

BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2009-00040  
May 4, 2009

- 1 **Item 1)** Refer to the Company's response to KIUC 1-2.  
2 a. Please provide the source of the DSC and TIER definitions  
3 described in the response.  
4 b. Provide a copy of all source documents relied on for this response.  
5 c. Please identify all mortgage and/or other loan documents and  
6 agreements that established DSC and/or TIER requirements that rely on these definitions  
7 of DSC and TIER.  
8  
9 **Response)** a See attached for the source of the DSC and TIER definitions.  
10 b. See attached for all source documents.  
11 c. See attached for all loan documents and agreements.

12  
13 **Witness)** C. William Blackburn  
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**RECEIVED**  
MAY 04 2009  
PUBLIC SERVICE  
COMMISSION

**Mark Hite**

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**From:** Nazir Rostom [Nazir.Rostom@nrucfc.coop]  
**Sent:** Thursday, December 11, 2008 2:00 PM  
**To:** James Jablonski  
**Cc:** Mark Hite; Michael Duganich  
**Subject:** Fw: DSC and TIER calculation

James,

Please see the calculation definition of DSC and TIER. As we discussed, the borrower shall maintain a minimum DSC of 1.0 and TIER of 1.05 during and in each calendar year, calculated using two best out of the three calendar years then most recently ended.

Thanks,

Nazir

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Nazir Rostom  
AVP, Structured Finance  
NRUCFC  
2201 Cooperative Way  
Herndon, VA 20171  
(ph) 703.709.2054  
(fax) 703.707.5088  
nazir.rostom@nrucfc.coop

----- Forwarded by Nazir Rostom/CFC on 12/11/2008 02:54 PM -----

Michael  
Duganich/CFC

12/11/2008 02:52  
PM

Nazir Rostom/CFC@CFC

To

cc

Subject  
DSC and TIER calculation(Document  
link: Nazir Rostom)

DSC:

shall mean the ratio of (1) net income (after taxes and after eliminating any gain or loss on sale of assets or other extraordinary gain or loss), plus depreciation expense, amortization expense, and interest expense, minus capitalized interest not paid from operating cash flow, non-cash patronage and non-cash income from subsidiaries and/or joint ventures; to (2) all principal payments due within the period on all Long Term Debt plus interest expense (all as calculated on a consolidated basis for the applicable period in accordance with GAAP consistently applied or the appropriate standards of the regulatory agency having jurisdiction over the company) minus capitalized interest not paid from operating cash flow.

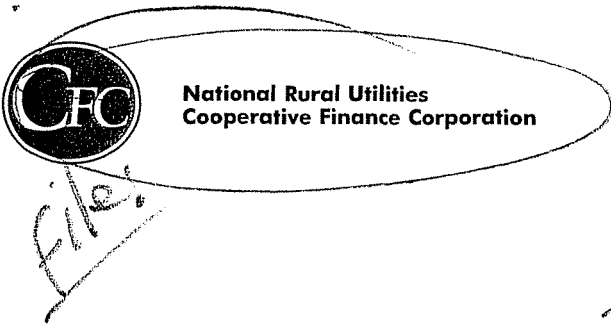
TIER:

Item 1a and b  
Page 1 of 2

shall mean the ratio of (1) net income (after taxes and after eliminating any gain or loss on sale of assets or other extraordinary gain or loss), plus interest expense; to (2) interest expenses (all as calculated on a consolidated basis for the applicable period in accordance with GAAP consistently applied or the appropriate standards of the regulatory agency having jurisdiction over the company) minus capitalized interest not paid from operating cash flow.

Mike Duganich  
Credit Analyst  
p: (703) 709-6804  
f: (703) 709-6811  
[www.nrucfc.coop](http://www.nrucfc.coop)

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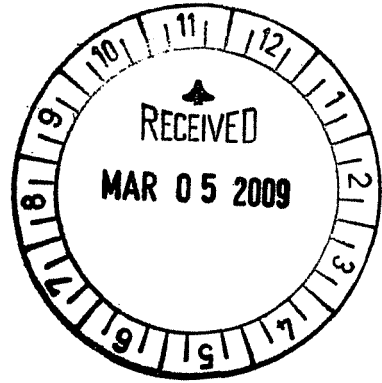


*Copy: Ralph Ashworth  
Travis Stewart*

2201 Cooperative Way  
Herndon, Virginia 20171-3025  
703-709-6700 | www.nrucfc.coop

A Touchstone Energy® Cooperative

March 3, 2009



Mr. Mark A. Bailey  
President/CEO  
Big Rivers Electric Corporation  
P. O. Box 24  
Henderson, KY 42419-0024

RE: LETTER OF CREDIT DESIGNATION: KY062-L-9002

Dear Mr. Bailey: <sup>not</sup>

Your cooperative has executed and returned all required CFC documents and supporting papers in connection with the letter of credit designated above. These documents have been reviewed and found legally acceptable and satisfactory to CFC and thus constitute a binding agreement between CFC and your system.

The letter of credit may now be issued in accordance with the terms of the Letter of Credit Application and Agreement.

We at CFC appreciate the opportunity to serve your system and look forward to our continued business relationship.

Sincerely,

Nazir Rostom  
Associate Vice President

**LETTER OF CREDIT APPLICATION AND AGREEMENT  
(Master Facility)**

**Name and Address of Applicant:**

BIG RIVERS ELECTRIC CORPORATION  
201 Third Street  
Henderson, Kentucky 42420  
Attn: President and Chief Executive Officer

Fax Number: 270-827-2558

**Name and Address of Beneficiary:**

To be determined as requested by Applicant from time to time as provided hereunder.

**Date of this Application and Agreement:** January 30, 2009

A. Applicant hereby requests National Rural Utilities Cooperative Finance Corporation ("CFC") to issue one or more irrevocable letters of credit for its own account in favor of the beneficiary or beneficiaries requested by Applicant from time to time as provided hereunder under the terms and conditions stated herein.

B. In consideration of the issuance by CFC of a Letter of Credit (as hereinafter defined), Applicant hereby agrees with CFC to the following terms and conditions which constitute a valid and binding agreement between Applicant and CFC.

**Definitions:** For purposes of this Agreement, the following capitalized terms shall have the following meanings (such definitions to be equally applicable to the singular and the plural form thereof). All terms not otherwise defined herein shall have the meaning ascribed to them in the First Amended and Restated Revolving Credit Agreement, dated July 14, 2003, by and between Applicant and CFC bearing CFC loan designation KY062-R-5101 (as amended, the "Line of Credit Agreement").

**"DSC Ratio"** shall mean the ratio determined as follows: for any calendar year add: (1) net income (after taxes and after eliminating any gain or loss on sale of assets or other extraordinary gain or loss), plus depreciation expense, amortization expense, and interest expense, minus capitalized interest not paid from operating cash flow, non-cash patronage and non-cash income from subsidiaries and/or joint ventures; and divide the sum so obtained by the sum of (2) all principal payments due within the period on all Long Term Debt plus interest expense (all as calculated on a consolidated basis for the applicable period in accordance with GAAP consistently applied or the appropriate standards of the regulatory agency having jurisdiction over the company) minus capitalized interest not paid from operating cash flow.

**"TIER"** shall mean the ratio determined as follows: for any calendar year add: (1) net income (after taxes and after eliminating any gain or loss on sale of assets or other extraordinary gain or loss), plus interest expense; and divide the sum so obtained by the sum of (2) interest expenses (all as calculated on a consolidated basis for the applicable period in accordance with GAAP

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consistently applied or the appropriate standards of the regulatory agency having jurisdiction over the company) minus capitalized interest not paid from operating cash flow.

**1. Letter of Credit Facility:** The maximum aggregate amount of letters of credit which may be issued hereunder is Fifteen Million Dollars (\$15,000,000.00) ("Letter of Credit Facility"). Within this amount and subject to the limitation set forth in Section 3, Applicant may request, and National Rural Utilities Cooperative Finance Corporation ("CFC") shall issue, letters of credit to such beneficiary or beneficiaries as may be requested by Applicant from time to time under the terms and conditions of this Letter of Credit Application and Agreement (the "Agreement").

Each such request shall be in writing and substantially in the form of Exhibit A hereto. Each such letter is referred to herein as a "Letter of Credit". Each Letter of Credit shall be substantially in the form of Exhibit B hereto and shall reflect the amount available for draw thereunder (the "Letter of Credit Amount").

The Letter of Credit Amount reflected on any expired Letter of Credit shall be added back into the Letter of Credit Facility and be available for issuance of additional Letters of Credit during the term of this Agreement. The amount of any Draw that has been repaid shall also be added back into the Letter of Credit Facility and be available for issuance of additional Letters of Credit during the term of this Agreement.

**2. Amendment to Existing Letter of Credit Facility.** On and after the Effective Date no additional letters of credit shall be issued under the terms of that certain First Amended and Restated Letter of Credit Application and Agreement (Master Facility) bearing CFC loan designation, KY062-L-9001, dated July 14, 2003 with an effective date of July 15, 2003, as amended (the "Prior Facility"). Letters of credit issued under the Prior Facility shall remain outstanding and subject to the terms, conditions and provisions of the Prior Facility until their expiration or until they are otherwise terminated, at which time the Prior Facility shall be deemed canceled, with no further action required of either CFC or Borrower to effect such termination.

For purposes of the Prior Facility, the execution of this Agreement shall be deemed a writing executed by the parties hereto that is required to amend the Prior Facility.

### **3. Limitation on Letter of Credit Issuances.**

The amount at any time available for Borrower to Advance under the Line of Credit Agreement or the line of credit agreement which is to replace the Line of Credit Agreement upon the termination of Borrower's lease, power purchase agreement and other arrangements with subsidiaries of E.ON U.S. LLC (formerly LG&E Energy LLC) (such replacement agreement, is referred to herein as the "Replacement Credit Agreement), shall be referred to herein as the "Available Amount".

Applicant agrees that it shall not request the issuance of, nor shall CFC be obligated to issue, a Letter of Credit hereunder unless the Available Amount is equal to or greater than the sum of (i) the total Letter of Credit Amounts of all issued and outstanding Letters of Credit, plus (ii) the Letter of Credit Amount requested, *provided, however*, that so long the Prior Facility has not been cancelled pursuant to Section 2 hereof, Applicant agrees that it shall not request the issuance of, nor shall CFC be obligated to issue, a Letter of Credit hereunder unless the Available Amount is equal to or greater than the sum of (i) the total Letter of Credit Amounts of all issued and outstanding Letters of Credit, plus (ii) the aggregate amount of letters of credit issued and then

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outstanding under the Prior Facility, plus (iii) the aggregate amount of unpaid Draws (as defined in the Prior Facility) under any letter of credit issued under the Prior Facility and plus (iv) the Letter of Credit Amount requested

Applicant hereby agrees not to request any Advance (as defined in the Line of Credit Agreement until replaced by the Replacement Credit Agreement, then upon such replacement, as defined in the Replacement Credit Agreement) under the Line of Credit Agreement (until replaced by the Replacement Credit Agreement, then upon such replacement, under the Replacement Credit Agreement) if the effect of any such Advance would be to reduce the Available Amount below the sum of the Letter of Credit Amounts reflected in all issued and outstanding Letters of Credit plus the sum of the letter of credit amounts reflected in all issued and outstanding letters of credit issued under the Prior Facility.

**4. Letter of Credit Expiration Date; Termination of Agreement:**

Each Letter of Credit issued hereunder shall expire on the date indicated thereon, but in no event shall such date be later than February 28, 2010. Provided that no default hereunder by the Applicant has occurred and is continuing, CFC's obligation to issue any Letter of Credit under this Agreement shall remain in effect until the date that is February 27, 2010.

**5. Effective Date:** The Effective Date of this Agreement is set forth on the signature page hereof.

**6. CFC Letter of Credit Designation:** The first Letter of Credit issued hereunder shall bear CFC designation KY062-L-9002-001. Each subsequent Letter of Credit issued hereunder shall be numbered consecutively thereafter.

**7. Draws.** On any day that CFC is open for business, CFC hereby agrees to advance funds under a Letter of Credit to the Beneficiary in such amounts as the Beneficiary may from time to time request (each such advance is referred to herein as a "Draw"), provided that: (a) on the date of each such request, the outstanding unpaid balance of all Draws shall not exceed the amount of the Letter of Credit Facility stated above; (b) each Draw request is accompanied by the documentation specified in a Letter of Credit, the authenticity, form and substance of which shall be satisfactory to CFC; and (c) no Draw request will be honored after CFC's close of business on the Letter of Credit Expiration Date set forth in the respective Letter of Credit.

**8. Documents.** CFC's obligation to issue a Letter of Credit is conditioned upon CFC's receipt of the following documents, in form and substance satisfactory to CFC: (a) an executed copy of this Agreement and any collateral security documents required herein; (b) certified copies of all such corporate documents and proceedings of the Applicant as CFC may require authorizing the transactions hereby contemplated; (c) true and correct copies of all certificates, authorizations and consents of any regulatory authority necessary for the execution, delivery or performance by the Applicant of this Agreement; (d) an executed line of credit reservation authorization executed in favor of CFC; and (e) an opinion of counsel for the Applicant addressing such legal matters as CFC shall reasonably require.

**9. Irrevocable Instruction.** Applicant hereby irrevocably instructs CFC to honor drafts presented in accordance with the terms hereof and contained in a Letter of Credit. It is expressly agreed that CFC may honor such drafts without requiring any documentation or information other than expressly stated in a Letter of Credit, and without regard to any contrary instructions Applicant may hereafter give to CFC.

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**10. Legal Representatives.** Applicant agrees that CFC shall have no liability to the Applicant or to any other person for honoring drafts presented in accordance with the terms hereof and contained in a Letter of Credit which may be presented by the administrator, trustee in bankruptcy, debtor-in-possession, assignee for the benefit of creditors, liquidator, receiver or other legal representative of the Beneficiary.

**11. No Liability.** CFC shall have no liability for, and the Applicant's repayment and other obligations hereunder shall not be affected by (a) the use which may be made of the funds drawn under a Letter of Credit or for the acts or omissions of the Beneficiary or any other person, (b) the validity, accuracy, sufficiency or genuineness of drafts, required statements or documents, even if such drafts, statements or documents should in fact prove to be in any or all respects invalid, inaccurate, insufficient, fraudulent or forged, (c) errors, omissions, interruptions or delays in transmission or delivery of any message by mail, telephone, facsimile or otherwise, or (d) any consequences arising from causes beyond CFC's control.

**12. Fees.**

**A. Annual Facility Fee.** On the Effective Date set forth below, and at each anniversary date thereof ("Anniversary Date") for so long as this Agreement is in effect, there shall be due and payable to CFC a nonrefundable facility fee ("Facility Fee"). Applicant shall pay the Facility Fee to CFC promptly upon receipt of an invoice from CFC relating thereto. The initial Facility Fee shall be expressed in a number of basis points (hundredths of a percentage point) of the aggregate amount of the Letter of Credit Facility. The amount of the Facility Fee shall be determined as of the Effective Date set forth below in accordance with CFC's credit policies and practices as of said date. Subsequent Facility Fees shall be expressed in the same manner, in amounts determined in accordance with CFC's credit policies and practices in effect as of each applicable Anniversary Date. Any increase in the Facility Fee shall be effective only as of an Anniversary Date. The Facility Fee shall be prorated for any year in which this Agreement is not in effect for the entire year. It is a precondition to the issuance of any Letter of Credit that Applicant is current in its payment of the Facility Fee.

**B. Issuance Fee.** For each Letter of Credit issued hereunder, Applicant shall pay to CFC a nonrefundable fee ("Issuance Fee"). The Issuance Fee shall be in an amount determined in accordance with CFC's credit policies and practices as of the date of issuance. In the event the Letter of Credit is outstanding for more than one year, then the Issuance Fee shall be due and payable annually and shall be in an amount determined in accordance with CFC's credit policies and practices in effect as of each anniversary of the date of issuance. Applicant shall pay the Issuance Fee to CFC promptly upon receipt of an invoice from CFC relating thereto. The Issuance Fee shall be prorated for any year in which the Letter of Credit is not outstanding for the entire year.

In addition to the above fees, Borrower shall pay, as and when due, such additional fees as may be charged from time to time by CFC for issuing amendments to or transferring any Letter of Credit issued hereunder, and any fees that may be imposed by a confirming bank or other financial institution in the event that a Letter of Credit issued hereunder is confirmed by such other bank or financial institution.



### **13. Repayment.**

A. CFC shall notify Applicant promptly of each (i) Draw request that it receives under a Letter of Credit, (ii) Draw that is made, and (iii) each Advance under the Line of Credit Agreement or Replacement Credit Agreement that is made to pay a Draw referred to in clause C of this Paragraph 13.

B. Upon receipt of notice by Applicant from CFC that a Draw has been made, Applicant shall pay, in lawful money of the United States, without setoff, deduction, recoupment or counterclaim, to the order of NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION, at its office in Herndon, Virginia or such other offices as CFC may designate, the principal sum of the aggregate unpaid principal amount of such Draw (the "Draw Amount"), and interest as hereinafter provided on all amounts remaining unpaid hereunder from the date of such Draw in like money at said office (the "Interest Amount"). The Interest Amount shall be due and payable in accordance with CFC's regular billing cycles as may be in effect from time to time. CFC shall send a payment notice to Applicant at least five days prior to the due date of such Interest Amount.

C. If, prior to the close of business on the day that any Draw has been made, Applicant has not paid the Draw Amount to CFC, Applicant hereby authorizes CFC to make an Advance under the Line of Credit Agreement (until replaced by the Replacement Credit Agreement, then upon such replacement, under the Replacement Credit Agreement) in an amount equal to the Draw Amount to apply such Advance to pay the Draw Amount on behalf of Applicant. If such day is not a day that both CFC and the depository institution CFC uses for funds transfers are open for business, then the Advance shall be made on the next day that both CFC and the depository institution CFC uses for funds transfers are open for business.

D. In the event that for any reason, a Draw is not repaid with the proceeds of an Advance under the Line of Credit Agreement (until replaced by the Replacement Credit Agreement, then upon such replacement, under the Replacement Credit Agreement) as described herein, Applicant shall pay such Draw and the Interest Amount no later than one year from the date of such Draw.

**14. Interest.** The interest rate on all Draws will be equal to the total rate per annum as published by CFC as its line of credit rate and in effect from time to time. Interest will be computed on the basis of a 365 day year for the actual number of days that any Draw is outstanding. The effective date of an interest rate adjustment will be determined from time to time by CFC, and shall remain in effect until any subsequent change in the interest rate occurs.

**15. Prepayment.** Applicant may, at any time, make prepayments of the principal amount of any Draw, together with any interest accrued thereon.

**16. Default; Remedies.** Applicant shall be in default if (i) it fails to pay any Draw Amount or Interest Amount, or fails to pay any other sum due hereunder, in full, when due, (ii) it fails to comply with clause C of this Paragraph 13 or if it fails to comply with Paragraphs 19 and 20 of this Agreement. Upon default, Applicant agrees that (a) CFC's obligation to issue Letters of Credit hereunder shall terminate without liability to CFC, (b) all amounts outstanding under this Agreement shall become immediately due and payable in full with accrued interest, (c) CFC may exercise rights of setoff or recoupment and apply any and all amounts held, or hereby held, by

CFC or owed to the Borrower or for the credit or account of the Borrower, including, but not limited to, patronage capital allocations and retirements, money due to Borrower from equity certificates purchased from CFC, and any membership or other fees that would otherwise be returned to Borrower; and (d) CFC may, in addition thereto, exercise any other remedies available to it under applicable law. Applicant hereby expressly waives demand, presentment for payment, notice of dishonor, protest, notice of protest, and notice of non-payment, and all other notices that m

**17. Required Notices.** Applicant agrees that, so long as any amount due is outstanding under this Agreement, Applicant shall promptly notify CFC (a) of any delinquency or default on any of its debt, including but not limited to money borrowed, debt evidenced by securities issued, or any indebtedness directly or indirectly guaranteed by Applicant, or (b) if there is a material adverse change in Applicant's financial condition. Applicant further agrees that if CFC shall determine, in its sole and absolute discretion, that such delinquency or default, or such inaccurate financial information materially increases CFC's risk of repayment hereunder, CFC may exercise all remedies available to it under applicable law, including but not limited to acceleration of all amounts due hereunder.

**18. Right of Setoff.** If Applicant fails to pay any amount hereunder when due, then CFC is hereby authorized at any time and from time to time, without prior notice to the Applicant, to exercise rights of setoff or recoupment and apply any and all amounts held, or hereafter held, by CFC or owed to the Applicant or for the credit or account of the Applicant against any and all of the obligations of the Applicant hereunder. CFC agrees to notify the Applicant promptly after any such setoff or recoupment and the application thereof, provided that the failure to give such notice shall not affect the validity of such setoff, recoupment or application. The rights of CFC under this section are in addition to any other rights and remedies (including other rights of setoff or recoupment) which CFC may have. Applicant waives all rights of setoff, deduction, recoupment or counterclaim.

**19. Financial Ratios; Design of Rates.** The Borrower shall achieve a DSC Ratio of not less than 1.0 and a TIER of note less than 1.05. The Borrower shall not decrease its rates for electric service if it has failed to achieve a DSC Ratio of 1.0 for the calendar year prior to such reduction subject only to an order from a governmental authority properly exercising jurisdiction over the Borrower.

**20. Financial Information.** Applicant will cause to be prepared and furnished to CFC a full and complete report of its financial condition and operations as of the end of the Applicant's fiscal year in form and substance satisfactory to CFC, audited by independent certified public accountants nationally recognized or otherwise satisfactory to CFC and accompanied by a report of such audit in form and substance satisfactory to CFC. Such report shall be furnished within 120 days of the end of such fiscal year. Applicant also agrees that, so long as any amount due to CFC is outstanding under this Agreement, Applicant shall deliver to CFC a copy of Applicant's monthly and quarterly financial statements, and a copy of Applicant's annual audit report. Monthly statements shall be furnished within thirty (30) days after the end of the month and quarterly statements shall be furnished within thirty (30) days after the end of the quarter. The foregoing requirements shall survive the making of Draws hereunder and the expiration of a Letter of Credit until all sums due under this Agreement have been paid in full.

