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Ms. Stephanie L. Stumbo  
Executive Director  
Kentucky Public Service Commission  
211 Sower Boulevard  
Frankfort, Kentucky 40601

**Louisville Gas and Electric  
Company**  
State Regulation and Rates  
220 West Main Street  
PO Box 32010  
Louisville, Kentucky 40232  
[www.eon-us.com](http://www.eon-us.com)

August 7, 2008

Re: ***Louisville Gas and Electric Company – Report of Certain Material  
Changes – Case No. 2006-00445***

Lonnie E. Bellar  
Vice President  
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Dear Ms. Stumbo:

Pursuant to the Commission's Order, dated January 31, 2007, in the aforementioned case, Louisville Gas and Electric Company ("LG&E") hereby files a report of material changes that LG&E would have had to disclose to the Securities and Exchange Commission ("SEC") on a Form 8-K if the company had continued to have publicly held secured debt.

In compliance with this Commission order, LG&E is submitting this letter as its report. With respect to July 2008, LG&E believes it would have filed a Form 8-K for the following events:

- LG&E's entering into a new loan with Fidelia Corporation, an affiliated company. The new loan, in the amount of \$25 million, matures in July 2018 and carries an interest rate of 6.21%.
- LG&E's announcement of its intention to file an application for increase in base electric and gas rates and the subsequent submission of such application.

Should you have any questions in this regard, please do not hesitate to contact me.

Sincerely,

Lonnie E. Bellar