,917	22,845,711	127,441,628
CURRENT AND ACCRUED LIABILITIES			
Notes Payable	169,703,817	37,252,057	206,955,874
Notes Payable to Associated Companies	-	-	-
Accounts Payable	90,437,284	24,071,153	114,508,437
Accounts Payable to Associated Companies	18,787,864	3,732,125	22,519,989
Customer Deposits	18,734,865	8,248,382	26,983,247
Taxes Accrued	9,534,848	2,490,233	12,025,081
Interest Accrued	19,599,631	4,270,334	23,869,965
Dividends Declared	-	-	-
Tax Collections Payable	-	-	-
Short Term Obligations Under Capital Leases	-	-	-
Miscellaneous Current and Accrued Liabilities	 37,154,494	 16,551,594	 53,706,088
TOTAL Current and Accrued Liabilities	363,952,803	96,615,878	460,568,681
DEFERRED CREDITS AND OTHER			
Customer Advances for Construction	1,468,615	4,722,788	6,191,403
Asset Retirement Obligations	149,633,633	19,711,064	169,344,697
Accumulated Deferred Investment Tax Credits	36,010,124	70,275	36,080,399
Other Deferred Credits	1,984,905	305,114	2,290,019
Other Regulatory Liabilities	69,896,567	9,844,396	79,740,963
Miscellaneous Long-term Liabilities	2,489,280	542,361	3,031,641
Accumulated Deferred Income Taxes	 1,015,922,336	 237,373,387	 1,253,295,723
TOTAL Deferred Credits	1,277,405,460	272,569,385	1,549,974,845
Electric/Gas adjustment to balance	13,220,116	(13,220,116)	
TOTAL Liabilities and Other Credits	\$ 4,770,069,051	\$ 1,051,019,692	\$ 5,821,088,743
	81.94%	18.06%	

Louisville Gas and Electric Company Income Statement on a Total Company and Jurisdictional Basis Twelve Months Ending March 31, 2017

	Electric	Gas	Total
OPERATING REVENUES			
Residential Sales	433,685,190	191,026,722	624,711,912
Commercial Sales	372,392,081	71,630,602	444,022,683
Industrial Sales	175,143,950	9,660,245	184,804,195
Public Street and Highway Lighting	3,251,206	-	3,251,206
Other Sales to Public Authorities	95,162,311	8,150,154	103,312,465
Rate Refunds	-	-	-
Total Sales to Ultimate Consumers	1,079,634,738	280,467,723	1,360,102,461
Sales for Resale	40,889,419	1,740,753	42,630,172
Interdepartmental Sales	-	3,727,242	3,727,242
Late Charge Payments	2,684,247	988,411	3,672,658
Transportation Revenue	-	8,560,980	8,560,980
Miscellaneous Service Revenues	1,147,697	75,818	1,223,515
Rent from Electric/Gas Property	3,920,384	396,148	4,316,532
Interdepartmental Rents	-	-	-
Other Electric Revenue	11,765,865	-	11,765,865
Other Gas Revenue	-	630	630
Total Operating Revenues	1,140,042,350	295,957,705	1,436,000,055
OPERATING EXPENSES			
Operation Expense	555,901,560	162,621,389	718,522,949
Maintenance Expense	84,428,497	17,093,311	101,521,808
Depreciation Expense	129,539,448	31,481,184	161,020,632
Amort. & Depl. of Utility Plant	8,032,892	3,485,994	11,518,886
Amor. of Property Losses, Unrecovered			
Plant and Regulatory Study Costs	-	-	-
Regulatory Debits	162,876	-	162,876
Regulatory Credits	-	-	-
Taxes Other Than Income Taxes	30,729,756	10,133,700	40,863,456
Income Taxes - Federal	(23,876,418)	7,940,627	(15,935,791)
- State	489,530	1,030,844	1,520,374
Provision for Deferred Income Taxes	385,147,342	61,175,889	446,323,231
(Less) Provision for Deferred Income Taxes - Credit	(259,696,333)	(47,288,142)	(306,984,475)
Investment Tax Credit Adj Net	1,801,182	(56,946)	1,744,236
Loss (Gain) from Disposition of Allowances	(68)	-	(68)
Accretion Expense	<u>.</u>	+	-
Total Utility Operating Expenses	912,660,264	247,617,850	1,160,278,114
Net Utility Operating Income	227,382,086	48,339,855	275,721,941
Total Other Income			1,611,795
Total Other Income Deductions			7,970,188
Total Taxes on Other Income and Deductions			(2,406,615)
Net Other Income and Deductions		_	(3,951,778)
INTEREST			
Interest on Long-Term Debt			64,416,053
Amort. of Debt Discount and Expenses			1,960,245
Amortization of Loss on Reacquired Debt			2,368,577
Other Interest Charges			1,973,574
Total Interest Charges	58,547,299	12,171,151	70,718,449
Net Income Before Extraordinary Items			201,051,714
Extraordinary Items		_	- .
Net Income		_	201,051,714