**21. Late Fee; Collection Costs.** If payment of any principal and/or interest due under the terms of this Agreement is not received at CFC's offices in Herndon, Virginia, or such other place as

CFC may designate, within 5 business days after the due date thereof, Applicant will pay to CFC, in addition to all other amounts due under the terms of this Agreement, a late payment charge as may then be in effect pursuant to CFC's policies of general application. Applicant further agrees to pay the costs of collection, including reasonable attorneys' fees, of any amount due under this Agreement.

**22. GOVERNING LAW; SUBMISSION TO JURISDICTION; WAIVER OF JURY TRIAL.**

THE PERFORMANCE AND CONSTRUCTION OF THIS AGREEMENT SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAWS OF THE COMMONWEALTH OF VIRGINIA.

APPLICANT HEREBY SUBMITS TO THE NONEXCLUSIVE JURISDICTION OF THE UNITED STATES COURTS LOCATED IN VIRGINIA AND OF ANY STATE COURT SO LOCATED FOR PURPOSES OF ALL LEGAL PROCEEDINGS ARISING OUT OF OR RELATING TO THIS AGREEMENT OR THE TRANSACTIONS CONTEMPLATED HEREBY. APPLICANT IRREVOCABLY WAIVES, TO THE FULLEST EXTENT PERMITTED BY APPLICABLE LAW, ANY OBJECTION THAT IT MAY NOW OR HEREAFTER HAVE TO THE ESTABLISHING OF THE VENUE OF ANY SUCH PROCEEDING BROUGHT IN SUCH A COURT AND ANY CLAIM THAT ANY SUCH PROCEEDING HAS BEEN BROUGHT IN AN INCONVENIENT FORUM.

EACH OF THE APPLICANT AND CFC HEREBY IRREVOCABLY WAIVES, TO THE FULLEST EXTENT PERMITTED BY APPLICABLE LAW, ANY AND ALL RIGHT TO TRIAL BY JURY IN ANY LEGAL PROCEEDING ARISING OUT OF OR RELATING TO THIS AGREEMENT OR THE TRANSACTIONS CONTEMPLATED HEREBY.

**23. Notices:** All notices, requests and other communications provided for herein including, without limitation, any modifications of, or waivers, requests or consents under, this Agreement shall be given or made in writing (including, without limitation, by telecopy) and delivered to the Applicant at the address and telecopy number stated above, and to CFC at:

National Rural Utilities Cooperative Finance Corporation  
2201 Cooperative Way  
Herndon, Virginia 20171-3025  
Fax: (703) 709-6776

Either party may designate another address by notice as provided herein. All communications shall be deemed to have been duly given when personally delivered or, in the case of a telecopied or mailed notice, upon receipt, in each case given or addressed as provided for herein.

**17. Miscellaneous.** No modification or waiver of any provision of this Agreement, and no consent to any departure by Applicant therefrom, shall in any event be effective unless the same shall be in writing by the party granting such modification, waiver or consent. This Agreement and any schedules or exhibits together contain the entire agreement of the parties hereto with respect to the matters covered and the transactions contemplated hereby. If any term, provision or condition of this Agreement shall for any reason be found or held invalid or unenforceable by any governmental agency or court of competent jurisdiction, such invalidity or unenforceability shall not affect the remainder of such term, provision or condition nor any other term, provision or condition, and this Agreement shall survive and be construed as if such invalid or unenforceable term, provision or condition had not been contained therein.

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IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed as of the day and year first above written.

(SEAL)

BIG RIVERS ELECTRIC CORPORATION

By: Mark A. T. Bailey

Title: President and CEO

Attest: Will C. Hart  
~~Secretary~~  
Chair of the Board

NATIONAL RURAL UTILITIES  
COOPERATIVE FINANCE CORPORATION

(SEAL)

By: Nazir Rostom  
Assistant Secretary-Treasurer

Attest: Ann Shankroff ANN SHANKROFF  
Assistant Secretary-Treasurer

Effective Date (to be filled in by CFC): 2-27-09

EXHIBIT A  
FORM OF LETTER OF CREDIT REQUEST

National Rural Utilities Cooperative Finance Corporation  
2201 Cooperative Way  
Herndon, VA 20171-3025  
Attn: Nazir Rostom

Re: National Rural Utilities Cooperative Finance Corporation ("CFC")  
Master Letter of Credit Facility No. KY062-L-9002

BIG RIVERS ELECTRIC CORPRORATION hereby requests CFC to issue a letter of credit under the above-referenced master facility with the following terms:

Letter of Credit Amount:

Beneficiary Name and Address:

Letter of Credit Effective Date:

Expiry Date:

Conditions of Draw:

Please issue the letter of credit directly to the beneficiary, with a copy to the undersigned.

Very truly yours,  
BIG RIVERS ELECTRIC CORPRORATION

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

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EXHIBIT B  
FORM OF LETTER OF CREDIT

IRREVOCABLE LETTER OF CREDIT NUMBER «LoanNumber»

Date: «LetterDate»

Amount: «AmountText» Dollars (\$«AmountNumber».00)

Letter of Credit Expiration Date: «ExpiryDate»

Beneficiary Name and Address:

«BeneficiaryName»  
«BenefAddressLine1»  
«BenefAddressLine2»

Name of Applicant:

«ApplicantName»  
«AppAddressLine1»  
«AppAddressLine2»

Issuer: National Rural Utilities Cooperative Finance Corporation  
Woodland Park, 2201 Cooperative Way  
Herndon, Virginia 20171-3025 Attention: «AVPName»

To the above-named Beneficiary:

We hereby issue our irrevocable Letter of Credit in your favor for the account of the above-named Applicant up to the aggregate amount stated above.

Funds under this Letter of Credit, in an amount not to exceed the amount stated above, will be made available to you in accordance with the terms and conditions herein against sight drafts presented at the above address, bearing the clause "Drawn under National Rural Utilities Cooperative Finance Corporation Letter of Credit No. «LoanNumber», dated «LetterDate»", and accompanied by the following documents:

1. A notarized certificate sworn to and executed by an authorized officer of the Beneficiary reading as follows: "The amount claimed under this Letter of Credit as represented by the sight draft enclosed herewith is due and payable because (a) payment is due to «BeneficiaryName» from «ApplicantName» pursuant to [REASON FOR PAYMENT], (b) «ApplicantName» has not made such payment, (c) «BeneficiaryName» has made written demand upon «ApplicantName» for payment, and (d) payment pursuant thereto has not been received within five days of the receipt of said demand."
2. This original Letter of Credit.

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We hereby agree with you that sight drafts drawn under this Letter of Credit will be honored in accordance with the terms and conditions stated herein provided the sight draft and required documents are presented to us at the above address on or before the Letter of Credit Expiration Date stated above. Payment of any draft drawn under this Letter of Credit in an amount less than the maximum amount available hereunder shall be recorded by us on the reverse side hereof and this Letter of Credit shall then be returned to you.

This Letter of Credit is governed by the provisions of the Uniform Customs and Practice for Documentary Credits (1993 Version), International Chamber of Commerce Publication No. 500 ("UCP"). As to matters not governed by the UCP, this Letter of Credit is governed by the laws of the Commonwealth of Virginia. This Letter of Credit is not transferable.

NATIONAL RURAL UTILITIES  
COOPERATIVE FINANCE CORPORATION

By: \_\_\_\_\_  
Assistant Secretary-Treasurer

CFC LTRAPP  
KY062-L-9002 (JABLONJ)  
129546-1



National Rural Utilities  
Cooperative Finance Corporation

2201 Cooperative Way  
Herndon, Virginia 20171  
703-709-6700 | www.nrucfc.coop

A Touchstone Energy® Cooperative

February 24, 2009

Copy: Ralph A.  
Travis J.  
max  
2-25-09

C: ~~R. Bliley~~  
~~D. Spain~~  
~~B. Blackburn~~  
J. Miller

Mr. Mark A. Hite  
General Manager  
Big Rivers Electric Corporation  
P. O. Box 24  
Henderson, KY 42419-0024

Re: Line of Credit: KY062-R-5103

Dear Mr. Hite:

Your cooperative has executed and returned all required CFC documents and supporting papers in connection with the Line of Credit designated above. These documents have been reviewed and found legally acceptable and satisfactory to CFC and thus constitute a binding agreement between CFC and your cooperative.

Enclosed, for your records, is a copy of the fully executed Line of Credit Agreement. Line of Credit funds may now be requisitioned in accordance with the terms of the Line of Credit Agreement.

We at CFC appreciate the opportunity to serve your system and look forward to our continued business relationship.

Sincerely,

Nazir Rostom  
Associate Vice President

Enclosure



## REVOLVING LINE OF CREDIT AGREEMENT

**REVOLVING LINE OF CREDIT AGREEMENT** (this "Agreement"), dated as of February 20, 2009, between BIG RIVERS ELECTRIC CORPORATION ("Borrower"), a corporation organized and existing under the laws of the State of Kentucky, and NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION ("CFC"), a cooperative association organized and existing under the laws of the District of Columbia.

### RECITALS

**WHEREAS**, the Borrower has applied to CFC for a line of credit for the purposes set forth in Schedule 1 hereto, and CFC is willing to extend such a line of credit to the Borrower on the terms and conditions stated herein.

**NOW, THEREFORE**, for and in consideration of the premises and the mutual covenants hereinafter contained, the parties hereto agree and bind themselves as follows:

### ARTICLE I

#### DEFINITIONS

**Section 1.01** For purposes of this Agreement, the following capitalized terms shall have the following meanings (such definitions to be equally applicable to the singular and the plural form thereof).

**"Advance"** shall mean each advance of funds by CFC to the Borrower pursuant to the terms and conditions of this Agreement.

**"Business Day"** shall mean any day that both CFC and the depository institution CFC utilizes for funds transfers hereunder are open for business.

**"CFC Commitment"** shall have the meaning as defined in Schedule 1 hereto.

**"CFC Line of Credit Rate"** shall mean the rate published by CFC from time to time, by electronic or other means, for similarly classified lines of credit, but if not published, then the rate determined for such lines of credit by CFC from time to time.

**"DSC Ratio"** shall mean the ratio determined as follows: for any calendar year add: (1) net income (after taxes and after eliminating any gain or loss on sale of assets or other extraordinary gain or loss), plus depreciation expense, amortization expense, and interest expense, minus capitalized interest not paid from operating cash flow, non-cash patronage and non-cash income from subsidiaries and/or joint ventures; and divide the sum so obtained by the sum of (2) all principal payments due within the period on all Long Term Debt plus interest expense (all as calculated on a consolidated basis for the applicable period in accordance with GAAP consistently applied or the appropriate standards of the regulatory agency having jurisdiction over the company) minus capitalized interest not paid from operating cash flow.

**"Default Rate"** shall mean a rate per annum equal to the interest rate in effect for an Advance plus two hundred basis points.

**"Effective Date"** shall mean the date designated as such by CFC on the signature page hereof.

**"Event of Default"** shall have the meaning as described in Article VI hereof.

**"GAAP"** shall mean generally accepted accounting principles set forth in the opinions and pronouncements of the Accounting Principles Board and the American Institute of Certified Public Accountants and statements and pronouncements of the Financial Accounting Standards Board.

**"Governmental Authority"** shall mean the government of the United States of America, any other nation or government, any state or other political subdivision thereof, whether state or local, and any agency, authority, instrumentality, regulatory body, court or other entity exercising executive, legislative, judicial, taxing, regulatory or administrative powers or functions of or pertaining to government.

**"Lien"** shall mean any statutory or common law consensual or non-consensual mortgage, pledge, security interest, encumbrance, lien, right of set off, claim or charge of any kind, including, without limitation, any conditional sale or other title retention transaction, any lease transaction in the nature thereof and any secured transaction under the Uniform Commercial Code.

**"Line of Credit"** shall mean the line of credit extended by CFC to the Borrower, pursuant to this Agreement, in an aggregate principal amount outstanding at any time not to exceed the CFC Commitment.

**"Loan Documents"** shall mean this Agreement and all other documents or instruments executed, delivered or executed and delivered by the Borrower and evidencing, securing, governing or otherwise pertaining to the Line of Credit.

**"Maturity Date"** shall mean the date set forth in Schedule 1 hereto.

**"Obligations"** shall mean any and all liabilities, obligations or indebtedness owing by the Borrower to CFC, of any kind or description, irrespective of whether for the payment of money, whether direct or indirect, absolute or contingent, due or to become due, now existing or hereafter arising.

**"Person"** shall mean natural persons, cooperatives, corporations, limited liability companies, limited partnerships, general partnerships, limited liability partnerships, joint ventures, associations, companies, trusts or other organizations, irrespective of whether they are legal entities, and Governmental Authorities.

**"TIER"** shall mean the ratio determined as follows: for any calendar year add: (1) net income (after taxes and after eliminating any gain or loss on sale of assets or other extraordinary gain or loss), plus interest expense; and divide the sum so obtained by the sum of (2) interest expenses (all as calculated on a consolidated basis for the applicable period in accordance with GAAP consistently applied or the appropriate standards of the regulatory agency having jurisdiction over the company) minus capitalized interest not paid from operating cash flow.

## ARTICLE II

### REPRESENTATIONS AND WARRANTIES

**Section 2.01** The Borrower represents and warrants to CFC that as of the date of this Agreement:

**A. Good Standing.** The Borrower is duly organized, validly existing and in good standing under the laws of the jurisdiction of its incorporation or organization, is duly qualified to do business and is in good standing in those states in which it is required to be qualified to conduct its business.

**B. Authority; Validity.** The Borrower has the power and authority to enter into this Agreement; to make the borrowing hereunder; to execute and deliver all documents and instruments required hereunder and to incur and perform the obligations provided for herein, all of which have been duly authorized by all necessary and proper action; and no consent or approval of any Person, including, as applicable and without limitation, members of the Borrower, which has not been obtained is required as a condition to the validity or enforceability hereof or thereof.

This Agreement is, and when fully executed and delivered will be, legal, valid and binding upon the Borrower and enforceable against the Borrower in accordance with its terms, subject to applicable bankruptcy, insolvency, reorganization, moratorium or other laws affecting creditors' rights generally and subject to general principles of equity.

**C. No Conflicting Agreements.** The execution and delivery of the Loan Documents and performance by the Borrower of the obligations thereunder, and the transactions contemplated hereby or thereby, will not: (i) violate any provision of law, any order, rule or regulation of any court or other agency of government, any award of any arbitrator, the articles of incorporation or bylaws of the Borrower, or any indenture, contract, agreement, mortgage, deed of trust or other instrument to which the Borrower is a party or by which it or any of its property is bound; or (ii) be in conflict with, result in a breach of or constitute (with due notice and/or lapse of time) a default under, any such award, indenture, contract, agreement, mortgage, deed of trust or other instrument, or result in the creation or imposition of any Lien upon any of the property or assets of the Borrower.

The Borrower is not in default in any material respect under any agreement or instrument to which it is a party or by which it is bound and no event or condition exists which constitutes a default, or with the giving of notice or lapse of time, or both, would constitute a default under any such agreement or instrument.

**D. Taxes.** The Borrower has filed or caused to be filed all federal, state and local tax returns which are required to be filed and has paid or caused to be paid all federal, state and local taxes, assessments, and governmental charges and levies thereon, including interest and penalties to the extent that such taxes, assessments, and governmental charges and levies have become due, except for such taxes, assessments, and governmental charges and levies which the Borrower is contesting in good faith by appropriate proceedings for which adequate reserves have been set aside.

**E. Licenses and Permits.** The Borrower has duly obtained and now holds all licenses, permits, certifications, approvals and the like necessary to own and operate its

property and business that are required by Governmental Authorities and each remains valid and in full force and effect.

**F. Litigation.** There are no outstanding judgments, suits, claims, actions or proceedings pending or, to the knowledge of the Borrower, threatened against or affecting the Borrower or any of its properties which, if adversely determined, either individually or collectively, would have a material adverse effect upon the business, operations, prospects, assets, liabilities or financial condition of the Borrower. The Borrower is not, to the Borrower's knowledge, in default or violation with respect to any judgment, order, writ, injunction, decree, rule or regulation of any Governmental Authority which would have a material adverse effect upon the business, operations, prospects, assets, liabilities or financial condition of the Borrower.

**G. Financial Statements.** The balance sheet of the Borrower as at the date identified in Schedule 1 hereto, the statement of operations of the Borrower for the period ending on said date, and the interim financial statements of the Borrower, all heretofore furnished to CFC, are complete and correct. Said balance sheet fairly presents the financial condition of the Borrower as at said date and said statement of operations fairly reflects its operations for the period ending on said date. The Borrower has no contingent obligations or extraordinary forward or long-term commitments except as specifically stated in said balance sheet or herein. There has been no material adverse change in the financial condition or operations of the Borrower from that set forth in said financial statements except changes disclosed in writing to CFC prior to the date hereof.

**H. Required Approvals.** No license, consent or approval of any Governmental Authority is required to enable the Borrower to enter into this Agreement, or to perform any of its Obligations provided for herein, including without limitation (and if applicable), that of any state public utilities commission, any state public service commission, and the Federal Energy Regulatory Commission, except as disclosed in Schedule 1 hereto, all of which Borrower has obtained prior to the date hereof.

**I. Compliance With Laws.** The Borrower is in compliance, in all material respects, with all applicable requirements of law and all applicable rules and regulations of each Governmental Authority.

**J. Disclosure.** To the Borrower's knowledge, information and belief, neither this Agreement nor any document, certificate or financial statement furnished to CFC by or on behalf of the Borrower in connection herewith (all such documents, certificates and financial statements, taken as a whole) contains any untrue statement of a material fact or omits to state any material fact necessary in order to make the statements contained herein and therein not misleading.

### ARTICLE III

#### CREDIT TERMS

**Section 3.01 Advances.** CFC agrees to advance funds to the Borrower pursuant to the terms and conditions hereof, provided, however, that the principal amount at any time outstanding under this Agreement shall not exceed the CFC Commitment. The Borrower may borrow, repay and reborrow funds at any time or from time up to, but not including, the Maturity Date, at which

time all principal amounts outstanding, and accrued, but unpaid interest thereon, shall be due and payable in full.

**Section 3.02 Payment and Interest Rate.** The Line of Credit shall be payable and bear interest as follows:

**A. Interest Rate and Payment.** The Borrower unconditionally promises and agrees to pay, as and when due, interest on all amounts advanced hereunder from the date of each Advance and to repay all amounts advanced hereunder with interest on the Maturity Date, if not sooner paid. Interest shall be due and payable in accordance with CFC's regular billing cycles as may be in effect from time to time. CFC shall send a payment notice to the Borrower at least five days prior to the due date of any interest payment, provided, however, that CFC's failure to send a payment notice shall not constitute a waiver by CFC or be deemed to relieve the Borrower of its obligation to make payments as and when due as provided for herein. All amounts shall be payable at CFC's main office at 2201 Cooperative Way, Herndon, Virginia 20171-3025 or at such other location as designated by CFC from time to time. The interest rate on all Advances will be equal to the CFC Line of Credit Rate as published by CFC and in effect from time to time. Interest will be computed on the basis of a 365 day year for the actual number of days that any Advance is outstanding. The effective date of an interest rate adjustment will be determined from time to time by CFC, and shall remain in effect until any subsequent change in the interest rate occurs.

**B. Application of Payments.** Each payment shall be applied to the Obligations, first to any fees, costs, expenses or charges other than interest or principal then due on the Borrower's indebtedness to CFC, second to interest accrued and the balance to principal.

**Section 3.03 RESERVED.**

**Section 3.04 Limitation on Advances.** While an Advance is outstanding, CFC reserves the right to limit further Advances if the sum of (a) all Advances outstanding, (b) the amount of any further Advance requested, and (c) the total amount of Borrower's other unsecured outstanding debt, would exceed the CFC Commitment. CFC may in its sole discretion decline to make any Advance during any period when the Borrower is in default hereunder.

**Section 3.05 Mandatory Prepayment.** If there is a change in the Borrower's corporate structure (including without limitation by merger, consolidation, conversion or acquisition), then upon the effective date of such change, (a) the Borrower shall no longer have the ability to request, and CFC shall have no obligation to make, Advances hereunder and (b) the Borrower shall prepay the outstanding principal balance of all Obligations, together with any accrued but unpaid interest thereon, any unpaid costs or expenses provided for herein, and a prepayment premium prescribed by CFC pursuant to its policies of general application in effect from time to time, and upon prepayment thereof, this Agreement shall automatically terminate without further action by either Borrower or CFC.

Notwithstanding the foregoing, Borrower shall retain the ability to request, and CFC shall retain the obligation to make, Advances hereunder and no prepayment shall be required under this Section 3.05 if, after giving effect to such change, Borrower, or its successor in interest, is engaged in the furnishing of electric utility services to its members and is organized as a cooperative, nonprofit corporation, public utility district, municipality, or other public governmental body.

**Section 3.06 RESERVED.**

**Section 3.07 Default Rate.** If Borrower defaults on its obligation to make a payment due hereunder by the applicable date payment is due, and such default continues for thirty days thereafter, then beginning on the thirty-first day after the payment is due and for so long as such default continues, Advances shall bear interest at the Default Rate.

## ARTICLE IV

### CONDITIONS OF LENDING

**Section 4.01** The obligation of CFC to make any Advance hereunder is subject to satisfaction of the following conditions in form and substance satisfactory to CFC:

**A. Legal Matters.** All legal matters incident to the consummation of the transactions hereby contemplated shall be satisfactory to counsel for CFC.

**B. Documents.** CFC shall have been furnished with (i) the executed Loan Documents, (ii) certified copies of all such organizational documents and proceedings of the Borrower authorizing the transactions hereby contemplated as CFC shall require, (iii) an opinion of counsel for the Borrower addressing such legal matters as CFC shall reasonably require, and (iv) all other such documents as CFC may reasonably request.

**C. Government Approvals.** The Borrower shall have furnished to CFC true and correct copies of all certificates, authorizations, consents, permits and licenses from Governmental Authorities necessary for the execution or delivery of the Loan Documents or performance by the Borrower of the obligations thereunder.

**D. Representations and Warranties.** The representations and warranties contained in Article II shall be true on the date of the making of each Advance hereunder with the same effect as though such representations and warranties had been made on such date; no Event of Default and no event which, with the lapse of time or the notice and lapse of time would become such an Event of Default, shall have occurred and be continuing or will have occurred after giving effect to each Advance on the books of the Borrower; there shall have occurred no material adverse change in the business or condition, financial or otherwise, of the Borrower; and nothing shall have occurred which in the opinion of CFC materially and adversely affects the Borrower's ability to perform its obligations hereunder.

**E. Requisitions.** Borrower will requisition each Advance by submitting its requisition to CFC in form and substance satisfactory to CFC no later than 12:00 noon local time at CFC's offices in Herndon, Virginia on the Business Day prior to the Business Day Borrower seeks to have funds advanced.

CFC may require the Borrower to submit such additional information as it may reasonably require prior to funding the Advance request.

**F. Special Conditions.** CFC shall be fully satisfied that the Borrower has complied with all special conditions identified in Schedule 1 hereto.

**ARTICLE V**  
**COVENANTS**

**Section 5.01** The Borrower covenants and agrees with CFC that until payment in full of the Line of Credit and performance of all obligations of the Borrower hereunder:

**A. Use of Proceeds.** The Borrower shall use the proceeds of this Line of Credit solely for the purposes identified on Schedule 1 hereto.

**B. Notice.** The Borrower shall promptly notify CFC in writing of:

- (i) any material adverse change in the business, operations, prospects, assets, liabilities or financial condition of the Borrower or its subsidiaries,
- (ii) the institution or threat of any litigation or administrative proceeding of any nature involving the Borrower or any subsidiary which could materially affect the business, operations, prospects, assets, liabilities or financial condition of the Borrower or any subsidiary;
- (iii) the occurrence of an Event of Default hereunder, or any event that, with the giving of notice or lapse of time, or both, would constitute an Event of Default.

**C. Default Notices.** Upon receipt of any notices with respect to a default by the Borrower or any subsidiary under the terms of any evidence of any indebtedness with parties other than CFC or of any loan agreement, mortgage or other agreement relating thereto, the Borrower shall, and shall cause each subsidiary to, deliver copies of such notice to CFC.

**D. Financial Books; Financial Reports; Right of Inspection.** The Borrower will at all times keep, and safely preserve, proper books, records and accounts in which full and true entries will be made of all of the dealings, business and affairs of the Borrower, in accordance with GAAP. The Borrower will cause to be prepared and furnished to CFC within one hundred twenty (120) days of the end of each of the Borrower's fiscal years during the term hereof, a full and complete consolidated and consolidating report of its financial condition and of its operations as of the end of such fiscal year, audited and certified by independent certified public accountants nationally recognized or otherwise satisfactory to CFC and accompanied by a report of such audit in form and substance satisfactory to CFC, including without limitation a consolidated and consolidating balance sheet and the related consolidated and consolidating statements of income and cash flow. CFC, through its representatives, shall at all times during reasonable business hours and upon prior notice have access to, and the right to inspect and make copies of, any or all books, records and accounts, and any or all invoices, contracts, leases, payrolls, canceled checks, statements and other documents and papers of every kind belonging to or in the possession of the Borrower or in anyway pertaining to its property or business.

**E. Compliance With Laws.** The Borrower and each subsidiary shall remain in compliance, in all material respects, with all applicable requirements of law and applicable rules and regulations of each Governmental Authority.

**F. Taxes.** The Borrower shall pay, or cause to be paid all taxes, assessments or governmental charges lawfully levied or imposed on or against it and its properties prior to the time they become delinquent, except for any taxes, assessments or charges that are being contested in good faith and with respect to which adequate reserves as determined in good faith by Borrower have been established and are being maintained.

**G. Special Covenants.** The Borrower will comply with any special covenants identified in Schedule 1 hereto.

## ARTICLE VI

### EVENTS OF DEFAULT

**Section 6.01** The following shall be "Events of Default" under this Agreement:

**A. Representations and Warranties.** Any representation or warranty made by the Borrower herein, or in any of the other Loan Documents, or in any certificate or financial statement furnished to CFC hereunder or under any of the other Loan Documents shall prove to be false or misleading in any material respect.

**B. Payment.** The Borrower shall fail to pay (whether upon stated maturity, by acceleration, or otherwise) any principal, interest, premium (if any) or other amount payable under the Line of Credit within five (5) Business Days after the due date thereof.

**C. Other Covenants.**

**(i) No Grace Period.** Failure of the Borrower to observe or perform any covenant or agreement contained in Sections 5.01.A, 5.01.C, 5.01.D, or 5.01.G, of this Agreement.

**(ii) Thirty Day Grace Period.** Failure of the Borrower to observe or perform any other covenant or agreement contained in this Agreement or any of the other Loan Documents, which shall remain unremedied for thirty (30) calendar days after written notice thereof shall have been given to the Borrower by CFC.

**D. Legal Existence, Permits and Licenses.** The Borrower shall forfeit or otherwise be deprived of (i) its authority to conduct business in the jurisdiction in which it is organized or in any other jurisdiction where such authority is required in order for the Borrower to conduct its business in such jurisdiction or (ii) permits, easements, consents or licenses required to carry on any material portion of its business.

**E. Other CFC Obligations.** The Borrower shall be in breach or default of any Obligation, which breach or default continues uncured beyond the expiration of any applicable grace period.

**F. Other Obligations.** The Borrower shall (i) fail to make any payment of any principal, premium or any other amount due or interest on any indebtedness with parties other than CFC which shall remain unpaid beyond the expiration of any applicable grace period, or (ii) be in breach or default with respect to any other term of any evidence of any other indebtedness with parties other than CFC or of any loan agreement, mortgage or other agreement relating thereto which breach or default continues uncured beyond the expiration of any applicable



grace period, if the effect of such failure, default or breach is to cause the holder or holders of that indebtedness to cause that indebtedness to become or be declared due prior to its stated maturity (upon the giving or receiving of notice, lapse of time, both or otherwise).

**G. Involuntary Bankruptcy.** An involuntary case or other proceeding shall be commenced against the Borrower seeking liquidation, reorganization or other relief with respect to it or its debts under bankruptcy, insolvency or other similar law now or hereafter in effect or seeking the appointment of a trustee, receiver, liquidator, custodian or other similar official of it or any substantial part of its property and such involuntary case or other proceeding shall continue without dismissal or stay for a period of sixty (60) days; or an order for relief shall be entered against the Borrower under the federal bankruptcy laws or applicable state law as now or hereafter in effect.

**H. Insolvency.** The Borrower shall commence a voluntary case or other proceeding seeking liquidation, reorganization or other relief with respect to itself or its debts under any bankruptcy, insolvency or other similar law now or hereafter in effect or seeking the appointment of a trustee, receiver, liquidator, custodian or other similar official of it or any substantial part of its property, or shall consent to any such relief or to the appointment of or taking possession by any such official in an involuntary case or proceeding commenced against it, or shall make a general assignment for the benefit of creditors, or shall admit in writing its inability to, or be generally unable to, pay its debts as they become due, or shall take any action to authorize any of the foregoing.

**I. Dissolution or Liquidation.** Other than as provided in subsection H. above, the dissolution or liquidation of the Borrower, or failure by the Borrower promptly to forestall or remove any execution, garnishment or attachment of such consequence as will impair its ability to continue its business or fulfill its obligations and such execution, garnishment or attachment shall not be vacated within sixty (60) days.

**J. Material Adverse Change.** Any material adverse change in the business or condition, financial or otherwise, of the Borrower or any subsidiary.

**K. Monetary Judgment.** The Borrower shall suffer any money judgment not covered by insurance, writ or warrant of attachment or similar process involving an amount in excess of \$100,000 and shall not discharge, vacate, bond or stay the same within a period of sixty (60) days.

**L. Nonmonetary Judgment.** One or more nonmonetary judgments or orders (including, without limitation, injunctions, writs or warrants of attachment, garnishment, execution, distraint, replevin or similar process) shall be rendered against the Borrower that, either individually or in the aggregate, could reasonably be expected to have a material adverse effect upon the business, operations, prospects, assets, liabilities or financial condition of the Borrower.

## ARTICLE VII

### REMEDIES

**Section 7.01** If any of the Events of Default listed in Section 6 hereof shall occur after the date of this Agreement and shall not have been remedied within the applicable grace periods specified therein, then CFC may:

- (a) Cease making Advances hereunder;
- (b) Declare all unpaid principal outstanding on the Line of Credit, all accrued and unpaid interest thereon, and all other Obligations to be immediately due and payable and the same shall thereupon become immediately due and payable without presentment, demand, protest or notice of any kind, all of which are hereby expressly waived;
- (c) Exercise rights of setoff or recoupment and apply any and all amounts held, or hereby held, by CFC or owed to the Borrower or for the credit or account of the Borrower against any and all of the Obligations of the Borrower now or hereafter existing hereunder or under the Line of Credit, including, but not limited to, patronage capital allocations and retirements, money due to Borrower from equity certificates purchased from CFC, and any membership or other fees that would otherwise be returned to Borrower. The rights of CFC under this section are in addition to any other rights and remedies (including other rights of setoff or recoupment) which CFC may have. The Borrower waives all rights of setoff, deduction, recoupment or counterclaim;
- (d) Pursue all rights and remedies available to CFC, including, but not limited to, a suit for specific performance, injunctive relief or damages;
- (e) Pursue any other rights and remedies available to CFC at law or in equity.

Nothing herein shall limit the right of CFC to pursue all rights and remedies available to a creditor following the occurrence of an Event of Default. Each right, power and remedy of CFC shall be cumulative and concurrent, and recourse to one or more rights or remedies shall not constitute a waiver of any other right, power or remedy.

## ARTICLE VIII

### MISCELLANEOUS

**Section 8.01 Notices.** All notices, requests and other communications provided for herein including, without limitation, any modifications of, or waivers, requests or consents under, this Agreement shall be given or made in writing (including, without limitation, by telecopy) and delivered to the intended recipient at the "Address for Notices" specified below; or, as to any party, at such other address as shall be designated by such party in a notice to each other party. All such communications shall be deemed to have been duly given (a) when personally delivered including, without limitation, by overnight mail or courier service, (b) in the case of notice by United States mail, certified or registered, postage prepaid, return receipt requested, upon receipt thereof, or (c) in the case of notice by telecopy, upon transmission thereof, provided such transmission is promptly confirmed by either of the methods set forth in clauses

(a) or (b) above in each case given or addressed as provided for herein. The Address for Notices of each of the respective parties is as follows:

National Rural Utilities Cooperative Finance  
Corporation  
2201 Cooperative Way  
Herndon, Virginia 20171-3025  
Attention: Senior Vice President -- Member Services  
Fax # 703-709-6776

The Borrower:

The address set forth in  
Schedule 1 hereto

**Section 8.02 Expenses.** Borrower shall reimburse CFC for any reasonable costs and out-of-pocket expenses paid or incurred by CFC (including, without limitation, reasonable fees and expenses of outside attorneys, paralegals and consultants) for all actions CFC takes, (a) to enforce the payment of any Obligation or in preparation for such enforcement, (b) to restructure any of the Obligations, (c) to review, approve or grant any consents or waivers hereunder, (d) to prepare, negotiate, execute, deliver, review, amend or modify this Agreement, and (e) to prepare, negotiate, execute, deliver, review, amend or modify any other agreements, documents and instruments deemed necessary or appropriate by CFC in connection with any of the foregoing.

The amount of all such expenses identified in this Section 8.02 shall be payable upon demand, and if not paid, shall accrue interest at the then prevailing CFC Line of Credit Rate plus two hundred basis points.

**Section 8.03 Late Payments.** If payment of any amount due hereunder is not received at CFC's office in Herndon, Virginia or such other location as CFC may designate to the Borrower, within five (5) Business Days after the due date thereof, the Borrower will pay to CFC, in addition to all other amounts due under the terms of the Loan Documents, any late payment charge as may be fixed by CFC from time to time pursuant to its policies of general application as in effect from time to time.

**Section 8.04. Non-Business Day Payments.** If any payment to be made by the Borrower hereunder shall become due on a day which is not a Business Day, such payment shall be made on the next succeeding Business Day and such extension of time shall be included in computing any interest in respect of such payment.

**Section 8.05 Filing Fees.** To the extent permitted by law, the Borrower agrees to pay all expenses of CFC (including the reasonable fees and expenses of its counsel) in connection with the filing, registration, recordation or perfection of any instruments as may be required by CFC in connection with this Agreement, including, without limitation, all documentary stamps, recordation and transfer taxes and other costs and taxes incident to execution, filing, registration, recordation or perfection of any document or instrument in connection herewith. The Borrower agrees to save harmless and indemnify CFC from and against any liability resulting from the failure to pay any required documentary stamps, recordation and transfer taxes, recording costs, or any other expenses incurred by CFC in connection with this

Agreement. The provisions of this subsection shall survive the execution and delivery of this Agreement and the payment of all other amounts due hereunder.

**Section 8.06 CFC Accounts.** Borrower agrees that the records of, and all computations by, CFC (in whatever media they are recorded or maintained) as to the amount of principal, interest and fees due on the Line of Credit shall be conclusive in the absence of manifest error.

**Section 8.07 Waiver; Modification.** No failure on the part of CFC to exercise, and no delay in exercising, any right or power hereunder or under the other Loan Documents shall operate as a waiver thereof, nor shall any single or partial exercise by CFC of any right hereunder, or any abandonment or discontinuance of steps to enforce such right or power, preclude any other or further exercise thereof or the exercise of any other right or power. No modification or waiver of any provision of this Agreement or the other Loan Documents and no consent to any departure by the Borrower therefrom shall in any event be effective unless the same shall be in writing by the party granting such modification, waiver or consent, and then such modification, waiver or consent shall be effective only in the specific instance and for the purpose for which given.

**SECTION 8.08 GOVERNING LAW; SUBMISSION TO JURISDICTION; WAIVER OF JURY TRIAL.**

(A) THE PERFORMANCE AND CONSTRUCTION OF THIS AGREEMENT SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAWS OF THE COMMONWEALTH OF VIRGINIA.

(B) THE BORROWER HEREBY SUBMITS TO THE NON-EXCLUSIVE JURISDICTION OF THE UNITED STATES COURTS LOCATED IN VIRGINIA AND OF ANY STATE COURT SO LOCATED FOR PURPOSES OF ALL LEGAL PROCEEDINGS ARISING OUT OF OR RELATING TO THIS AGREEMENT OR THE TRANSACTIONS CONTEMPLATED HEREBY. THE BORROWER IRREVOCABLY WAIVES, TO THE FULLEST EXTENT PERMITTED BY APPLICABLE LAW, ANY OBJECTIONS THAT IT MAY NOW OR HEREAFTER HAVE TO THE ESTABLISHING OF THE VENUE OF ANY SUCH PROCEEDINGS BROUGHT IN SUCH A COURT AND ANY CLAIM THAT ANY SUCH PROCEEDING HAS BEEN BROUGHT IN AN INCONVENIENT FORUM.

(C) THE BORROWER AND CFC EACH HEREBY IRREVOCABLY WAIVES, TO THE FULLEST EXTENT PERMITTED BY APPLICABLE LAW, ANY AND ALL RIGHT TO TRIAL BY JURY IN ANY LEGAL PROCEEDING ARISING OUT OF OR RELATING TO THIS AGREEMENT OR THE TRANSACTIONS CONTEMPLATED HEREBY.

**SECTION 8.09 INDEMNIFICATION.** THE BORROWER HEREBY INDEMNIFIES AND AGREES TO HOLD HARMLESS, AND DEFEND CFC AND ITS MEMBERS, DIRECTORS, OFFICERS, EMPLOYEES, AGENTS, ATTORNEYS AND REPRESENTATIVES (EACH AN "INDEMNITEE") FOR, FROM, AND AGAINST ALL CLAIMS, DAMAGES, LOSSES, LIABILITIES, COSTS, AND EXPENSES (INCLUDING, WITHOUT LIMITATION, COSTS AND EXPENSES OF LITIGATION AND REASONABLE ATTORNEYS' FEES) ARISING FROM ANY CLAIM OR DEMAND IN RESPECT OF THIS AGREEMENT AND THE OTHER LOAN DOCUMENTS OR THE TRANSACTIONS DESCRIBED IN THIS AGREEMENT AND THE OTHER LOAN DOCUMENTS AND ARISING AT ANY TIME, WHETHER BEFORE OR AFTER PAYMENT AND PERFORMANCE OF ALL OBLIGATIONS UNDER THIS AGREEMENT AND

THE OTHER LOAN DOCUMENTS IN FULL, EXCEPTING ANY SUCH MATTERS ARISING SOLELY FROM THE GROSS NEGLIGENCE OR WILLFUL MISCONDUCT OF CFC OR ANY INDEMNITEE. NOTWITHSTANDING ANYTHING TO THE CONTRARY CONTAINED IN SECTION 8.11 HEREOF, THE OBLIGATIONS IMPOSED UPON THE BORROWER BY THIS SECTION SHALL SURVIVE THE REPAYMENT OF THE LINE OF CREDIT AND THE TERMINATION OF THIS AGREEMENT.

**Section 8.10 Complete Agreement.** This Agreement, together with the schedules to this Agreement and the other Loan Documents, and the other agreements and matters referred to herein or by their terms referring hereto, is intended by the parties as a final expression of their agreement and is intended as a complete statement of the terms and conditions of their agreement. In the event of any conflict in the terms and provisions of this Agreement and any other Loan Documents, the terms and provisions of this Agreement shall control.

**Section 8.11 Survival; Successors and Assigns.** All covenants, agreements, representations and warranties of the Borrower which are contained in this Agreement shall survive the execution and delivery to CFC of the Loan Documents and the making of the Advances hereunder and shall continue in full force and effect until all of the obligations under the Loan Documents have been paid in full. All covenants, agreements, representations and warranties of the Borrower which are contained in this Agreement shall inure to the benefit of the successors and assigns of CFC. The Borrower shall not have the right to assign its rights or obligations under this Agreement.

**Section 8.12 Use of Terms.** The use of the singular herein shall also refer to the plural, and vice versa.

**Section 8.13 Headings.** The headings and sub-headings contained in this Agreement are intended to be used for convenience only and do not constitute part of this Agreement.

**Section 8.14 Severability.** If any term, provision or condition, or any part thereof, of this Agreement or the other Loan Documents shall for any reason be found or held invalid or unenforceable by any governmental agency or court of competent jurisdiction, such invalidity or unenforceability shall not affect the remainder of such term, provision or condition nor any other term, provision or condition, and this Agreement and the other Loan Documents shall survive and be construed as if such invalid or unenforceable term, provision or condition had not been contained therein.

**Section 8.15 Binding Effect.** This Agreement shall become effective when it shall have been executed by both Borrower and CFC and thereafter shall be binding upon and inure to the benefit of Borrower and CFC and their respective successors and assigns.

**Section 8.16 Counterparts.** This Agreement may be executed in one or more counterparts, each of which will be deemed an original and all of which together will constitute one and the same document. Signature pages may be detached from the counterparts and attached to a single copy of this Agreement to physically form one document.

**Section 8.17 Schedule 1.** Schedule 1 attached hereto is an integral part of this Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed as of the day and year first above written.

BIG RIVERS ELECTRIC CORPORATION

(SEAL)

By: Mark A. Bailey  
Title: President + CEO

Attest: Lee Bearden  
Secretary

NATIONAL RURAL UTILITIES COOPERATIVE  
FINANCE CORPORATION

(SEAL)

By: Nazir Rostom  
Assistant Secretary-Treasurer

Attest: Daniel Lyzinski  
Assistant Secretary-Treasurer

DANIEL LYZINSKI

Effective Date: February 25, 2009 (to be filled in by CFC)

Loan Number: KY062-R-5103

## SCHEDULE 1

1. The purpose of this Line of Credit is to finance storm emergency repairs and expenses related to Borrower's electric utility operations.
2. The aggregate CFC Commitment shall mean \$2,500,000.00.
3. Maturity Date shall mean the date twenty four (24) months from the Effective Date.
4. The date of the Borrower's balance sheet referred to in Section 2.01.G. is December 31, 2007. During 2008, primarily as a result of Big Rivers execution a buyout of its leveraged lease (reducing cash \$107.1 million), Big Rivers' cash and cash equivalents balance decreased from \$148.9 million to \$35.6 million.
5. The Governmental Authority referred to in Section 2.01.H. is: Kentucky Public Service Commission.
6. The special conditions referred to in Section 4.01.F. are as follows: None
7. The special covenants referred to in Section 5.01.I. are as follows:
  - (a) The Borrower shall apply the proceeds of all financing from the Federal Emergency Management Agency, or from any other funding source designated for reimbursement of emergency or hardship expenditures related to emergency repairs of its electric utility operations (the "Emergency Financing") to repay Advances with interest as provided for herein; and
  - (b) The Borrower shall achieve a DSC Ratio of not less than 1.0 and a TIER of not less than 1.05. The Borrower shall not decrease its rates for electric service if it has failed to achieve a DSC Ratio of 1.0 for the calendar year prior to such reduction subject only to an order from a governmental authority properly exercising jurisdiction over the Borrower.
8. The address for notices to the Borrower referred to in Section 8.01 is PO Box 24, Henderson, KY 42419, Attention: President/CEO, Fax: 270-827-2558.

BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2009-00040  
May 4, 2009

1 **Item 2)** Refer to the Company's response to KIUC 1-3. Please provide a copy of  
2 the Company's model used to create the results shown on the schedule attached to the  
3 narrative response. Include all assumptions, data, and computations, including electronic  
4 spreadsheets with formulas intact.

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6 **Response)** The model (electronic Excel file) developed to produce KIUC 1-3 is  
7 attached.