Balance Sheet on a Total Company and Jurisdictional Basis At March 31, 2017

			Total		KU Retail		Other
Title of Account	No.	Kentucky Utilities				Jurisdictional	
Column A	Col. B		Column C		Column D		Column E
Utility Plant							
Utility Plant	101-106	\$	9,106,161,130	\$	8,085,716,922	\$	1,020,444,208
Plus: Construction Work in Progress	107		218,709,694		196,646,894		22,062,800
Total Utility Plant		\$	9,324,870,824	\$	8,282,363,816	\$	1,042,507,008
Less: Accumulated Provision for Depreciation	108,111		3,095,513,188		2,734,874,061		360,639,127
Net Utility Plant		\$	6,229,357,636	\$	5,547,489,755	\$	681,867,881
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	,25 ,25	\$	1,221,313	\$	-	\$	1,221,313
Current and Accrued Assets							
Cash	131	\$	5,591,966	\$	4,989,789	\$	602,177
Special Deposits	132-134	•		•	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	•	-
Working Funds	135		61.030		54,458		6,572
Temporary Cash Investments	136		922,310		822,990		99,320
Customer Accounts Receivable	142		119,409,552		102,594,643		16,814,909
	143		12,014,245		10,720,479		1,293,766
Other Accounts Receivable Less: Accum Prov for Uncollectable Accts-Credit	144		1,447,928		1,292,006		155,922
Notes Receivable from Associated Companies	145		1,447,820		1,292,000		150,822
•	146		162.464		146.702		15.762
Accounts Receivable from Associated Companies	151		88,696,199		78,050,542		10,645,657
Fuel	154		46,101,186		40,819,720		5,281,466
Plant Materials and Operating Supplies	158.1		134,197		117,710		16,487
Allowances	158.1		134, 191		117,710		10,407
Less: Non-Current Portion of Allowances	163		44 004 574		0 000 000		1.270.678
Stores Expense Undistributed			11,091,574		9,820,896		
Prepayments	165		16,907,739		15,866,068		1,041,671
Interest, Dividends, and Rents Receivable	171-172		748,836		668,197		80,639
Accrued Utility Revenues	173		81,787,090		68,771,000		13,016,090
Miscellaneous Current Assets	174-176		86		77	_	9
Total Current and Accrued Assets		_\$	382,180,546	_\$_	332,151,265	_\$_	50,029,281
Deferred Debits							
Unamortized Debt Expense	181	\$	19,087,567	\$	17,032,103	\$	2,055,464
Deferred Regulatory Assets	182		449,411,195		394,261,644		55,149,551
Preliminary Survey and Inventory	183		6,797,020		6,065,076		731,944
Clearing Accounts	184		1,059,983		957,142		102,841
Miscellaneous Deferred Debits	186-188		49,293,063		43,279,201		6,013,863
Unamortized Loss on Bonds	189		9,279,003		8,279,785		999,218
Accumulated Deferred Income Taxes	190		304,098,696		270,922,239		33,176,457
Total Deferred Debits		\$	839,026,528	\$	740,797,190	\$	98,229,338
Total Assets		\$	7,451,786,023		6,620,438,210	\$	831,347,814