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9 **Witness)** C. William Blackburn  
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Big Rivers Electric Corporation  
Case No. 2009-00040  
Rolling 12-Month TIER and DSCR - March 2009 thru December 2009  
KIUC 2-2 (KIUC Q.1-3)

	Projected 2009 March	Projected 2009 April	Projected 2009 May	Projected 2009 June	Projected 2009 July
<b>TIER (Times Interest Earned Ratio)</b>	1.28	1.27	1.22	1.22	1.19
Calculated as follows:					
Net Margins + Interest expense on long-term debt (including interest charged to construction)	94,142,638.25	100,823,794.25	96,211,326.44	103,159,292.44	98,854,904.62
Interest expense on long-term debt (including interest charged to construction)	73,297,371.38	79,100,974.38	78,640,785.80	84,442,388.80	83,230,858.43
<b>DSCR (Debt Service Coverage Ratio)</b>	1.11	1.06	1.10	1.13	1.04
Calculated as follows:					
Net Margins + Interest expense on long-term debt + Depreciation & Amortization (including interest charged to construction)	127,015,833.36	136,474,864.36	131,932,606.22	141,662,397.22	137,424,567.36
Interest expense on long-term debt + Principal due on long-term debt (including interest charged to construction)	114,087,386.22	128,390,718.72	119,483,226.72	125,333,906.39	132,049,875.74
Net Margins	934,982.00	877,553.00	726,178.00	1,146,363.00	(4,786.00)
Interest Expense on Long-Term Debt	5,991,825.00	5,803,603.00	5,988,955.00	5,801,603.00	5,955,355.00
Depreciation & Amortization Transmission/A&G	479,125.00	480,088.00	480,324.00	480,552.00	481,354.00
Depreciation & Amortization Leased Assets	2,296,043.00	2,297,787.00	2,299,531.00	2,301,273.00	2,303,017.00
Principal Payments on Long-Term Debt	48,108.08	8,499,729.50	48,751.66	49,076.67	8,498,859.55
<b>Principal Payments:</b>					
RUS New Note		8,451,300.70			8,449,455.71
RUS ARVP Note					
LEM Settlement Note	48,108.08	48,428.80	48,751.66	49,076.67	49,403.84
PC Bonds					
LEM Advances					
Defeased Sale/Leaseback Obligations					
<b>Total Principal Payments</b>	<b>48,108.08</b>	<b>8,499,729.50</b>	<b>48,751.66</b>	<b>49,076.67</b>	<b>8,498,859.55</b>

Big Rivers Electric Corporation  
Case No. 2009-00040  
Rolling 12-Month TIER and DSCR - March 2009 thru December 2009  
KIUC 2-2 (KIUC Q.1-3)

	Projected 2009 August	Projected 2009 September	Projected 2009 October	Projected 2009 November	Projected 2009 December
<b>TIER (Times Interest Earned Ratio)</b>	1.17	1.14	1.13	1.09	1.09
Calculated as follows:					
Net Margins + Interest expense on long-term debt (including interest charged to construction)	104,772,273.62	101,305,444.69	106,713,956.69	103,117,838.27	109,582,012.27
Interest expense on long-term debt (including interest charged to construction)	89,184,533.43	88,801,971.94	94,698,286.94	94,287,825.83	100,137,491.83
<b>DSCR (Debt Service Coverage Ratio)</b>	1.06	1.04	0.96	0.99	0.94
Calculated as follows:					
Net Margins + Interest expense on long-term debt + Depreciation & Amortization (including interest charged to construction)	146,132,714.36	142,753,366.74	150,959,126.74	147,438,250.41	156,704,621.41
Interest expense on long-term debt + Principal due on long-term debt (including interest charged to construction)	138,053,283.94	137,675,471.71	157,072,310.14	148,215,964.78	166,496,703.52
Net Margins	(36,306.00)	(704,830.00)	(487,803.00)	(1,083,197.00)	614,508.00
Interest Expense on Long-Term Debt	5,953,675.00	5,767,423.00	5,896,315.00	5,709,823.00	5,849,666.00
Depreciation & Amortization Transmission/A&G	486,018.00	486,102.00	489,001.00	489,135.00	490,462.00
Depreciation & Amortization Leased Assets	2,304,760.00	2,306,505.00	2,308,247.00	2,309,991.00	2,311,735.00
Principal Payments on Long-Term Debt	49,733.20	50,064.76	13,500,523.43	50,734.51	12,431,072.74
<b>Principal Payments:</b>					
RUS New Note			13,450,124.91		
RUS ARVP Note					
LEM Settlement Note	49,733.20	50,064.76	50,398.52	50,734.51	51,072.74
PC Bonds					
LEM Advances					
Defeased Sale/Leaseback Obligations					12,380,000.00
<b>Total Principal Payments</b>	<b>49,733.20</b>	<b>50,064.76</b>	<b>13,500,523.43</b>	<b>50,734.51</b>	<b>12,431,072.74</b>

BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2009-00040  
May 4, 2009

1 **Item 3)** Refer to Seelye Exhibit 2 Schedule 1.04. Please provide the detailed  
2 computations by month and in total for the pro forma test year for each item on lines 1-  
3 13. Show the computations for each debt issue, including the timing of the expense  
4 accruals and interest payments and the interest rates assumed on each issue. The  
5 computations should be provided in the form of an electronic spreadsheet with all  
6 formulas intact.

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8 **Response)** Please see the attached hardcopy and CD containing the electronic Excel  
9 file.

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11 **Witness)** C. William Blackburn  
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1 **Pollution Control Bonds-1983 Series**  
 2 **Variable Interest Rate**  
 3 **Interest payments made semi-annually on June 1 & Dec 1**

4 <b>Matures June 2013</b>	<b>December</b>	<b>January</b>	<b>February</b>	<b>March</b>	<b>April</b>	<b>May</b>	<b>June</b>
5 Beginning Principal Balance	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00
6 Beginning Accrued Interest	1,075,252.00	213,829.00	454,743.00	695,657.00	909,485.00	1,150,399.00	1,391,313.00
7 Beginning Prepaid Interest	1,143,723.00	1,126,359.00	1,108,995.00	1,091,631.00	1,074,267.00	1,056,903.00	1,039,539.00
8 Interest Expense	258,278.00	258,278.00	258,278.00	258,278.00	258,278.00	258,278.00	258,278.00
9 Interest Payment	1,102,337.00	0.00	0.00	27,086.00	0.00	0.00	1,418,396.00
10 Interest Charged to Prepaid Exp	17,364.00	17,364.00	17,364.00	17,364.00	17,364.00	17,364.00	17,364.00
11 Interest Compounded	0.00	0.00	0.00	0.00	0.00	0.00	0.00
12 Principal Payment	0.00	0.00	0.00	0.00	0.00	0.00	0.00
13 Ending Accrued Interest	213,829.00	454,743.00	695,657.00	909,485.00	1,150,399.00	1,391,313.00	213,831.00
14 Ending Prepaid Interest	1,126,359.00	1,108,995.00	1,091,631.00	1,074,267.00	1,056,903.00	1,039,539.00	1,022,175.00
15 Ending Principal Balance	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00
16 (PRO FORMA IS TWELVE MONTHS ANNUALIZED)							
17 Cash Flow	1,102,337.00	0.00	0.00	27,086.00	0.00	0.00	1,418,396.00

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 20 **Pollution Control Bonds-2001A Series**  
 21 **Variable Interest Rate**  
 22 **Interest payments made monthly**

23 <b>Matures October 2022</b>	<b>December</b>	<b>January</b>	<b>February</b>	<b>March</b>	<b>April</b>	<b>May</b>	<b>June</b>
24 Beginning Principal Balance	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00
25 Beginning Accrued Interest	137,676.00	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00
26 Beginning Prepaid Interest	3,159,230.00	3,141,445.00	3,123,660.00	3,105,875.00	3,088,090.00	3,070,305.00	3,052,520.00
27 Interest Expense	1,284,639.00	1,284,639.00	1,284,639.00	1,284,639.00	1,284,639.00	1,284,639.00	1,284,639.00
28 Interest Payment	137,676.00	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00
29 Interest Charged to Prepaid Exp	17,785.00	17,785.00	17,785.00	17,785.00	17,785.00	17,785.00	17,785.00
30 Interest Compounded	0.00	0.00	0.00	0.00	0.00	0.00	0.00
31 Principal Payment	0.00	0.00	0.00	0.00	0.00	0.00	0.00
32 Ending Accrued Interest	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00
33 Ending Prepaid Interest	3,141,445.00	3,123,660.00	3,105,875.00	3,088,090.00	3,070,305.00	3,052,520.00	3,034,735.00
34 Ending Principal Balance	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00
35 (PRO FORMA IS TWELVE MONTHS ANNUALIZED)							
36 Cash Flow	137,676.00	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00

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Big Rivers Electric Corporation  
 KIUC Q2-3  
 Long-term Debt Pro Forma

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**LEM Settlement Note**  
**Interest Rate = 8.00%**  
**Payable in monthly installments through July 2023**

	<u>September 2008</u>	<u>October 2008</u>	<u>November 2008</u>	<u>December 2008</u>	<u>January 2009</u>	<u>February 2009</u>	<u>March 2009</u>
Beginning Principal Balance	15,844,745.00	15,798,517.00	15,751,981.00	15,705,135.00	15,657,976.00	15,610,503.00	15,562,714.00
Beginning Accrued Interest	17,605.00	17,553.00	17,502.00	17,450.00	17,397.00	17,344.00	17,291.00
Interest Expense	105,580.00	105,272.00	104,961.00	104,648.00	104,334.00	104,017.00	103,698.00
Interest Payment	105,632.00	105,323.00	105,013.00	104,701.00	104,387.00	104,070.00	103,751.00
Interest Compounded	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Principal Payment	46,228.00	46,536.00	46,846.00	47,159.00	47,473.00	47,789.00	48,108.00
Ending Accrued Interest	17,553.00	17,502.00	17,450.00	17,397.00	17,344.00	17,291.00	17,238.00
Ending Principal Balance	15,798,517.00	15,751,981.00	15,705,135.00	15,657,976.00	15,610,503.00	15,562,714.00	15,514,606.00
(PRO FORMA IS TWELVE MONTHS ENDED 8/31/09)	151,860.00	151,859.00	151,859.00	151,860.00	151,860.00	151,859.00	151,859.00
Cash Flow							

**Green River Coal Settlement**  
**No interest**  
**Payable per Settlement Agreement**

	<u>December</u>	<u>January</u>	<u>February</u>	<u>March</u>	<u>April</u>	<u>May</u>	<u>June</u>
Beginning Principal Balance	45,000.00	45,000.00	45,000.00	45,000.00	45,000.00	45,000.00	45,000.00
Beginning Accrued Interest	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Interest Expense	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Interest Payment	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Interest Compounded	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Principal Payment	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Ending Accrued Interest	45,000.00	45,000.00	45,000.00	45,000.00	45,000.00	45,000.00	45,000.00
Ending Principal Balance							
(PRO FORMA IS TWELVE MONTHS ENDED 11/30/08)	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Cash Flow							

Big Rivers Electric Corporation  
 KIUC Q2-3  
 Long-term Debt Pro Forma

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	<u>September 2008</u>	<u>October 2008</u>	<u>November 2008</u>	<u>December 2008</u>	<u>January 2009</u>	<u>February 2009</u>	<u>March 2009</u>
<b>New RUS Note (Financial Statement)</b>							
<b>Interest Rate = 5.817%</b>							
Beginning Principal Balance	778,746,195.00	778,746,195.00	765,296,538.00	765,296,538.00	765,296,538.00	756,847,311.00	756,847,311.00
Beginning Accrued Interest	4,759,916.00	7,077,957.00	2,253,879.00	4,507,758.00	6,883,332.00	2,102,782.00	4,097,881.00
Interest Expense	3,715,041.00	3,774,713.00	3,650,879.00	3,772,574.00	3,743,840.00	3,379,099.00	3,741,145.00
Interest Payment	1,397,000.00	8,598,791.00	1,397,000.00	1,397,000.00	8,524,390.00	1,384,000.00	1,384,000.00
Interest Compounded	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Principal Payment	0.00	13,449,657.00	0.00	0.00	8,449,227.00	0.00	0.00
Ending Accrued Interest	7,077,957.00	2,253,879.00	4,507,758.00	6,883,332.00	2,102,782.00	4,097,881.00	6,455,026.00
Ending Principal Balance	778,746,195.00	765,296,538.00	765,296,538.00	765,296,538.00	756,847,311.00	756,847,311.00	756,847,311.00
(PRO FORMA PERIOD IS TWELVE MONTHS ENDED 8/31/09)							
Cash Flow	1,397,000.00	22,048,448.00	1,397,000.00	1,397,000.00	16,973,617.00	1,384,000.00	1,384,000.00

	<u>September 2008</u>	<u>October 2008</u>	<u>November 2008</u>	<u>December 2008</u>	<u>January 2009</u>	<u>February 2009</u>	<u>March 2009</u>
<b>RUS ARVP Note (Financial Statement)</b>							
Beginning Principal Balance	100,824,133.00	102,298,458.00	102,298,458.00	102,194,878.00	103,685,259.00	103,685,259.00	103,248,106.00
Beginning Accrued Interest	995,103.00	0.00	502,437.00	988,453.00	0.00	510,625.00	971,001.00
Interest Expense	479,222.00	502,437.00	631,868.00	501,928.00	510,625.00	1,059,973.00	508,472.00
Interest Payment	0.00	0.00	145,652.00	0.00	0.00	599,597.00	0.00
Interest Compounded	1,474,325.00	0.00	0.00	1,490,381.00	0.00	0.00	1,479,473.00
Principal Payment	0.00	0.00	103,580.00	0.00	0.00	437,153.00	0.00
Ending Accrued Interest	0.00	502,437.00	988,453.00	0.00	510,625.00	971,001.00	0.00
Ending Principal Balance	102,298,458.00	102,298,458.00	102,194,878.00	103,685,259.00	103,685,259.00	103,248,106.00	104,727,579.00
(PRO FORMA IS BUDGETED TWELVE MONTHS ENDED 8/31/09)							
Cash Flow	0.00	0.00	249,232.00	0.00	0.00	1,036,750.00	0.00

Big Rivers Electric Corporation  
 KIUC Q2-3  
 Long-term Debt Pro Forma

	<u>Month 1</u>	<u>Month 2</u>	<u>Month 3</u>	<u>Month 4</u>	<u>Month 5</u>	<u>Month 6</u>	<u>Month 7</u>
105							
106 <b>Total Long-Term Debt (Financial Statement)</b>							
107 Beginning Principal Balance	1,037,560,073.00	1,038,988,170.00	1,025,491,977.00	1,025,341,551.00	1,026,784,773.00	1,018,288,073.00	1,017,803,131.00
108 Beginning Accrued Interest	6,985,552.00	8,576,193.00	4,495,415.00	7,476,172.00	9,077,068.00	5,048,004.00	7,744,340.00
109 Beginning Prepaid Interest	4,302,953.00	4,267,804.00	4,232,655.00	4,197,506.00	4,162,357.00	4,127,208.00	4,092,059.00
110 Interest Expense	5,842,760.00	5,925,339.00	5,930,425.00	5,922,067.00	5,901,716.00	6,086,006.00	5,896,232.00
111 Interest Payment	2,742,645.00	9,970,968.00	2,914,519.00	2,795,641.00	9,895,631.00	3,354,521.00	4,173,001.00
112 Interest Charged to Prepaid Expense	35,149.00	35,149.00	35,149.00	35,149.00	35,149.00	35,149.00	35,149.00
113 Interest Compounded	1,474,325.00	0.00	0.00	1,490,381.00	0.00	0.00	1,479,473.00
114 Principal Payment	46,228.00	13,496,193.00	150,426.00	47,159.00	8,496,700.00	484,942.00	48,108.00
115 Ending Accrued Interest	8,576,193.00	4,495,415.00	7,476,172.00	9,077,068.00	5,048,004.00	7,744,340.00	7,952,949.00
116 Ending Prepaid Expense	4,267,804.00	4,232,655.00	4,197,506.00	4,162,357.00	4,127,208.00	4,092,059.00	4,056,910.00
117 Ending Principal Balance	<u>1,038,988,170.00</u>	<u>1,025,491,977.00</u>	<u>1,025,341,551.00</u>	<u>1,026,784,773.00</u>	<u>1,018,288,073.00</u>	<u>1,017,803,131.00</u>	<u>1,019,234,496.00</u>
118							
119 Cash Flow-Payments	<u>2,788,873.00</u>	<u>23,467,161.00</u>	<u>3,064,945.00</u>	<u>2,842,800.00</u>	<u>18,392,331.00</u>	<u>3,839,463.00</u>	<u>4,221,109.00</u>

**PRO FORMA  
 PERIOD**

	<u>July</u>	<u>August</u>	<u>September</u>	<u>October</u>	<u>November</u>	<u>Total</u>
1 <b>Pollution Control Bonds-1983 Series</b>						
2 <b>Variable Interest Rate</b>						
3 <b>Interest payments made semi-annually on June 1 &amp; Dec 1</b>						
4 <b>Matures June 2013</b>						
5 Beginning Principal Balance	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00
6 Beginning Accrued Interest	213,831.00	454,745.00	695,659.00	909,487.00	1,150,401.00	1,075,252.00
7 Beginning Prepaid Interest	1,022,175.00	1,004,811.00	987,447.00	970,083.00	952,719.00	1,143,723.00
8 Interest Expense	258,278.00	258,278.00	258,278.00	258,278.00	258,275.00	3,099,333.00
9 Interest Payment	0.00	0.00	27,086.00	0.00	0.00	2,574,905.00
10 Interest Charged to Prepaid Exp	17,364.00	17,364.00	17,364.00	17,364.00	17,360.00	208,364.00
11 Interest Compounded	0.00	0.00	0.00	0.00	0.00	0.00
12 Principal Payment	0.00	0.00	0.00	0.00	0.00	0.00
13 Ending Accrued Interest	454,745.00	695,659.00	909,487.00	1,150,401.00	1,391,316.00	1,391,316.00
14 Ending Prepaid Interest	1,004,811.00	987,447.00	970,083.00	952,719.00	935,359.00	935,359.00
15 Ending Principal Balance	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00	58,800,000.00
16 (PRO FORMA IS TWELVE MONTHS ANNUALIZED)	0.00	0.00	27,086.00	0.00	0.00	2,574,905.00
17 Cash Flow						
18						
19						
20 <b>Pollution Control Bonds-2001A Series</b>						
21 <b>Variable Interest Rate</b>						
22 <b>Interest payments made monthly</b>						
23 <b>Matures October 2022</b>						
24 Beginning Principal Balance	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00
25 Beginning Accrued Interest	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	137,676.00
26 Beginning Prepaid Interest	3,034,735.00	3,016,950.00	2,999,165.00	2,981,380.00	2,963,595.00	3,159,230.00
27 Interest Expense	1,284,639.00	1,284,639.00	1,284,639.00	1,284,639.00	1,284,635.00	15,415,664.00
28 Interest Payment	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	1,284,210.00	14,090,426.00
29 Interest Charged to Prepaid Exp	17,785.00	17,785.00	17,785.00	17,785.00	17,779.00	213,414.00
30 Interest Compounded	0.00	0.00	0.00	0.00	0.00	0.00
31 Principal Payment	0.00	0.00	0.00	0.00	0.00	0.00
32 Ending Accrued Interest	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	1,249,500.00	1,249,500.00
33 Ending Prepaid Interest	3,016,950.00	2,999,165.00	2,981,380.00	2,963,595.00	2,945,816.00	2,945,816.00
34 Ending Principal Balance	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00	83,300,000.00
35 (PRO FORMA IS TWELVE MONTHS ANNUALIZED)	1,266,854.00	1,266,854.00	1,266,854.00	1,266,854.00	1,284,210.00	14,090,426.00
36 Cash Flow						
37						



Big Rivers Electric Corporation  
 KIUC Q2-3  
 Long-term Debt Pro Forma

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**LEM Settlement Note**  
**Interest Rate = 8.00%**

<u>Payable in monthly installments through July 2023</u>	<u>April 2009</u>	<u>May 2009</u>	<u>June 2009</u>	<u>July 2009</u>	<u>August 2009</u>	<u>Total</u>
Beginning Principal Balance	15,514,606.00	15,466,177.00	15,417,425.00	15,368,348.00	15,318,944.00	15,844,745.00
Beginning Accrued Interest	17,238.00	17,184.00	17,130.00	17,075.00	17,020.00	17,605.00
Interest Expense	103,377.00	103,054.00	102,728.00	102,401.00	102,071.00	1,246,141.00
Interest Payment	103,431.00	103,108.00	102,783.00	102,456.00	102,126.00	1,246,781.00
Interest Compounded	0.00	0.00	0.00	0.00	0.00	0.00
Principal Payment	48,429.00	48,752.00	49,077.00	49,404.00	49,732.00	575,533.00
Ending Accrued Interest	17,184.00	17,130.00	17,075.00	17,020.00	16,965.00	16,965.00
Ending Principal Balance	15,466,177.00	15,417,425.00	15,368,348.00	15,318,944.00	15,269,212.00	15,269,212.00
(PRO FORMA IS TWELVE MONTHS ENDED 8/31/09)						
Cash Flow	151,860.00	151,860.00	151,860.00	151,860.00	151,858.00	1,822,314.00

**Green River Coal Settlement**  
**No interest**

<u>Payable per Settlement Agreement</u>	<u>July</u>	<u>August</u>	<u>September</u>	<u>October</u>	<u>November</u>	<u>Total</u>
Beginning Principal Balance	45,000.00	45,000.00	0.00	0.00	0.00	45,000.00
Beginning Accrued Interest	0.00	0.00	0.00	0.00	0.00	0.00
Interest Expense	0.00	0.00	0.00	0.00	0.00	0.00
Interest Payment	0.00	0.00	0.00	0.00	0.00	0.00
Interest Compounded	0.00	0.00	0.00	0.00	0.00	0.00
Principal Payment	0.00	45,000.00	0.00	0.00	0.00	45,000.00
Ending Accrued Interest	0.00	0.00	0.00	0.00	0.00	0.00
Ending Principal Balance	45,000.00	0.00	0.00	0.00	0.00	0.00
(PRO FORMA IS TWELVE MONTHS ENDED 11/30/08)						
Cash Flow	0.00	45,000.00	0.00	0.00	0.00	45,000.00

Big Rivers Electric Corporation  
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 Long-term Debt Pro Forma

	<u>April 2009</u>	<u>May 2009</u>	<u>June 2009</u>	<u>July 2009</u>	<u>August 2009</u>	<u>Total</u>
69						
70	<b>New RUS Note (Financial Statement)</b>					
71	<b>Interest Rate = 5.817%</b>					
72	756,847,311.00	748,396,010.00	748,396,010.00	748,396,010.00	739,946,554.00	778,746,195.00
73	6,455,026.00	2,076,702.00	4,392,072.00	6,588,107.00	2,155,617.00	4,759,916.00
74	3,581,383.00	3,699,370.00	3,580,035.00	3,658,951.00	3,657,604.00	43,954,634.00
75	7,959,707.00	1,384,000.00	1,384,000.00	8,091,441.00	1,384,000.00	44,285,329.00
76	0.00	0.00	0.00	0.00	0.00	0.00
77	8,451,301.00	0.00	0.00	8,449,456.00	0.00	38,799,641.00
78	2,076,702.00	4,392,072.00	6,588,107.00	2,155,617.00	4,429,221.00	4,429,221.00
79	748,396,010.00	748,396,010.00	748,396,010.00	739,946,554.00	739,946,554.00	739,946,554.00
80	<b>(PRO FORMA PERIOD IS TWELVE MONTHS ENDED 8/31/09)</b>					
81	16,411,008.00	1,384,000.00	1,384,000.00	16,540,897.00	1,384,000.00	83,084,970.00
82						
83						
84						
85	<b>RUS ARVP Note (Financial Statement)</b>					
86						
87	104,727,579.00	104,727,579.00	104,727,579.00	106,241,578.00	106,241,578.00	100,824,133.00
88	0.00	499,121.00	1,014,879.00	0.00	523,214.00	995,103.00
89	499,121.00	515,758.00	499,120.00	523,214.00	523,214.00	6,754,752.00
90	0.00	0.00	0.00	0.00	0.00	745,249.00
91	0.00	0.00	1,513,999.00	0.00	0.00	5,958,178.00
92	0.00	0.00	0.00	0.00	0.00	540,733.00
93	499,121.00	1,014,879.00	0.00	523,214.00	1,046,428.00	1,046,428.00
94	104,727,579.00	104,727,579.00	106,241,578.00	106,241,578.00	106,241,578.00	106,241,578.00
95	<b>(PRO FORMA IS BUDGETED TWELVE MONTHS ENDED 8/31/09)</b>					
96	0.00	0.00	0.00	0.00	0.00	1,285,982.00
97						
98						
99						
104						

Big Rivers Electric Corporation  
 KIUC Q2-3  
 Long-term Debt Pro Forma

	<u>Month 8</u>	<u>Month 9</u>	<u>Month 10</u>	<u>Month 11</u>	<u>Month 12</u>	<u>Total</u>
105 <b>Total Long-Term Debt (Financial Statement)</b>						1,037,560,073.00
106 Beginning Principal Balance	1,019,234,496.00	1,010,734,766.00	1,010,641,014.00	1,012,105,936.00	1,003,607,076.00	6,985,552.00
107 Beginning Accrued Interest	7,952,949.00	4,314,606.00	7,386,594.00	8,781,523.00	5,113,106.00	4,302,953.00
108 Beginning Prepaid Interest	4,056,910.00	4,021,761.00	3,986,612.00	3,951,463.00	2,237,354.00	70,470,524.00
109 Interest Expense	5,726,798.00	5,861,099.00	5,724,800.00	5,827,483.00	5,825,799.00	62,942,690.00
110 Interest Payment	9,329,992.00	2,753,962.00	2,780,723.00	9,460,751.00	2,770,336.00	421,778.00
111 Interest Charged to Prepaid Expense	35,149.00	35,149.00	35,149.00	35,149.00	35,139.00	5,958,178.00
112 Interest Compounded	0.00	0.00	1,513,999.00	0.00	0.00	39,960,907.00
113 Principal Payment	8,499,730.00	93,752.00	49,077.00	8,498,860.00	49,732.00	8,133,430.00
114 Ending Accrued Interest	4,314,606.00	7,386,594.00	8,781,523.00	5,113,106.00	8,133,430.00	3,881,175.00
115 Ending Prepaid Expense	4,021,761.00	3,986,612.00	3,951,463.00	3,916,314.00	2,202,215.00	1,003,557,344.00
116 Ending Principal Balance	<u>1,010,734,766.00</u>	<u>1,010,641,014.00</u>	<u>1,012,105,936.00</u>	<u>1,003,607,076.00</u>	<u>1,003,557,344.00</u>	<u>102,903,597.00</u>
117 Cash Flow-Payments	<u>17,829,722.00</u>	<u>2,847,714.00</u>	<u>2,829,800.00</u>	<u>17,959,611.00</u>	<u>2,820,068.00</u>	

**Big Rivers Electric Corporation**

No Interest on July 17, 1998.

Interest on the date of payment.

5.8200600600%

CR. 237

DR.224

1,016,280,499.49

MONTH			CASH FLOW	INTEREST EXPENSE	ACCRUED INTEREST	INTEREST PAYMENT	DR.224 PRINCIPAL PAYMENT	1,016,280,499.49 PRINCIPAL BALANCE
25-Sep-08	25	366	1,397,000.00	3,095,867.23	6,458,783.28	1,397,000.00	0.00	778,746,194.87
30-Sep-08	5	366	0.00	619,173.45	7,077,956.73	0.00	0.00	778,746,194.87
01-Oct-08	1	366	20,651,448.49	123,834.69	0.00	7,201,791.42	13,449,657.07	765,296,537.80
24-Oct-08	23	366	1,397,000.00	2,799,006.88	1,402,006.88	1,397,000.00	0.00	765,296,537.80
31-Oct-08	7	366	0.00	851,871.66	2,253,878.54	0.00	0.00	765,296,537.80
17-Nov-08	17	366	0.00	2,068,831.17	4,322,709.71	0.00	0.00	765,296,537.80
25-Nov-08	8	366	1,397,000.00	973,567.61	3,899,277.32	1,397,000.00	0.00	765,296,537.80
30-Nov-08	5	366	0.00	608,479.76	4,507,757.08	0.00	0.00	765,296,537.80
23-Dec-08	23	366	1,397,000.00	2,799,006.88	5,909,763.96	1,397,000.00	0.00	765,296,537.80
31-Dec-08	8	366	0.00	973,567.61	6,883,331.57	0.00	0.00	765,296,537.80
02-Jan-09	2	<b>365</b>	15,576,616.96	244,058.73	0.00	7,127,390.30	8,449,226.66	756,847,311.14
23-Jan-09	21	365	1,397,000.00	2,534,324.19	1,137,324.19	1,397,000.00	0.00	756,847,311.14
31-Jan-09	8	365	0.00	965,456.83	2,102,781.02	0.00	0.00	756,847,311.14
16-Feb-09	16	365	0.00	1,930,913.67	4,033,694.69	0.00	0.00	756,847,311.14
25-Feb-09	9	365	1,384,000.00	1,086,138.94	3,735,833.63	1,384,000.00	0.00	756,847,311.14
28-Feb-09	3	365	0.00	362,046.31	4,097,879.94	0.00	0.00	756,847,311.14
25-Mar-09	25	365	1,384,000.00	3,017,052.61	5,730,932.55	1,384,000.00	0.00	756,847,311.14
31-Mar-09	6	365	0.00	724,092.63	6,455,025.18	0.00	0.00	756,847,311.14
01-Apr-09	1	365	15,027,007.98	120,682.10	0.00	6,575,707.28	8,451,300.70	748,396,010.44
24-Apr-09	23	365	1,384,000.00	2,744,693.80	1,360,693.80	1,384,000.00	0.00	748,396,010.44
30-Apr-09	6	365	0.00	716,007.08	2,076,700.88	0.00	0.00	748,396,010.44
15-May-09	15	365	0.00	1,790,017.70	3,866,718.58	0.00	0.00	748,396,010.44
25-May-09	10	365	1,384,000.00	1,193,345.13	3,676,063.71	1,384,000.00	0.00	748,396,010.44
31-May-09	6	365	0.00	716,007.08	4,392,070.79	0.00	0.00	748,396,010.44
25-Jun-09	25	365	1,384,000.00	2,983,362.83	5,991,433.62	1,384,000.00	0.00	748,396,010.44
30-Jun-09	5	365	0.00	596,672.57	6,588,106.19	0.00	0.00	748,396,010.44
01-Jul-09	1	365	15,156,896.41	119,334.51	0.00	6,707,440.70	8,449,455.71	739,946,554.73
24-Jul-09	23	365	1,384,000.00	2,713,705.97	1,329,705.97	1,384,000.00	0.00	739,946,554.73
31-Jul-09	7	365	0.00	825,910.51	2,155,616.48	0.00	0.00	739,946,554.73
17-Aug-09	17	365	0.00	2,005,782.67	4,161,399.15	0.00	0.00	739,946,554.73
25-Aug-09	8	365	1,384,000.00	943,897.73	3,721,296.88	1,384,000.00	0.00	739,946,554.73
31-Aug-09	6	365	0.00	707,923.30	4,429,220.18	0.00	0.00	739,946,554.73

Big Rivers Electric Corporation  
**RUS-ARVP NOTE (2008 ACTUAL; 2009 BUDGETED)**

No Interest on July 17, 1998.

Interest on the date of payment.

Maturity Date - December 31, 2023

5.799%

MONTH	BEGINNING PRINCIPAL	INTEREST EXPENSE	INTEREST PAID	ACCRUED INTEREST	PRINCIPAL PAID	FINANCIAL ENDING PRINCIPAL	STATED ENDING PRINCIPAL
30-Sep-08 30 366	100,824,133.31	479,221.74	0.00	0.00	0.00	102,298,458.27	246,148,630.95
31-Oct-08 31 366	102,298,458.27	502,436.92	0.00	502,436.92	0.00	102,298,458.27	246,148,630.95
17-Nov-08 17 366	102,298,458.27	421,182.27	145,652.35	777,966.84	103,580.19	102,194,878.08	245,899,398.41
30-Nov-08 13 366	102,194,878.08	210,486.01	0.00	988,452.85	0.00	102,194,878.08	245,899,398.41
31-Dec-08 31 366	102,194,878.08	501,928.19	0.00	0.00	0.00	103,685,259.12	245,899,398.41
31-Jan-09 31 365	103,685,259.12	510,624.80	0.00	510,624.80	0.00	103,685,259.12	245,899,398.41
16-Feb-09 16 365	103,685,259.12	863,145.17	599,596.88	774,173.09	437,153.12	103,248,106.00	244,862,648.41
28-Feb-09 12 365	103,248,106.00	196,827.84	0.00	971,000.93	0.00	103,248,106.00	244,862,648.41
31-Mar-09 31 365	103,248,106.00	508,471.93	0.00	0.00	0.00	104,727,578.86	244,862,648.41
30-Apr-09 30 365	104,727,578.86	499,120.62	0.00	499,120.62	0.00	104,727,578.86	244,862,648.41
15-May-09 15 365	104,727,578.86	249,560.31	0.00	748,680.93	0.00	104,727,578.86	244,862,648.41
31-May-09 16 365	104,727,578.86	266,197.67	0.00	1,014,878.60	0.00	104,727,578.86	244,862,648.41
30-Jun-09 30 365	104,727,578.86	499,120.62	0.00	0.00	0.00	106,241,578.08	244,862,648.41
31-Jul-09 31 365	106,241,578.08	523,214.06	0.00	523,214.06	0.00	106,241,578.08	244,862,648.41
17-Aug-09 17 365	106,241,578.08	286,923.84	0.00	810,137.90	0.00	106,241,578.08	244,862,648.41
31-Aug-09 14 365	106,241,578.08	236,290.22	0.00	1,046,428.12	0.00	106,241,578.08	244,862,648.41

Big Rivers Electric Corporation  
 Long-term Debt  
 1983 Pollution Control Bonds

INT RATE = 8.00%  
 INT RATE = 3.25%  
ANNUALIZED

**Pollution Control Bonds-1983 Series**  
**Variable Interest Rate**  
**Interest payments made semi-annually on June 1 & Dec 1**

**Matures June 2013**

Beginning Principal Balance	58,800,000.00
Beginning Accrued Interest	1,075,250.64
Interest Expense	2,782,625.00
Interest Payment	2,466,560.64
Interest Charged to Prepaid Exp	0.00
Interest Compounded	0.00
Principal Payment	0.00
Ending Accrued Interest	1,391,315.00
Ending Prepaid Interest	0.00
Ending Principal Balance	58,800,000.00

**Goldman Sachs Remarketing Fee**  
**1983 Series PC Bonds Maturing June 30, 2013**  
**Interest Rate = .10%**

**Paid Quarterly in March, June, September & December**

Beginning Balance Bond Balance	58,800,000.00
Beginning Accrued Interest	0.00
Interest Expense	58,800.00
Interest Payment	58,800.00
Bond Payment	0.00
Ending Accrued Interest	0.00
Ending Bond Balance	58,800,000.00

**AMBAC (Prepaid Expense)**  
**1983 Series PC Bonds Maturing June 30, 2013**

Beginning Prepaid Interest Expense	1,143,723.59
Interest Expense Charged	208,363.80
Ending Prepaid Interest Expense	935,359.79

**Dexia Credit Local Commitment Fee**  
**1983 Series PC Bonds Maturing June 30, 2013**  
**Paid Quarterly in March, June, September & December**

Beginning Bond Basis	19,546,017.58
Beginning Accrued Interest	0.00
Interest Expense	49,543.73
Interest Payment	49,543.73
Bond Payment	0.00
Ending Accrued Interest	0.00
Ending Bond Basis	19,546,017.58

Big Rivers Electric Corporation  
 Long-term Debt  
 2001A Pollution Control Bonds  
 Prepared 02/03/09

INT RATE = 18%

**ANNUALIZED**

**Pollution Control Bonds-2001A Series  
 Variable Interest Rate**

**Interest payments made monthly**

**Matures October 2022**

Beginning Principal Balance	83,300,000.00
Beginning Accrued Interest	137,676.39
Interest Expense	14,994,000.00
Interest Payment	13,882,176.39
Interest Charged to Prepaid Exp	0.00
Interest Compounded	0.00
Principal Payment	0.00
Ending Accrued Interest	1,249,500.00
Ending Prepaid Interest	0.00
Ending Principal Balance	83,300,000.00

**U.S. Bank Broker Fees**

**2001A Series PC Bonds Maturing October 2022**

**Interest Rate = .25%**

Beginning Balance	83,300,000.00
Beginning Accrued Interest	0.00
Interest Expense	208,250.00
Interest Payment	208,250.00
Bond Payment	0.00
Ending Accrued Interest	0.00
Ending Principal Balance	83,300,000.00

**AMBAC (Prepaid Expense)**

**2001A Series PC Bonds Maturing October 2022**

Beginning Prepaid Interest Expense	3,159,229.54
Prepaid Interest on 2001A Bonds paid in 2001	
Prepaid interest balance transferred from 1985 Bonds	
Interest Expense Charged	213,414.13
Ending Prepaid Interest Expense	2,945,815.41

ASSUMED 18% INTEREST RATE (EFFECTIVE RATE AT 1/20/09)

LEM Settlement Note (Unforeseen Costs)  
 Amortization & Accrued Interest Schedule  
 Rate - 8.00%  
 Days in Month (360 Day Year) - 30

From	To	# of Days	Principal Balance A/C #224.141	Accrued Interest A/C #237.141	Interest Expense Booked	Principal Payment	Interest Payment	Balance Accrued Interest
09/01/08	09/25/08	25	15,844,744.90	88,026.36		46,227.87	105,631.63	17,553.91
09/26/08	09/30/08	5	15,798,517.03	17,553.91	105,580.27			
10/01/08	10/25/08	25	15,798,517.03	87,769.54		46,536.05	105,323.45	17,502.20
10/26/08	10/31/08	5	15,751,980.98	17,502.20	105,271.74			
11/01/08	11/25/08	25	15,751,980.98	87,511.01		46,846.29	105,013.21	17,450.15
11/26/08	11/30/08	5	15,705,134.69	17,450.15	104,961.16			
12/01/08	12/25/08	25	15,705,134.69	87,250.75		47,158.60	104,700.90	17,397.75
12/26/08	12/31/08	5	15,657,976.09	17,397.75	104,648.50			
01/01/09	01/25/09	25	15,657,976.09	86,988.76		47,472.99	104,386.51	17,345.00
01/26/09	01/31/09	5	15,610,503.10	17,345.00	104,333.76			
02/01/09	02/25/09	25	15,610,503.10	86,725.02		47,789.48	104,070.02	17,291.90
02/26/09	02/28/09	5	15,562,713.62	17,291.90	104,016.92			
03/01/09	03/25/09	25	15,562,713.62	86,459.52		48,108.08	103,751.42	17,238.45
03/26/09	03/31/09	5	15,514,605.54	17,238.45	103,697.97			
04/01/09	04/25/09	25	15,514,605.54	86,192.25		48,428.80	103,430.70	17,184.64
04/26/09	04/30/09	5	15,466,176.74	17,184.64	103,376.89			
05/01/09	05/25/09	25	15,466,176.74	85,923.20		48,751.66	103,107.84	17,130.47
05/26/09	05/31/09	5	15,417,425.08	17,130.47	103,053.67			
06/01/09	06/25/09	25	15,417,425.08	85,652.36		49,076.67	102,782.83	17,075.95
06/26/09	06/30/09	5	15,368,348.41	17,075.95	102,728.31			
07/01/09	07/25/09	25	15,368,348.41	85,379.71		49,403.84	102,455.66	17,021.05
07/26/09	07/31/09	5	15,318,944.57	17,021.05	102,400.76			
08/01/09	08/25/09	25	15,318,944.57	85,105.25		49,733.20	102,126.30	16,965.79
08/26/09	08/31/09	5	15,269,211.37	16,965.79	102,071.04			



Long-term Debt - Chapter 11 Settlements  
 Green River Coal Bankruptcy Settlement Agreement Payment Schedule

Payment Date	Andalex Resources	Buddie Morris Estate	Medco	Charles & Eleanor Foster	UMWA 1992 Benefit Plan Trustees	UMWA 1974 Pension Trust Trustees	LaDar	Totals	Balance
01/02/08	0.00 0.00	62,500.00 (62,500.00)	0.00 0.00	0.00 0.00	0.00 0.00	0.00 0.00	0.00 0.00	62,500.00 (62,500.00)	
04/01/08	0.00 0.00 0.00	62,500.00 (26,274.00) (36,226.00)	0.00 0.00 0.00	0.00 0.00 0.00	0.00 0.00 0.00	0.00 0.00 0.00	0.00 0.00 0.00	62,500.00 (26,274.00) (36,226.00)	
07/01/08	0.00 0.00	62,500.00 (62,500.00)	0.00 0.00	0.00 0.00	0.00 0.00	0.00 0.00	0.00 0.00	62,500.00 (62,500.00)	
08/22/08	56,206.57 (22,722.93) (33,483.64)	0.00 0.00 0.00	0.00 0.00 0.00	0.00 0.00 0.00	0.00 0.00 0.00	0.00 0.00 0.00	45,000.00 0.00 0.00	101,206.57 (22,722.93) (33,483.64)	Anniversary Date
10/01/08	0.00 0.00	62,500.00 (62,500.00)	0.00 0.00	0.00 0.00	0.00 0.00	0.00 0.00	0.00 0.00	62,500.00 (62,500.00)	0.00

**Big Rivers Electric Corporation**  
**Assumptions - Long Term Debt**  
Prepared 2/3/09

- 1 **RUS DEBT - NEW NOTE**
- 2     **Assumed twelve months ended 8/31/09**
- 3
- 4 **RUS DEBT - ARVP NOTE**
- 5     **Assumed budgeted twelve months ended 8/31/09 to include 2/09 estimated Arbitrage Payment**
- 6
- 7 **POLLUTION CONTROL BONDS**
- 8     1983 Series (\$58.8) Interest Rate of 8.0% effective rate at 2/03/09 on \$18,350,000 Bonds held by U.S. Bank
- 9     1983 Series (\$58.8) Interest Rate of 3.25% effective rate at 2/03/09 on \$40,450,000 Bonds held by Dexia Credit
- 10    2001A Series (\$83.3) Interest Rate of 18.0% effective rate at 2/03/09
- 11
- 12 **LEM SETTLEMENT NOTE**
- 13     **Assumed twelve months ended 08/31/09**
- 14
- 15 **PMCC NOTE - excluded**

BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2009-00040  
May 4, 2009

1 **Item 4)** Refer to Seelye Exhibit 2 Schedule 1.04. Please provide the amount of  
2 interest expense included on the PMCC note by month on lines 5 and 6 of this schedule.

3  
4 **Response)** As footnoted on Seelye Exhibit-2 Schedule 1.04, interest expense and  
5 interest payment on the 8.5% PMCC Promissory Note due 12/15/09 were intentionally  
6 excluded from lines 5 and 6.

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8 **Witness)** C. William Blackburn

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BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2009-00040  
May 4, 2009

1 **Item 5)** Refer to page 11 lines 7-8 of Mr. Seelye's Direct Testimony wherein he  
2 states that "Big Rivers estimates it will be unable to meet its debt service obligations  
3 beginning the first business day of January 2010 without ...(iii) successfully refinancing  
4 or restructuring certain debt obligations."

5 a. Please identify each of the referenced debt obligations.  
6 b. For each debt obligation identified in response to part (a) of this  
7 question, please provide a detailed description of all actions undertaken by or on behalf  
8 of Big Rivers to refinance or restructure that specific debt obligation. Provide the  
9 descriptions of the actions taken according to a chronological timeline and provide the  
10 dates at which the actions were undertaken and/or in process.

11  
12 **Response)** a. The new RUS Promissory Note is referred to as Big Rivers' debt  
13 obligations. If there is not enough cash to pay both the RUS and other creditors, it is our  
14 understanding that Federal law (specifically 31 U.S.C.A. § 3713) may require Big Rivers  
15 to pay the United States Government first.