Balance Sheet on a Total Company and Jurisdictional Basis At March 31, 2017

Title of Account	No.	K	Total entucky Utilities		KU Retail Jurisdictional		Other Jurisdictional
Column A	Col. B		Column C		Column D		Column E
Proprietary Capital							
Common Stock Issued	201	\$	308,139,978	\$	274,957,620	\$	33,182,358
Preferred Stock Issued	204		-		-		=
Premium on Capital Stock	207		-		-		-
Paid in Capital	208-211		583,858,083		520,984,748		62,873,335
Other Comprehensive Income	219		-		000.004		-
(Less) Common Stock Expense	214		321,289		286,691		34,598
Retained Earnings	215-216		1,818,603,286		1,622,765,194		195,838,092
Unappropriated Undistributed Subsidiary Earnings	216.1	_	2740 200 050		2 440 400 074		
Total Proprietary Capital		\$	2,710,280,058	_\$_	2,418,420,871		291,859,187
Long-Term Debt							
Bonds	221-222	\$	2,350,779,405	\$	2,097,633,401	\$	253,146,004
Long-Term Debt Marked to Market	221.200		-		-		-
Long-Term Debt To Associated Companies	223		-		-		-
Other Long-Term Debt	224		-		-		<u>-</u>
Unamortized Discount on Long-Term Debt	226		(8,975,865)		(8,009,290)		(966,575)
Total Long-Term		\$	2,341,803,540	\$	2,089,624,111	_\$_	252,179,429
Other Non-Current Liabilities							
Accumulated Provision for Property Insurance		\$	-	\$	-	\$	-
Accumulated Provision for Injuries and Damages	228.2		2,606,971		2,354,041		252,930
Accumulated Provision for Pensions and Benefits	228.3		88,644,267		80,043,921		8,600,346
Accumulated Miscellaneous Operating Provision	228.4						
Total Other Non-Current Liabilities		\$	91,251,238	\$	82,397,962	\$	8,853,276
Current and Accrued Liabilities							
Notes Payable		\$	35,995,512	\$	32,119,299	\$	3,876,213
Accounts Payable	232	•	81,545,712	•	73,634,074	•	7,911,638
Notes Payable to Associated Companies	233		· · · -		· · · ·		-
Accounts Payable to Associated Companies	234		49,529,548		-		49,529,548
Customer Deposits	235		29,350,980		27,561,944		1,789,037
Taxes Accrued	236		11,315,418		10,096,906		1,218,512
Interest Accrued	237		37,590,217		33,542,277		4,047,940
Dividends Declared	238		· · ·		· · · · •		
Matured Long-Term Bonds	239		-		-		-
Tax Collections Payable	241		4,437,670		3,849,409		588,261
Miscellaneous Current and Accrued Liabilities	242-245		16,983,276		15,866,611		1,116,664
Total Current and Accrued Liabilities		\$	266,748,331	-\$	196,670,520	\$	70,077,812
Defended One the							
Deferred Credits Customer Advances for Construction	252	\$	1,431,187	\$	1.406.002	\$	25,185
Accumulated Deferred Investment Tax Credits	255	Ψ	95,312,490	•	82,974,041	•	12,338,449
Other Deferred Credits	253		1,381,763		1,212,876		168,887
Regulatory Liabilities	254		142,526,991		127,454,083		15,072,908
Asset Retirement Obligation	230		289,295,647		253,753,385		35,542,262
Miscellaneous Long-Term Liabilities	244				•		-
Accumulated Deferred Income Taxes	281-283		1,511,754,780		1,346,825,864		164,928,916
Total Deferred Credits		\$	2,041,702,857	\$	1,813,626,251	\$	228,076,606
Total Liabilities and Stockholders Equity		\$	7,451,786,023	<u>\$</u>	6,600,739,715	\$	851,046,308
Adjustment to Balance			-	\$	(19,698,495)	\$	19,698,495

Income Statement on a Total Company and Jurisdictional Basis
Twelve Months Ended March 31, 2017