16 b. Please refer to Big Rivers' response to Item 5 of the Commission  
17 Staff's Second Data Request to Big Rivers Electric Corporation.

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19 **Witness)** C. William Blackburn  
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BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2008-00040  
May 4, 2009

1 **Item 7)** Refer to page 55 lines 12-20 of Mr. Blackburn's Direct Testimony.

2 a. Please confirm that the SEPA resource was non-firm during the  
3 historic test year. If any of the SEPA contract purchases were firm during the historic  
4 test year, then provide a schedule showing by month the mWh and MW firm purchases  
5 and the MWh non-firm purchases. On that schedule also show the demand charges and  
6 energy charges by month for the firm and non-firm purchases.

7 b. Please provide a detailed description of the changes reflected in the  
8 Company's pro forma test year for SEPA purchases compared to the historic test year.

9 c. Please provide the LEM and SEPA contract purchases by month  
10 for the historic test year included in purchased power expense. Provide the mWh and the  
11 dollar amount for each contract for each month and the historic test year totals.

12 d. Provide the LEM and SEPA purchases by month for the pro forma  
13 test year included in purchased power expense. Provide the mWh and the dollar amount  
14 for each contract for each month and the pro forma test year totals.

15 e. Refer to lines 17-19. Please explain why "it was necessary for Big  
16 Rivers to project hourly energy purchases from the open market to support its native load  
17 during peak months in 2009"

18  
19 **Response)** a. This is to confirm that since the SEPA resource is being supplied  
20 by SEPA as "run of river" and Big Rivers does not have the ability to schedule this  
21 resource, it is considered non-firm.

22 b. The test year had actual monthly energy amounts from the run of  
23 the river allotment from SEPA. The pro forma year is intended to be the same kWh per  
24 month while reflecting an actual increase from SEPA for the energy cost per kWh  
25 delivered to Big Rivers.

26 c. The requested information is attached hereto as Item 7 c.

27 d. The requested information is attached hereto as Item 7 d.

28 e. Big Rivers' forecasted load during the peak months in 2009 is  
29 expected to exceed the 597 MW of power supplied under the LEM contract. Big Rivers  
30 does not have the ability to schedule SEPA and cannot predict how much if any SEPA  
31

BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2008-00040  
May 4, 2009

1 power may be made available to Big Rivers. Therefore, it was necessary for Big Rivers to  
2 project hourly energy purchases.

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**Witness)**      C. William Blackburn

**BIG RIVERS ELECTRIC CORPORATION  
 KIUC SECOND DATA REQUEST  
 ITEM 7c.**

TEST YEAR	LEM		SEPA	
	MWh	COST	MWh	COST
December 2007	427,435.000	8,510,769.97	15,656.000	451,314.03
January 2008	427,366.000	8,671,394.07	22,037.000	528,906.99
February 2008	386,534.000	7,767,460.44	36,574.000	705,676.91
March 2008	417,673.000	8,389,571.19	44,630.000	803,637.87
April 2008	406,403.000	8,141,233.08	46,938.000	831,703.15
may 2008	409,083.000	8,302,366.06	22,376.000	533,029.23
June 2008	409,869.000	8,376,880.00	9,651.000	378,293.23
July 2008	425,773.000	8,681,611.15	4,899.000	320,508.91
August 2008	417,850.000	8,436,530.64	5,742.000	330,759.79
September 2008	397,851.000	8,028,303.71	4,902.000	320,545.39
October 2008	409,207.000	8,201,720.62	3,654.000	229,310.53
Novemeber 2008	406,639.000	8,183,896.92	3,297.000	302,710.06
	<u>4,941,683.000</u>	<u>99,691,737.85</u>	<u>220,356.000</u>	<u>5,736,396.09</u>

**BIG RIVERS ELECTRIC CORPORATION  
 KIUC SECOND DATA REQUEST  
 ITEM 7d.**

PRO FORMA	LEM		SEPA	
	MWh	COST	MWh	COST
December	429,881.000	8,753,191.00	15,656.000	459,299.00
January	430,254.000	8,760,773.00	22,037.000	540,146.00
February	369,465.000	7,525,115.00	36,574.000	724,330.00
March	376,215.000	7,662,322.00	44,630.000	826,399.00
April	343,768.000	7,002,772.00	46,938.000	855,641.00
May	372,854.000	7,594,003.00	22,376.000	544,441.00
June	391,010.000	7,963,060.00	9,651.000	383,215.00
July	424,643.000	8,646,718.00	4,899.000	323,007.00
August	401,544.000	8,177,185.00	5,742.000	333,688.00
September	357,300.000	7,277,837.00	4,722.000	320,765.00
October	396,566.000	8,075,997.00	3,833.000	309,501.00
November	394,824.000	8,040,587.00	4,147.000	313,479.00
	<u>4,688,324.000</u>	<u>95,479,560.00</u>	<u>221,205.000</u>	<u>5,933,911.00</u>



BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2008-00040  
May 4, 2009

1 **Item 8)** Please provide the Company's "Arbitrage Report" to Board of Directors  
2 for March 2009 and each month continuing thereafter for the duration of this proceeding.

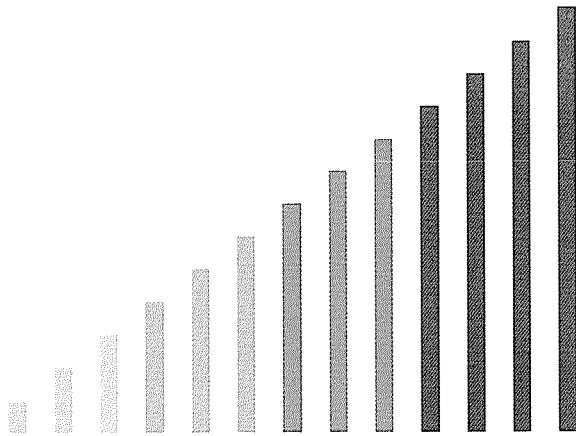
3  
4 **Response)** Attached is Big Rivers' Arbitrage Report for the month of March 2009.

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6 **Witness)** C. William Blackburn  
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# ARBITRAGE REPORT

MARCH, 2009





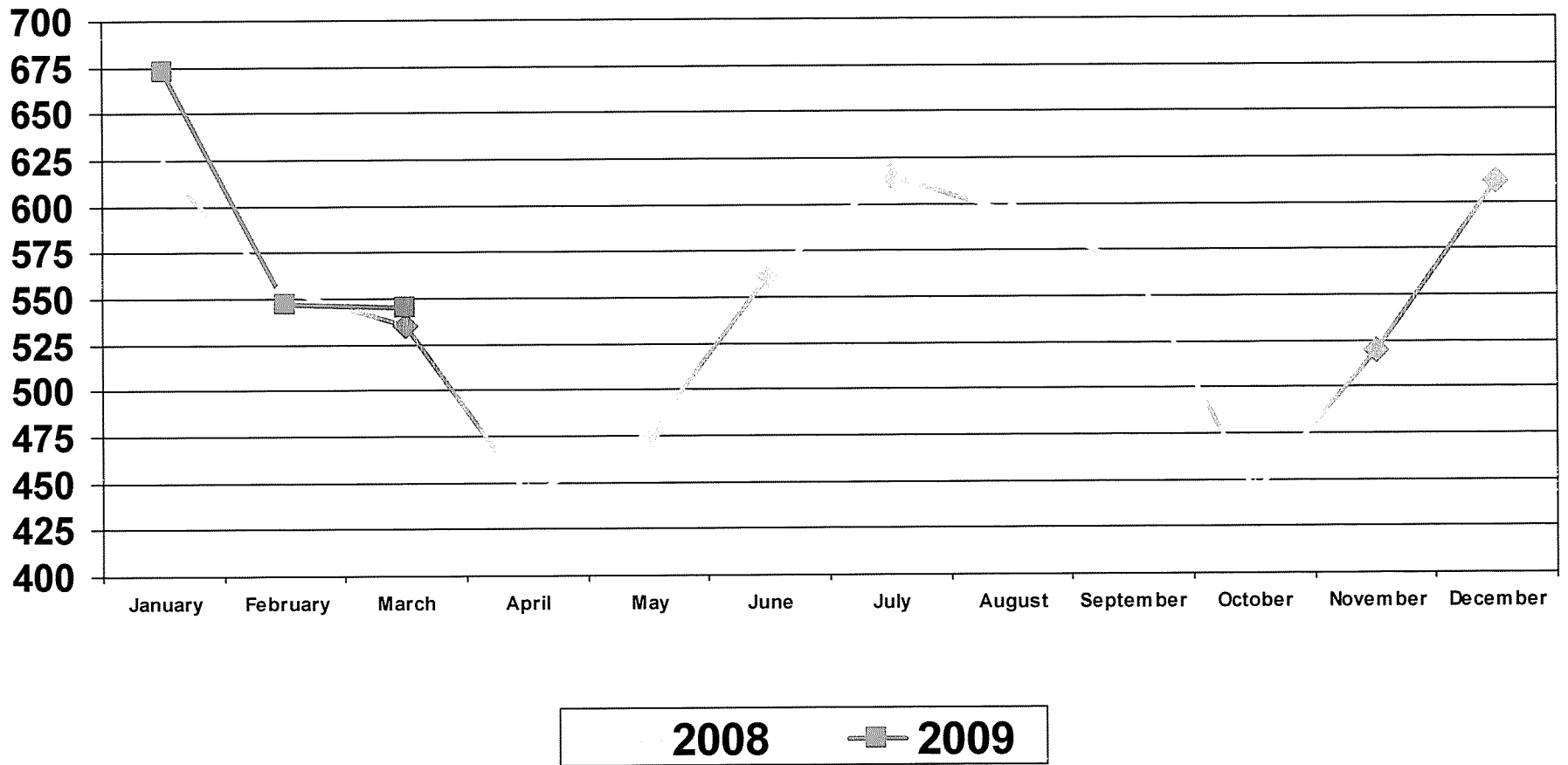


# BUDGET VARIANCE

MONTH	BUDGET	ACTUAL	VARIANCE	
January	3,317,006	3,020,553	(296,453)	
February	2,913,274	3,450,147	536,873	EST
March	3,578,597	3,083,995	(494,602)	EST
April	3,797,369			
May	3,324,590			
June	2,962,531			
July	3,158,566			
August	2,590,238			
September	2,730,766			
October	3,612,767			
November	3,238,873			
December	3,508,117			
Y-T-D	9,808,877	9,554,695	(254,182)	

# BIG RIVERS' PEAK

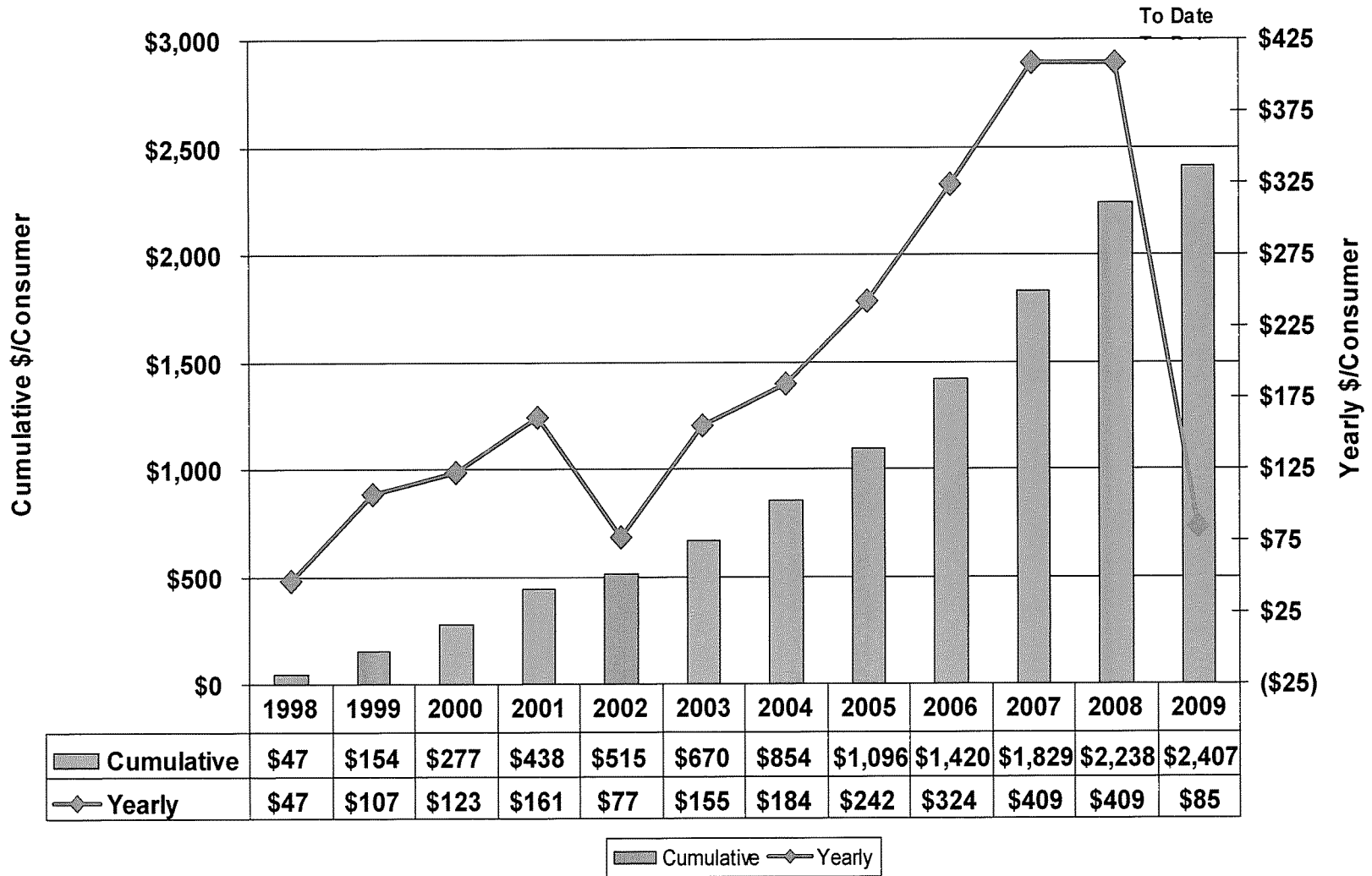
Item 8  
Page 5 of 7





# \$Savings/Consumer

Item 8  
Page 7 of 7



BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2008-00040  
May 4, 2009

1 **Item 9)** Please provide the amount of the CFC line of credit available at the end of  
2 March 2009 and each month continuing thereafter for the duration of this proceeding.  
3 Provide this information in the same format as the Company's response to KIUC 1-5.

4

5 **Response)** The attached schedule shows the amount of the CFC line of credit  
6 available at the end of March 2009.

7

8 **Witness)** C. William Blackburn

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Big Rivers Electric Corporation

Case No. 2009-00040

CFC Line of Credit Available  
KIUC Second Data Request, Q.2-9

	<u>03/31/09</u>
1 Master Facility	15,000,000
2 <u>Letters of Credit Outstanding</u>	
3 MISO	<u>2,000,000</u>
4 Total Letters of Credit Outstanding	<u>2,000,000</u>
5 Available Line of Credit	<u><u>13,000,000</u></u>

BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2008-00040  
May 4, 2009

1 **Item 10)** Please provide the Company's actual cash (including cash equivalents)  
2 balances at month end for each month December 2007 through March 2009 (April if  
3 available at the date of the response to this request).

4

5 **Response)** Please see the attached schedule.

6

7 **Witness)** C. William Blackburn

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KIUC Q. 2-10  
Big Rivers Electric Corporation  
Cash and Cash Equivalents Balance  
December 2007 - March 2009

<b>Month Ending</b>	<b>Cash and Cash Equivalents</b>
Dec-07	148,914,020.23
Jan-08	136,404,274.99
Feb-08	144,543,687.36
Mar-08	149,070,798.72
Apr-08	140,439,208.82
May-08	151,267,142.85
Jun-08	126,421,279.69
Jul-08	145,781,218.49
Aug-08	149,303,219.63
Sep-08	45,572,283.87
Oct-08	32,440,655.29
Nov-08	35,489,078.55
Dec-08	38,902,999.73
Jan-09	26,488,781.22
Feb-09	34,315,340.99
Mar-09	35,771,078.86

BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2008-00040  
May 4, 2009

1 **Item 11)** Please provide the Company's projected cash (including cash equivalents)  
2 balances at month end for each month April 2009 through January 2010. For this  
3 purpose, assume that the Commission grants the entirety of the Company's annual base  
4 rate increase on an interim basis effective July 1, 2009 and assume that the Company  
5 implements the capital budget and O&M expense reductions reflected on the Company's  
6 Redirect Exhibit 2 presented at the March 26, 2009 hearing in this proceeding. Provide  
7 all assumptions, data computations and workpapers, including electronic spreadsheets  
8 with formulas intact.

9  
10 **Response)** Please see the attached hard copy and CD containing the Excel file. In  
11 assuming the Commission granted the entirety of Big Rivers rate request effective July 1,  
12 2009, the rate through November 30, 2009, would be 34.59%, reducing to 21.62%  
13 December 1, 2009. For proposes of the assumption, Big Rivers used the rate increase it  
14 proposed if the increase was to become effective July 1, 2009. See Direct Testimony of  
15 William Steven Seelye, Application Exhibit 46, page 14 at 1.1-2. The electronic Excel file  
16 goes through December 31, 2009, as Big Rivers has not yet prepared its 2010 budget.

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18 **Witness)** C. William Blackburn  
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Junt Number		Statement of Cash Flows (Direct Format)						
1	Range		APR 2009	MAY 2009	JUN 2009	JUL 2009	AUG 2009	SEP 2009
2	447	Electric Energy Revenues	16,091,640	15,101,430	15,174,750	15,684,927	20,640,459	19,171,462
3	412/413	Income From Leased Property (Net)	2,326,504	2,436,140	2,408,223	2,390,211	2,408,521	2,193,763
4	454/456	Other Operating Revenue and Income	1,294,142	1,293,527	1,254,076	1,254,841	1,254,076	1,254,076
5		Total Oper. Revenues & Patronage Capital	<u>19,712,286</u>	<u>18,831,097</u>	<u>18,837,049</u>	<u>19,329,979</u>	<u>24,303,056</u>	<u>22,619,301</u>
6		Operating Expense - Production - Excluding Fuel	0	0	0	0	0	0
7		Operating Expense - Production - Fuel	0	0	0	0	0	0
8	555 thru 557	Operating Expense - Other Power Supply	(9,371,809)	(8,720,091)	(9,001,442)	(9,487,953)	(11,032,723)	(10,573,871)
9	560 thru 567	Operating Expense - Transmission	(585,197)	(473,915)	(480,051)	(564,052)	(487,332)	(515,019)
10		Operating Expense - Distribution	0	0	0	0	0	0
11		Operating Expense - Customer Accounts	0	0	0	0	0	0
12	908 thru 910	Operating Expense - Customer Service & Information	(81,085)	(48,065)	(49,979)	(57,824)	(48,717)	(59,270)
13	913	Operating Expense - Sales	(53,795)	(46,117)	(183,273)	(45,730)	(48,374)	(41,365)
14	920 thru 931	Operating Expense - Administrative & General	(583,915)	(1,085,726)	(1,150,477)	(1,058,456)	(1,296,771)	(997,217)
15		Total Operation Expense	<u>(10,675,801)</u>	<u>(10,373,914)</u>	<u>(10,865,222)</u>	<u>(11,214,015)</u>	<u>(12,913,917)</u>	<u>(12,186,742)</u>
16		Maintenance Expense - Production	0	0	0	0	0	0
17	568 thru 573	Maintenance Expense - Transmission	(360,803)	64,453	(308,860)	(352,936)	(334,730)	(146,237)
18		Maintenance Expense - Distribution	0	0	0	0	0	0
19	935	Maintenance Expense - General Plant	(14,968)	(12,024)	(4,505)	(26,120)	(9,272)	(10,661)
20		Total Maintenance Expense	<u>(375,771)</u>	<u>52,429</u>	<u>(313,365)</u>	<u>(379,056)</u>	<u>(344,002)</u>	<u>(156,898)</u>
21		Depreciation and Amortization Expense	0	0	0	0	0	0
22		Taxes	0	0	0	0	(1,188,424)	0
23		Interest on Long-Term Debt	(9,574,883)	(1,394,501)	(2,977,791)	(8,188,982)	(1,481,221)	(1,550,761)
24		Interest Charged to Construction Credit	0	0	0	0	0	0
25		Other Interest Expense	0	0	0	0	0	0
26		Asset Retirement Obligation	0	0	0	0	0	0
27	409/410/426/428	Other Deductions	(24,993)	(8,840)	(1,410)	(2,670)	(3,910)	(840)
28		Total Cost of Electric Service	<u>(20,651,448)</u>	<u>(11,724,826)</u>	<u>(14,157,788)</u>	<u>(19,784,723)</u>	<u>(15,931,474)</u>	<u>(13,895,241)</u>
29		Operating Margins	<u>(939,162)</u>	<u>7,106,271</u>	<u>4,679,261</u>	<u>(454,744)</u>	<u>8,371,582</u>	<u>8,724,060</u>
30	419	Interest Income	37,846	28,458	21,913	27,868	25,531	20,693
31		Allowance for Funds Used During Construction	0	0	0	0	0	0
32		Income (Loss) from Equity Investments	0	0	0	0	0	0
33		Other Non-operating Income (Net)	0	0	0	0	0	0
34		Generation & Transmission Capital Credits	0	0	0	0	0	0
35	424	Other Capital Credits and Patronage Dividends	273,376	0	0	0	0	0
36		Extraordinary Items	0	0	0	0	0	0
37		Net Patronage Capital or Margins	<u>(627,940)</u>	<u>7,134,729</u>	<u>4,701,174</u>	<u>(426,876)</u>	<u>8,397,113</u>	<u>8,744,753</u>
38		Capital Expenditures	(1,384,056)	(1,296,398)	(1,130,319)	(1,196,693)	(1,125,073)	(999,382)
39		Special Funds						
40		Principal Payments	(8,499,729)	(48,752)	(49,077)	(8,498,859)	(49,733)	(50,064)
41		Leveraged Lease Termination	0	0	0	0	0	0
42		Net Increase/(Decrease) In Cash and Cash Equivalents	<u>(10,511,725)</u>	<u>5,789,579</u>	<u>3,521,778</u>	<u>(10,122,428)</u>	<u>7,222,307</u>	<u>7,695,307</u>
43		Cash and Cash Equivalents - Beginning of Period	34,972,267	24,460,542	30,250,121	33,771,899	23,649,471	30,871,778
44		Cash and Cash Equivalents - End of Period	24,460,542	30,250,121	33,771,899	23,649,471	30,871,778	38,567,085

Account Number	Range	Statement of Cash Flows (Direct Format)	OCT 2009	NOV 2009	DEC 2009	
1						
2	447	Electric Energy Revenues	16,603,673	16,929,984	17,142,005	206,367,838
3	412/413	Income From Leased Property (Net)	2,005,233	2,101,609	2,136,077	27,369,095
4	454/456	Other Operating Revenue and Income	1,254,691	1,299,076	1,296,076	15,502,427
5		Total Oper. Revenues & Patronage Capital	<u>19,863,597</u>	<u>20,330,669</u>	<u>20,574,158</u>	<u>249,239,360</u>
6		Operating Expense - Production - Excluding Fuel	0	0	0	
7		Operating Expense - Production - Fuel	0	0	0	
8	555 thru 557	Operating Expense - Other Power Supply	(8,740,280)	(9,248,496)	(9,215,744)	(118,838,812)
9	560 thru 567	Operating Expense - Transmission	(463,854)	(473,716)	(519,929)	(6,241,480)
10		Operating Expense - Distribution	0	0	0	0
11		Operating Expense - Customer Accounts	0	0	0	0
12	908 thru 910	Operating Expense - Customer Service & Information	(49,427)	(51,432)	(58,081)	(687,071)
13	913	Operating Expense - Sales	(48,234)	(43,277)	(52,387)	(611,215)
14	920 thru 931	Operating Expense - Administrative & General	(909,622)	(1,613,751)	(911,329)	(12,240,359)
15		Total Operation Expense	<u>(10,211,417)</u>	<u>(11,430,672)</u>	<u>(10,757,470)</u>	<u>(138,618,937)</u>
16		Maintenance Expense - Production	0	0	0	
17	568 thru 573	Maintenance Expense - Transmission	(500,591)	(320,092)	(350,346)	(3,757,509)
18		Maintenance Expense - Distribution	0	0	0	0
19	935	Maintenance Expense - General Plant	(12,216)	(9,738)	(10,914)	(172,244)
20		Total Maintenance Expense	<u>(512,807)</u>	<u>(329,830)</u>	<u>(361,260)</u>	<u>(3,929,753)</u>
21		Depreciation and Amortization Expense	0	0	0	
22		Taxes	0	(558,699)	(165,259)	(1,969,720)
23		Interest on Long-Term Debt	(8,095,688)	(1,526,241)	(3,074,234)	(49,931,172)
24		Interest Charged to Construction Credit	0	0	0	0
25		Other Interest Expense				0
26		Asset Retirement Obligation	0	0	0	0
27	409/410/426/428	Other Deductions	(2,520)	390,548	(3,670)	307,700
28		Total Cost of Electric Service	<u>(18,822,432)</u>	<u>(13,454,894)</u>	<u>(14,361,893)</u>	<u>(194,141,882)</u>
29		Operating Margins	<u>1,041,165</u>	<u>6,875,775</u>	<u>6,212,265</u>	<u>55,097,478</u>
30	419	Interest Income	23,725	16,965	7,958	318,932
31		Allowance for Funds Used During Construction	0	0	0	0
32		Income (Loss) from Equity Investments	0	0	0	0
33		Other Non-operating Income (Net)	0	0	0	0
34		Generation & Transmission Capital Credits	0	0	0	0
35	424	Other Capital Credits and Patronage Dividends	0	0	0	273,376
36		Extraordinary Items	0	0	0	0
37		Net Patronage Capital or Margins	<u>1,064,890</u>	<u>6,892,740</u>	<u>6,220,223</u>	<u>55,689,786</u>
38						
39		Capital Expenditures	(868,647)	(2,203,968)	(908,572)	(15,850,235)
40		Special Funds				0
41		Principal Payments	(13,500,524)	(50,735)	(12,431,073)	(52,208,296)
42		Leveraged Lease Termination	0	0	0	0
43		Net Increase/(Decrease) In Cash and Cash Equivalents	<u>(13,304,281)</u>	<u>4,638,037</u>	<u>(7,119,422)</u>	<u>(12,368,745)</u>
44		Cash and Cash Equivalents - Beginning of Period	38,567,085	25,262,804	29,900,841	
45		Cash and Cash Equivalents - End of Period	25,262,804	29,900,841	22,781,419	

Big Rivers Electric Corporation  
Rate Case 2009-00040  
Budget Reductions Summary  
**Monthly O&M Income Statement**

R/A	A/C No	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Total
001	426	(500)	(500)	0	0	0	0	0	0	0	0	(1,000)
<b>Other Deductions</b>		<b>(500)</b>	<b>(500)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>(1,000)</b>
017	557	(1,000)	(1,000)	(1,000)	(1,000)	(1,000)	(1,000)	(1,000)	(1,000)	(1,000)	(1,000)	(10,000)
210	557	(90)	0	0	20,910	0	0	20,910	0	0	20,910	62,640
<b>Operating Expense-Other Power Supply</b>		<b>(1,090)</b>	<b>(1,000)</b>	<b>(1,000)</b>	<b>19,910</b>	<b>(1,000)</b>	<b>(1,000)</b>	<b>19,910</b>	<b>(1,000)</b>	<b>(1,000)</b>	<b>19,910</b>	<b>52,640</b>
014	560	(213)	(213)	(213)	(213)	(213)	(213)	(213)	(746)	(213)	(213)	(2,663)
150	560	(262)	(262)	(262)	(262)	(262)	(262)	(262)	(262)	(262)	(262)	(2,620)
170	560	(12)	(12)	(12)	(12)	(12)	(12)	(12)	(12)	(12)	(12)	(120)
220	560	(5,250)	(4,703)	(2,677)	(2,647)	(2,699)	10,906	(2,131)	(1,855)	(10)	(10)	(11,076)
300	560	(1,777)	(5,077)	(1,469)	(751)	(1,092)	(8,148)	(6,735)	(7,449)	(7,156)	(721)	(40,375)
355	560	(784)	(434)	(484)	(434)	(434)	(434)	(934)	(434)	(634)	(434)	(5,640)
370	560	(887)	(1,643)	(887)	(887)	(1,202)	(884)	(884)	(884)	(884)	(892)	(9,934)
405	560	(430)	(820)	(430)	(430)	(430)	(430)	(430)	(430)	(430)	(430)	(4,690)
420	560	(6,360)	(6,360)	(6,360)	(6,360)	(6,360)	(6,360)	(6,360)	(6,360)	(6,360)	(6,363)	(63,603)
<b>Operating Expense-Transmission</b>		<b>(15,975)</b>	<b>(19,524)</b>	<b>(12,794)</b>	<b>(11,996)</b>	<b>(12,904)</b>	<b>(5,837)</b>	<b>(17,961)</b>	<b>(18,432)</b>	<b>(15,961)</b>	<b>(9,337)</b>	<b>(140,721)</b>
014	568	(107)	(107)	(107)	(107)	(107)	(107)	(107)	(374)	(107)	(107)	(1,337)
220	568	(4,213)	(3,803)	(2,374)	(2,192)	(2,472)	(2,620)	(1,781)	(1,501)	(27)	(27)	(21,010)
300	568	(346)	(745)	(163)	(5,957)	(331)	(992)	(1,741)	(1,005)	(811)	(139)	(12,230)
370	568	(957)	(841)	(397)	(397)	(582)	(397)	(397)	(957)	(397)	(397)	(5,719)
405	568	(550)	(550)	(550)	(550)	(550)	(550)	(550)	(550)	(550)	(550)	(5,500)
420	568	(79,419)	(79,479)	(82,279)	(79,479)	(79,478)	(79,418)	(279,418)	(82,218)	(79,386)	(79,823)	(1,000,397)
<b>Maintenance Expense-Transmission</b>		<b>(85,592)</b>	<b>(85,525)</b>	<b>(85,870)</b>	<b>(88,682)</b>	<b>(83,520)</b>	<b>(84,084)</b>	<b>(283,994)</b>	<b>(86,605)</b>	<b>(81,278)</b>	<b>(81,043)</b>	<b>(1,046,193)</b>
018	908	(840)	(534)	(245)	(268)	(501)	(851)	(447)	(753)	(351)	(433)	(5,223)
150	908	(1,117)	(1,031)	(1,700)	(1,644)	(1,031)	(1,562)	(2,486)	(2,456)	(910)	(1,208)	(15,145)
190	908	(8,355)	(8,372)	(8,361)	(8,401)	(8,343)	(8,392)	(8,355)	(8,364)	(8,355)	(8,362)	(83,660)
220	908	(13)	(118)	(896)	(250)	(1,227)	(1,184)	(252)	(13)	(13)	(13)	(3,979)
300	908	(14)	(81)	(42)	(153)	(81)	(153)	(42)	(81)	(42)	(39)	(728)
<b>Operating Expense-Customer Serv &amp; Info</b>		<b>(10,339)</b>	<b>(10,136)</b>	<b>(11,244)</b>	<b>(10,716)</b>	<b>(11,183)</b>	<b>(12,142)</b>	<b>(11,582)</b>	<b>(11,667)</b>	<b>(9,671)</b>	<b>(10,055)</b>	<b>(108,735)</b>
018	913	(2,676)	(825)	0	(1,030)	(1,338)	(103)	(1,440)	(722)	(2,368)	(825)	(11,327)
190	913	(102,820)	(102,812)	(102,812)	(102,820)	(102,812)	(102,812)	(102,820)	(102,812)	(102,812)	(102,797)	(1,028,129)
<b>Operating Expense-Sales</b>		<b>(105,496)</b>	<b>(103,637)</b>	<b>(102,812)</b>	<b>(103,850)</b>	<b>(104,150)</b>	<b>(102,915)</b>	<b>(104,260)</b>	<b>(103,534)</b>	<b>(105,180)</b>	<b>(103,622)</b>	<b>(1,039,456)</b>
001	921	(5,620)	(2,430)	(2,430)	(2,850)	(3,180)	(2,930)	(2,930)	(3,590)	(2,430)	(2,490)	(30,880)
010	921	(450)	(750)	(1,000)	0	(1,320)	0	0	0	0	0	(3,520)
011	921	(11,580)	(930)	(970)	(5,580)	(860)	(580)	(5,580)	(580)	(580)	(5,580)	(32,820)
012	921	0	0	0	0	0	(500)	(700)	(1,100)	(700)	(700)	(3,700)
014	921	0	0	0	0	0	0	(80,000)	0	0	0	(80,000)
017	921	(62,276)	(75,099)	(54,909)	(48,406)	(63,577)	(48,657)	(64,299)	(56,106)	(45,373)	(61,207)	(579,909)
018	921	(46,827)	(241,861)	(245,117)	(43,793)	(108,299)	(47,660)	(64,208)	(84,463)	(80,942)	(64,020)	(1,027,190)
019	921	(1,190)	(1,220)	(890)	(1,190)	(1,220)	(1,190)	(1,190)	(1,370)	(1,190)	(1,190)	(11,840)
110	921	(642)	(642)	(642)	(1,442)	(762)	(642)	(642)	(642)	(642)	(642)	(7,340)
150	921	(424)	(280)	(641)	(607)	(280)	(739)	(1,085)	(1,025)	(301)	(443)	(5,825)
170	921	(367)	(367)	(367)	(367)	(367)	(367)	(367)	(367)	(367)	(467)	(3,770)
190	921	(6,662)	(6,683)	(6,654)	(6,686)	(6,652)	(6,683)	(6,662)	(6,681)	(6,660)	(6,688)	(66,711)
210	921	(3,307)	(2,127)	(367)	(1,947)	(857)	(707)	(617)	(1,587)	(387)	(577)	(12,480)
220	921	(5,121)	(5,110)	(5,537)	(25,582)	(4,986)	131	(3,724)	(2,231)	(1,643)	(938)	(54,741)
300	921	(11,149)	(9,742)	(8,522)	(7,345)	(7,164)	(22,924)	(25,217)	(12,498)	(10,022)	(6,907)	(121,490)
370	921	(274)	(274)	(274)	(274)	(274)	(247)	(247)	(247)	(247)	(309)	(2,667)
405	921	0	(20)	0	0	0	0	0	0	0	0	(20)
<b>Operating Expense-Admin &amp; General</b>		<b>(155,889)</b>	<b>(347,535)</b>	<b>(328,320)</b>	<b>(146,069)</b>	<b>(199,798)</b>	<b>(133,695)</b>	<b>(257,468)</b>	<b>(172,487)</b>	<b>(151,484)</b>	<b>(152,158)</b>	<b>(2,044,903)</b>
170	935	(358)	(788)	(358)	(358)	(358)	(358)	(358)	(358)	(358)	(358)	(4,010)
220	935	(68)	(59)	(18)	(30)	(12)	(15)	(24)	(26)	(2)	(2)	(256)
300	935	0	(501)	0	(9,420)	(78)	(1,929)	(1,911)	(663)	(715)	0	(15,217)
<b>Maintenance Expense-General Plant</b>		<b>(426)</b>	<b>(1,348)</b>	<b>(376)</b>	<b>(9,808)</b>	<b>(448)</b>	<b>(2,302)</b>	<b>(2,293)</b>	<b>(1,047)</b>	<b>(1,075)</b>	<b>(360)</b>	<b>(19,483)</b>
<b>TOTAL</b>		<b>(375,307)</b>	<b>(569,205)</b>	<b>(542,416)</b>	<b>(351,211)</b>	<b>(413,003)</b>	<b>(341,975)</b>	<b>(657,648)</b>	<b>(394,772)</b>	<b>(365,649)</b>	<b>(336,665)</b>	<b>(4,347,851)</b>

	Jan-09	Feb-09	Mar-09	Apr-09	May-09	Jun-09	Jul-09	Aug-09	Sep-09	Oct-09	Nov-09	Dec-09	Total	
Electric Energy Revenue	(38,854)	(398,243)	(484,597)	(812,550)	(667,620)	(483,079)	(664,414)	(1,165,709)	(2,233,120)	(2,073,444)	(1,650,564)	(1,046,919)	(11,719,113)	
Purchased Power	10,506	(166,844)	(287,465)	(411,825)	(282,180)	(215,134)	(560,238)	(757,471)	(910,622)	(430,485)	(151,254)	66,062	(4,096,950)	
Net Energy Sales	(49,360)	(231,399)	(197,132)	(400,725)	(385,440)	(267,945)	(104,176)	(408,238)	(1,322,498)	(1,642,959)	(1,499,310)	(1,112,981)	(7,622,163)	
PCBs Interest:														
Interest on 1983 Series PCBs-Proforma Amount	236,332	213,462	236,332	228,709	236,332	228,709	236,332	236,332	228,709	236,332	228,709	236,333	2,782,623	
Interest on 1983 Series PCBs-Budgeted Amount	399,520	360,860	399,520	241,640	249,700	241,640	249,700	249,700	241,640	249,700	241,640	249,700	3,374,960	
Net 1983 Series PCBs Interest Adjustment	(163,188)	(147,398)	(163,188)	(12,931)	(13,368)	(12,931)	(13,368)	(13,368)	(12,931)	(13,368)	(12,931)	(13,367)	(592,337)	
Interest on 2001A Series PCBs-Proforma Amount	1,273,463	1,150,225	1,273,463	1,232,384	1,273,463	1,232,384	1,273,463	1,273,463	1,232,384	1,273,463	1,232,384	1,273,463	14,994,002	
Interest on 2001A Series PCBs-Budgeted Amount	1,291,150	1,166,200	1,291,150	342,330	353,740	342,330	353,740	353,740	342,330	353,740	342,330	353,750	6,886,530	
Net 2001A Series PCBs Interest Adjustment	(17,687)	(15,975)	(17,687)	890,054	919,723	890,054	919,723	919,723	890,054	919,723	890,054	919,713	8,107,472	
Net PCBs Interest Adjustment	(180,875)	(163,373)	(180,875)	877,123	906,355	877,123	906,355	906,355	877,123	906,355	877,123	906,346	7,515,135	
PCB Refunding Cost (Interest-Cash Flow)														
	0	0	0	5,910,000	0	0	0	0	0	0	0	0	5,910,000	
Incremental O&M (Allowances)														
	0	0	0	0	0	0	0	0	(212,329)	(212,329)	(212,329)	(212,329)	(849,316)	(849,316)
Incremental O&M (CAIR additions)	(169,707)	(169,707)	(169,707)	(169,707)	0	0	0	0	0	(169,707)	(169,707)	(169,710)	(1,187,952)	(1,187,952)
incremental O&M Total	(169,707)	(169,707)	(169,707)	(169,707)	0	0	0	0	(212,329)	(382,036)	(382,036)	(382,039)	(2,037,268)	(2,037,268)
Income Taxes-Budgeted (Other Deductions-- )														
	110,000	0	0	115,000	0	115,000	0	0	110,000	0	0	0	450,000	
Additional Rate Case Expenses (A&G)														
	(3,200)	(46,160)	(46,160)	(75,280)	(11,020)	(13,600)	(4,580)	0	0	0	0	0	(200,000)	
Pension Funding (A&G)														
	0	0	0	0	0	0	0	0	0	0	(735,123)	0	(735,123)	
Income Taxes not in ProForma/Other (Other Deductions-- )														
	0	0	0	0	0	0	0	0	0	0	398,568	0	398,568	
Unwind Cost Share (not budgeted) (A&G)														
	0	0	(100,000)	(100,000)	(100,000)	(100,000)	(100,000)	0	0	0	0	0	(500,000)	



Big Rivers Electric Corporation  
SQ Rate Case 2009-00040  
Data Request #2

Adjustments to 3/16/09 Cash Balance:

Unwind Expenses Reimbursement from WKEC	1,312,949	(received 3/20/09)
Unwind Expense Reimbursement from WKEC	896,075	(to be invoiced)
Ice Storm Damage to be Reimbursed	247,401	(to be invoiced)
KDOT Reimbursement for WO 907	264,491	(to be invoiced)
WKEC Transformer Agreement	96,080	(to be invoiced)
Coop Reimbursements (misc)	15,000	(to be invoiced)
Other Misc Reimbursements	5,000	(to be invoiced)
	<u>2,836,996</u>	
Pre-Petitioned Aleris Invoice	(168,050)	
WKE Taxes	76,168	(invoiced-not received)
	<u><u>2,745,114</u></u>	

	January 2009	February 2009	March 2009	April 2009	May 2009	June 2009
<b>MEMBER SALES - RATES:</b>						
<b>RURALS:</b>						
Demand (\$/KW) Proposed Rates 7/1/09 ? (1=Yes; 2=No)	1	\$7.370	\$7.370	\$7.370	\$7.370	\$7.370
Energy (\$/MWh)		\$20.400	\$20.400	\$20.400	\$20.400	\$20.400
<b>INDUSTRIALS:</b>						
Demand (\$/KW)		\$10.150	\$10.150	\$10.150	\$10.150	\$10.150
Energy (\$/MWh)		\$13.715	\$13.715	\$13.715	\$13.715	\$13.715

		January 2009	February 2009	March 2009	April 2009	May 2009	June 2009
<b>MEMBER SALES - DEMAND BILLING UNITS:</b>							
<b>RURALS:</b>							
Kenergy	(KW)	248,600	221,600	208,300	164,800	191,800	232,300
Jackson Purchase	(KW)	131,100	120,100	110,200	95,300	119,000	141,100
Meade County	(KW)	113,700	99,400	91,500	69,000	69,200	84,400
<b>Total Rural Demand Billing Units</b>		<b>493,400</b>	<b>441,100</b>	<b>410,000</b>	<b>329,100</b>	<b>380,000</b>	<b>457,800</b>
<b>INDUSTRIALS:</b>							
Accuride	(KW)	5,400	5,400	5,600	5,700	5,600	5,900
Alcoa Automotive	(KW)	200	200	200	300	200	300
Aleris International (formerly Commonwealth Alum)	(KW)	29,300	29,600	28,900	27,300	28,000	27,400
Allied Resources	(KW)	6,000	6,100	6,000	5,700	5,700	5,600
Armstrong Coal (formerly Ohio Co. Coal)	(KW)	2,600	2,700	2,700	2,700	2,600	2,500
Armstrong Coal S.H. Dock (new)	(KW)	4,000	4,000	4,000	4,000	4,000	4,000
Dyson Creek Mine	(KW)	100	100	100	100	100	100
Domtar Paper Co.	(KW)	25,000	25,000	27,000	27,000	27,000	26,000
Dotiki #3-Webster	(KW)	700	700	700	700	700	700
Hopkins County Coal	(KW)	500	400	400	400	400	400
KB Alloys	(KW)	2,400	2,000	2,000	2,000	2,000	2,000
Kimberly-Clark	(KW)	35,900	36,400	36,200	36,600	36,600	36,300
KMMC, L.L.C.	(KW)	200	200	200	200	200	200
Patriot Coal	(KW)	5,700	5,600	5,400	5,200	5,000	5,000
Roll Coater, Inc.	(KW)	4,000	3,900	3,900	3,900	4,000	4,000
Tyson Foods	(KW)	9,200	9,000	9,200	9,600	10,400	11,200
Valley Grain	(KW)	2,200	1,800	1,900	1,900	1,800	1,800
Shell Oil	(KW)	6,000	5,900	3,500	8,000	6,100	6,100
<b>Total Industrial Demand Billing Units</b>		<b>139,400</b>	<b>139,000</b>	<b>137,900</b>	<b>141,300</b>	<b>140,400</b>	<b>139,500</b>
<b>Total System Demand Billing Units</b>		<b>632,800</b>	<b>580,100</b>	<b>547,900</b>	<b>470,400</b>	<b>520,400</b>	<b>597,300</b>