Title of Account	No.		Total Kentucky Utilities	KU Retail s Jurisdictional		Other Jurisdictional	
Column A	Col. B		Column C		Column D		Column E
Utility Operating Income							
Operating Revenues:							
Residential Sales	440	\$	618,542,929	\$	582,580,601	\$	35,962,328
Commercial and Industrial Sales:	442	,	,,	•	1 - 1 - 2 1 1 2 2	•	00,000,000
Small (or Comm) - Rural Comm & Comm L&P			392,143,130		373,983,201		18,159,929
Large (or Ind) - Industrial & Mine Power			414,719,840		405,626,418		9,093,422
Public Street and Highway Lighting	444		12,687,424		12,270,642		416,782
Other Sales to Public Authorities	445		131,258,596		124,604,227		6,654,368
Total Sales to Ultimate Consumers	_	\$	1,569,351,918	\$	1,499,065,089	\$	70,286,829
Sales for Resale	447		134,946,535		16,436,799		118,509,736
Total Sales of Electricity		\$	1,704,298,453	\$	1,515,501,888	\$	188,796,565
Less: Provision for Refund	449.1		_		_		_
Total Revenues Net of Provision for Refund	440.1	-\$	1,704,298,453	\$	1,515,501,888	\$	188,796,565
Total Nevendes Net of Flovision for Netding			1,704,200,400	-	1,010,001,000		100,730,000
Other Operating Revenues:							
Late Payment Charges	450		3,806,387		3,666,813		139,575
Miscellaneous Service Revenues	451		2,184,530		2,061,560		122,970
Rent from Electric Property	454		3,418,698		3,051,713		366,984
Other Electric Revenues	456		20,397,919		19,417,020		980.899
Total Other Operating Revenues		\$	29,807,534	\$	28,197,106	\$	1,610,428
Total Operating Revenue		_\$	1,734,105,987	\$	1,543,698,994	_\$_	190,406,993
Operating Expenses:							
Operation Expenses	401	\$	821,385,371	\$	730,473,971	\$	90,911,400
Maintenance Expenses	402		126,695,939		113,082,467		13,613,472
Depreciation Expense	403		224,136,026		199,193,774		24,942,252
Amortization of Limited-Term Electric Plant	404		12,180,648		10,816,850		1,363,798
Regulatory Debits	407		286,309		275,435		10,874
Taxes Other than Income Taxes	408.1		40,278,310 _	-	36,336,109		3,942,201
Income Taxes - Federal	409.1		32,826,183	Tota	I Income Taxes		
Income Taxes - State	409.1		5,981,385		138,087,477		17,256,238
Deferred Federal Income Taxes - Net	410-1.1		99,223,850	1			
Deferred State Income Taxes - Net	410-1.1		17,312,296 _				
Accretion Expense	411.1		-		-		-
Investment Tax Credit Adjustment - Net	411.4		4,601,305		4,090,173		511,132
Losses/(Gains) from Disposition of Allowances	411.8		(86)	<u> </u>	(76)	_	(11)
Total Utilitiy Operating Expenses		\$	1,384,907,537	\$	1,232,356,180	\$	152,551,356
Net Utility Operating Income		\$	349,198,450	\$	311,342,814	\$	37,855,637

Income Statement on a Total Company and Jurisdictional Basis
Twelve Months Ended March 31, 2017

Title of Account	No.	Total Kentucky Utilities			KU Retail urisdictional	Other Jurisdictional		
Column A	Col. B	•	Column C		Column D	Column E		
Other Income and De	eductions are not	separate	ed on a jurisdictiona	l basis.				
Other Income and Deductions								
Total Other Income		\$	(1,982,761)					
Total Other Income Deductions			3,459,791					
Total Taxes on Other income and Deductions			(4,781,692)					
Net Other Income and Deductions		\$	(660,860)					
Interest Charges								
Interest on Long Term Debt	427	\$	90,431,470					
Amortization of Debt Discount and Expense	428		2,562,050					
Amortization of Loss on Re-Acquired Debt	428.1		649,193					
Amortization of Premium on Debt - Credit	429		-					
Amortization of Gain on Re-Acquired Debt - Credit	429.1		=					
Interest on Debt to Associated Companies	430		2,145					
Other Interest Expense	431		2,658,615					
Allowance for Borrowed Funds Used During								
Contruction	432		(120,542)					
Net Interest Charges			96,182,931		85,476,442	\$ 10,706,489		
Cumulative Effect of Accounting Change, Net of Tax		\$	·					
Net Income		\$	252,354,659					

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 March 31, 2017

	LG&E	KU
Total Operating Revenues	45.0%	55.0%
Total Operating and Maintenance Expenses	44.5%	52.3%
Number of Employees	28.4%	25.8%

LG&E and KU Energy LLC and Subsidiaries Employees by Payroll Assignment As of March 31, 2017

LG&E and KU Services Company	1,637
Kentucky Utilities Company	922
Louisville Gas and Electric Company	1,013
Total LG&E and KU Energy LLC and Subsidiaries	3,572