		January 2009	February 2009	March 2009	April 2009	May 2009	June 2009
<b>MEMBER SALES - ENERGY BILLING UNITS:</b>							
<b>RURALS:</b>							
	LF >>	65.52%	70.40%	62.71%	64.04%	58.06%	60.05%
Kenergy	(KWH)	122,172,000	105,497,000	98,200,000	77,690,000	83,250,000	101,348,000
Jackson Purchase	(KWH)	66,010,000	58,076,000	52,679,000	44,070,000	50,351,000	60,745,000
Meade County	(KWH)	52,350,000	45,109,000	40,399,000	29,989,000	30,551,000	35,850,000
<b>Total Rural Energy Billing Units</b>		<b>240,532,000</b>	<b>208,682,000</b>	<b>191,278,000</b>	<b>151,749,000</b>	<b>164,152,000</b>	<b>197,943,000</b>
<b>INDUSTRIALS:</b>							
	LF >>	75.65%	72.18%	76.68%	72.61%	79.32%	76.95%
Accuride	(KWH)	2,073,000	2,085,000	2,058,000	2,030,000	2,270,000	2,110,000
Alcoa Automotive	(KWH)	97,000	97,000	107,000	164,000	164,000	154,000
Aleris International (formerly Commonwealth Alum)	(KWH)	16,796,000	16,116,000	16,399,000	14,554,000	16,112,000	15,198,000
Allied Resources	(KWH)	2,757,000	2,573,000	2,432,000	2,389,000	2,329,000	2,003,000
Armstrong Coal (formerly Ohio Co. Coal)	(KWH)	853,000	853,000	853,000	853,000	853,000	853,000
Armstrong Coal S.H. Dock (new)	(KWH)	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000
Dyson Creek Mine	(KWH)	20,000	23,000	25,000	18,000	23,000	25,000
Domtar Paper Co.	(KWH)	14,648,000	14,554,000	16,358,000	16,429,000	19,789,000	18,661,000
Dotiki #3-Webster	(KWH)	505,000	465,000	495,000	473,000	498,000	482,000
Hopkins County Coal	(KWH)	286,000	162,000	261,000	246,000	240,000	185,000
KB Alloys	(KWH)	803,000	645,000	637,000	562,000	564,000	515,000
Kimberly-Clark	(KWH)	25,113,000	23,920,000	25,815,000	24,305,000	25,085,000	24,724,000
KMMC, L.L.C.	(KWH)	100,000	100,000	100,000	100,000	100,000	100,000
Patriot Coal	(KWH)	2,619,000	2,466,000	2,322,000	2,347,000	2,154,000	2,256,000
Roll Coater, Inc.	(KWH)	1,851,000	1,633,000	1,701,000	1,868,000	1,901,000	1,964,000
Tyson Foods	(KWH)	5,152,000	4,630,000	4,976,000	5,025,000	5,688,000	6,090,000
Valley Grain	(KWH)	921,000	716,000	656,000	740,000	797,000	781,000
Shell Oil	(KWH)	1,865,000	1,605,000	1,476,000	2,226,000	2,285,000	1,760,000
<b>Total Industrial Energy Billing Units</b>		<b>78,459,000</b>	<b>74,643,000</b>	<b>78,671,000</b>	<b>76,329,000</b>	<b>82,852,000</b>	<b>79,861,000</b>
<b>Total System Energy Billing Units</b>		<b>318,991,000</b>	<b>283,325,000</b>	<b>269,949,000</b>	<b>228,078,000</b>	<b>247,004,000</b>	<b>277,804,000</b>

	January 2009	February 2009	March 2009	April 2009	May 2009	June 2009
Member Tariff Load Factor LF >>	67.75%	72.68%	66.22%	67.34%	63.80%	64.60%
<b>MEMBER SALES - BASE REVENUE:</b>						
<b>RURALS:</b>						
Kenergy	4,324,491	3,785,331	3,538,451	2,799,452	3,111,866	3,779,550
Jackson Purchase	2,312,811	2,069,887	1,886,826	1,601,389	1,904,190	2,279,105
Meade County	1,905,909	1,652,802	1,498,495	1,120,306	1,133,244	1,353,368
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Total Rural Base Revenue	8,543,211	7,508,020	6,923,772	5,521,147	6,149,300	7,412,023
	=====	=====	=====	=====	=====	=====
<b>INDUSTRIALS:</b>						
Accuride	83,241	83,406	85,065	85,696	87,973	88,824
Alcoa Automotive	3,360	3,360	3,498	5,294	4,279	5,157
Aleris International (formerly Commonwealth Alum)	527,752	521,471	518,247	476,703	505,176	486,551
Allied Resources	98,712	97,204	94,255	90,620	89,797	84,311
Armstrong Coal (formerly Ohio Co. Coal)	38,089	39,104	39,104	39,104	38,089	37,074
Armstrong Coal S.H. Dock (new)	68,030	68,030	68,030	68,030	68,030	68,030
Dyson Creek Mine	1,289	1,330	1,358	1,262	1,330	1,358
Dormtar Paper Co.	454,647	453,358	498,400	499,374	545,456	519,836
Dotiki #3-Webster	14,031	13,482	13,894	13,592	13,935	13,716
Hopkins County Coal	8,997	6,282	7,640	7,434	7,352	6,597
KB Alloys	35,373	29,146	29,036	28,008	28,035	27,363
Kimberly-Clark	708,810	697,523	721,483	704,833	715,531	707,535
KMMC, L.L.C.	3,402	3,402	3,402	3,402	3,402	3,402
Patriot Coal	93,775	90,661	86,656	84,969	80,292	81,691
Roll Coater, Inc.	65,986	61,982	62,914	65,205	66,672	67,536
Tyson Foods	164,040	154,850	161,626	166,358	183,571	197,204
Valley Grain	34,962	28,090	28,282	29,434	29,201	28,981
Shell Oil	86,478	81,898	55,768	111,730	93,254	86,053
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Total Industrial Base Revenue	2,490,974	2,434,579	2,478,658	2,481,048	2,561,375	2,511,219
	=====	=====	=====	=====	=====	=====
Total System Base Revenue	11,034,185	9,942,599	9,402,430	8,002,195	8,710,675	9,923,242
	=====	=====	=====	=====	=====	=====

January 2009	February 2009	March 2009	April 2009	May 2009	June 2009
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**MEMBER SALES - POWER FACTOR PENALTY**

**RURALS:**

Kenergy  
 Jackson Purchase  
 Meade County

Total Rural Power Factor Penalty

0	0	0	0	0	0
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**INDUSTRIALS:**

Accuride  
 Alcoa Automotive  
 Aleris International (formerly Commonwealth Alum)  
 Allied Resources  
 Armstrong Coal (formerly Ohio Co. Coal)  
 Armstrong Coal S.H. Dock (new)  
 Dyson Creek Mine  
 Domtar Paper Co.  
 Dotiki #3-Webster  
 Hopkins County Coal  
 KB Alloys  
 Kimberly-Clark  
 KMMC, L.L.C.  
 Patriot Coal  
 Roll Coater, Inc.  
 Tyson Foods  
 Valley Grain  
 Shell Oil

Total Industrial Power Factor Penalty

0	0	0	0	0	0
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Total System Power Factor Penalty

0	0	0	0	0	0
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	January 2009	February 2009	March 2009	April 2009	May 2009	June 2009
<b>MEMBER SALES - TOTAL REVENUE:</b>						
<b>RURALS:</b>						
Kenergy	4,324,491	3,785,331	3,538,451	2,799,452	3,111,866	3,779,550
Jackson Purchase	2,312,811	2,069,887	1,886,826	1,601,389	1,904,190	2,279,105
Meade County	1,905,909	1,652,802	1,498,495	1,120,306	1,133,244	1,353,368
<b>Total Rural Revenue</b>	<b>8,543,211</b>	<b>7,508,020</b>	<b>6,923,772</b>	<b>5,521,147</b>	<b>6,149,300</b>	<b>7,412,023</b>
<b>INDUSTRIALS:</b>						
Accuride	83,241	83,406	85,065	85,696	87,973	88,824
Alcoa Automotive	3,360	3,360	3,498	5,294	4,279	5,157
Aleris International (formerly Commonwealth Alum)	527,752	521,471	518,247	476,703	505,176	486,551
Allied Resources	98,712	97,204	94,255	90,620	89,797	84,311
Armstrong Coal (formerly Ohio Co. Coal)	38,089	39,104	39,104	39,104	38,089	37,074
Armstrong Coal S.H. Dock (new)	68,030	68,030	68,030	68,030	68,030	68,030
Dyson Creek Mine	1,289	1,330	1,358	1,262	1,330	1,358
Domtar Paper Co.	454,647	453,358	498,400	499,374	545,456	519,836
Dotiki #3-Webster	14,031	13,482	13,894	13,592	13,935	13,716
Hopkins County Coal	8,997	6,282	7,640	7,434	7,352	6,597
KB Alloys	35,373	29,146	29,036	28,008	28,035	27,363
Kimberly-Clark	708,810	697,523	721,483	704,833	715,531	707,535
KMMC, L.L.C.	3,402	3,402	3,402	3,402	3,402	3,402
Patriot Coal	93,775	90,661	86,656	84,969	80,292	81,691
Roll Coater, Inc.	65,986	61,982	62,914	65,205	66,672	67,536
Tyson Foods	164,040	154,850	161,826	166,358	183,571	197,204
Valley Grain	34,962	28,090	28,282	29,434	29,201	28,981
Shell Oil	86,478	81,898	55,768	111,730	93,254	86,053
<b>Total Industrial Revenue</b>	<b>2,490,974</b>	<b>2,434,579</b>	<b>2,478,658</b>	<b>2,481,048</b>	<b>2,561,375</b>	<b>2,511,219</b>
<b>Total System Revenue</b>	<b>11,034,185</b>	<b>9,942,599</b>	<b>9,402,430</b>	<b>8,002,195</b>	<b>8,710,675</b>	<b>9,923,242</b>

		January 2009	February 2009	March 2009	April 2009	May 2009	June 2009
<b>MEMBER SALES - MILLS/KWH:</b>							
<b>RURALS:</b>							
Kenergy	(MILLS)	35.40	35.88	36.03	36.03	37.38	37.29
Jackson Purchase	(MILLS)	35.04	35.64	35.82	36.34	37.82	37.52
Meade County	(MILLS)	36.41	36.64	37.09	37.36	37.09	37.75
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Total Rural Revenue	(MILLS)	35.52	35.98	36.20	36.38	37.46	37.45
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<b>INDUSTRIALS:</b>							
Accuride	(MILLS)	40.15	40.00	41.33	42.21	38.75	42.10
Alcoa Automotive	(MILLS)	34.64	34.64	32.69	32.28	26.09	33.49
Aleris International (formerly Commonwealth Alum)	(MILLS)	31.42	32.36	31.60	32.75	31.35	32.01
Allied Resources	(MILLS)	35.80	37.78	38.76	37.93	38.56	42.09
Armstrong Coal (formerly Ohio Co. Coal)	(MILLS)	44.65	45.84	45.84	45.84	44.65	43.46
Armstrong Coal S.H. Dock (new)	(MILLS)	34.02	34.02	34.02	34.02	34.02	34.02
Dyson Creek Mine	(MILLS)	64.45	57.83	54.32	70.11	57.83	54.32
Domtar Paper Co.	(MILLS)	31.04	31.15	30.47	30.40	27.56	27.86
Dotiki #3-Webster	(MILLS)	27.78	28.99	28.07	28.74	27.98	28.46
Hopkins County Coal	(MILLS)	31.46	38.78	29.27	30.22	30.63	35.66
KB Alloys	(MILLS)	44.05	45.19	45.58	49.84	49.71	53.13
Kimberly-Clark	(MILLS)	28.22	29.16	27.95	29.00	28.52	28.62
KMMC, L.L.C.	(MILLS)	34.02	34.02	34.02	34.02	34.02	34.02
Patriot Coal	(MILLS)	35.81	36.76	37.32	36.20	37.28	36.21
Roll Coater, Inc.	(MILLS)	35.65	37.96	36.99	34.91	35.07	34.39
Tyson Foods	(MILLS)	31.84	33.44	32.48	33.11	32.27	32.38
Valley Grain	(MILLS)	37.96	39.23	43.11	39.78	36.64	37.11
Shell Oil	(MILLS)	46.37	51.03	37.78	50.19	40.81	48.89
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Total Industrial Revenue	(MILLS)	31.75	32.62	31.51	32.50	30.92	31.44
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Total System Revenue	(MILLS)	34.59	35.09	34.83	35.09	35.27	35.72
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	January 2009	February 2009	March 2009	April 2009	May 2009	June 2009
<b>Domtar -- Cogeneration Backup Power Agreement:</b>						
Energy Sales -- MWH (Backup & Replacement Power)						
Sales Price						
Energy Sales Revenue	0	0	0	0	0	0
Energy Imbalance Revenue	729	729	729	729	729	729
Power Factor Penalty	0	0	0	0	0	0
Additional Revenue Charges: \$2.50/MWH Monthly Charge	18,750	18,750	18,750	18,750	18,750	18,750
Metering & Billing Charges (G&A)	3,000	3,000	3,000	3,000	3,000	3,000
<b>Domtar Cogeneration Backup Pwr Revenue</b>	<b>22,479</b>	<b>22,479</b>	<b>22,479</b>	<b>22,479</b>	<b>22,479</b>	<b>22,479</b>

	January 2009	February 2009	March 2009	April 2009	May 2009	June 2009
<b>Intersystem Sales (MWH):</b>						
Arbitrage System Firm Sales (5 x 16): Smelters (Combined)	37,968	36,160	39,776	39,776	36,160	39,776
Arbitrage System Firm Sales (2 x 16): Smelters (Combined)	18,080	14,464	16,272	14,464	19,888	14,464
Arbitrage System Firm Sales (7 x 8): Smelters (Combined)	28,024	25,312	28,024	27,120	28,024	27,120
Arbitrage System Firm Sales: Smelters (Combined)	22,320	20,160	22,320	21,600	22,320	21,600
Arbitrage System Firm Sales: Century (purchased from SIPC resold to Century)	37,200	33,600				
Arbitrage Hourly Sales	27,797	23,856	41,960	57,335	39,489	19,074
<b>Total Intersystem Sales (MWH)</b>	<b>171,389</b>	<b>153,552</b>	<b>148,352</b>	<b>160,295</b>	<b>145,881</b>	<b>122,034</b>
<b>Intersystem Sales Revenue:</b>						
Arbitrage System Firm Sales (5 x 16): Smelters (Combined)	1,837,778	1,762,035	1,936,620	1,944,928	1,739,966	1,944,928
Arbitrage System Firm Sales (2 x 16): Smelters (Combined)	875,132	704,814	792,254	707,246	956,981	707,246
Arbitrage System Firm Sales (7 x 8): Smelters (Combined)	1,356,455	1,233,425	1,364,437	1,326,087	1,348,474	1,326,087
Arbitrage System Firm Sales: Smelters (Combined)	1,080,363	982,373	1,086,720	1,056,176	1,074,005	1,056,176
Arbitrage System Firm Sales: Century (purchased from SIPC resold to Century)	2,064,600	1,864,800				
Arbitrage Hourly Sales	1,201,942	883,865	1,539,932	2,095,551	1,375,402	758,001
<b>Arbitrage -- Total Sales Revenue</b>	<b>8,416,270</b>	<b>7,431,312</b>	<b>6,719,963</b>	<b>7,129,988</b>	<b>6,494,828</b>	<b>5,792,438</b>
Less: Transmission Revenue -- Arbitrage (see Acct. 557.110)	0	0	0	0	0	0
<b>Total Intersystem Sales Revenue</b>	<b>8,416,270</b>	<b>7,431,312</b>	<b>6,719,963</b>	<b>7,129,988</b>	<b>6,494,828</b>	<b>5,792,438</b>
	49.11	48.40	45.30	44.48	44.52	47.47
<b>Arbitrage Sales Price (\$/MWh) (Firm Sales):</b>						
Arbitrage System Firm Sales (5 x 16): Smelters (Combined)						
Arbitrage System Firm Sales (2 x 16): Smelters (Combined)						
Arbitrage System Firm Sales (7 x 8): Smelters (Combined)						
Arbitrage System Firm Sales: Smelters (Combined)	48.40	48.73	48.69	48.90	48.12	48.90
Arbitrage System Firm Sales: Century (purchased from SIPC resold to Century)	55.50	55.50				
Arbitrage Hourly Sales	43.24	37.05	36.70	36.55	34.83	39.74

	January 2009	February 2009	March 2009	April 2009	May 2009	June 2009
<b>Transmission Service Revenue -- Arbitrage:</b>						
Arbitrage Firm Sales: Forward Sale Alcan	0	0	0	0	0	0
Forward Sale Century	0	0	0	0	0	0
Pre-Scheduled						
Arbitrage Hourly Sales	621,458	621,458	621,458	621,458	621,458	621,458
<b>Total Transmission Service Revenue -- Arbitrage</b>	<b>621,458</b>	<b>621,458</b>	<b>621,458</b>	<b>621,458</b>	<b>621,458</b>	<b>621,458</b>
Transmission Service Revenue -- LEM (Contract--Invoiced)	420,000	420,000	420,000	420,000	380,000	380,000
<b>Transmission Service Revenue -- LEM (Contract--Booked)</b>	<b>416,667</b>	<b>416,667</b>	<b>416,667</b>	<b>416,667</b>	<b>416,667</b>	<b>416,667</b>
Transmission Service Revenue -- LEM-TVA Transmission	0	0	0	0	0	0
<b>Smelter Tier 3 Transmission -- LEM/Kenergy</b>						
Century	105,000	105,000	105,000	105,000	105,000	105,000
Alcan	95,000	95,000	95,000	95,000	95,000	95,000
Century--Excess Reactive Power/Kilovars	4,025	4,025	4,025	4,025	4,025	4,025
Alcan--Excess Reactive Power/Kilovars	2,906	2,906	2,906	2,906	2,906	2,906
<b>Transmission Service Revenue - LEM/Kenergy</b>	<b>206,931</b>	<b>206,931</b>	<b>206,931</b>	<b>206,931</b>	<b>206,931</b>	<b>206,931</b>
Transmission Service Revenue - Domtar Backup Pwr (Charges Absorbed by Big Rivers)	33,172	33,172	33,172	33,172	33,172	33,172
<b>Transmission Service Revenue -- Other</b>	<b>3,500</b>	<b>3,500</b>	<b>3,500</b>	<b>3,500</b>	<b>3,500</b>	<b>3,500</b>
<b>Generation-based Ancillaries Revenue -- Smelters: (combined)</b>						
Schedule 5	21,000	21,000	25,200	25,200	21,000	12,600
Schedule 6	0	0	0	0	0	0
<b>Total</b>	<b>21,000</b>	<b>21,000</b>	<b>25,200</b>	<b>25,200</b>	<b>21,000</b>	<b>12,600</b>

	January 2009	February 2009	March 2009	April 2009	May 2009	June 2009
<b>Smelter Tier 3 Transmission Payable to LEM:</b>						
Century -- Monthly Payment	33,333	33,333	33,334	33,333	33,333	33,334
Century -- Annual Payment Accrued	0	0	0	0	0	0
34.3% of Alcan's Tier 3 Transmission						
<b>Total Smelter Tier 3 Transmission Payable to LEM</b>	<b>33,333</b>	<b>33,333</b>	<b>33,334</b>	<b>33,333</b>	<b>33,333</b>	<b>33,334</b>
<b>Domtar Backup Power -- Ancillaries Payable to LEM:</b>						
Schedule 5	10,030	10,030	10,030	10,030	10,030	10,030
Schedule 6	10,030	10,030	10,030	10,030	10,030	10,030
<b>Total Domtar Cogen. Bkup - Ancillaries Pay. to LEM</b>	<b>20,060</b>	<b>20,060</b>	<b>20,060</b>	<b>20,060</b>	<b>20,060</b>	<b>20,060</b>
<b>Generation-based Ancillaries Provided by LEM:</b>						
Schedule 5	10,500	10,500	12,600	12,600	10,500	6,300
Schedule 6	10,500	10,500	12,600	12,600	10,500	6,300
	<b>21,000</b>	<b>21,000</b>	<b>25,200</b>	<b>25,200</b>	<b>21,000</b>	<b>12,600</b>
<b>Total Electric Energy Revenue</b>	<b>19,419,702</b>	<b>17,343,158</b>	<b>16,091,640</b>	<b>15,101,430</b>	<b>15,174,750</b>	<b>15,684,927</b>

	July 2009	August 2009	September 2009	October 2009	November 2009	December 2009
<b>MEMBER SALES - RATES:</b>						
<b>RURALS:</b>						
Demand (\$/KW) Proposed Rates 7/1/09 ? (1=Yes; 2=No)						
Energy (\$/MWh)	\$9.919	\$9.919	\$9.919	\$9.919	\$9.919	\$9.919
	\$27.456	\$27.456	\$27.456	\$27.456	\$27.456	\$27.456
<b>INDUSTRIALS:</b>						
Demand (\$/KW)	\$13.661	\$13.661	\$13.661	\$13.661	\$13.661	\$13.661
Energy (\$/MWh)	\$18.460	\$18.460	\$18.460	\$18.460	\$18.460	\$18.460

		July 2009	August 2009	September 2009	October 2009	November 2009	December 2009
<b>MEMBER SALES - DEMAND BILLING UNITS:</b>							
<b>RURALS:</b>							
Kenergy	(KW)	256,500	246,100	212,900	171,000	190,400	229,200
Jackson Purchase	(KW)	154,000	144,900	124,800	99,100	105,800	125,300
Meade County	(KW)	90,100	89,800	78,600	65,600	84,700	102,400
Total Rural Demand Billing Units		500,600	480,800	416,300	335,700	380,900	456,900
<b>INDUSTRIALS:</b>							
Accuride	(KW)	5,700	5,900	5,800	5,500	5,400	5,500
Alcoa Automotive	(KW)	300	300	300	200	200	1,500
Aleris International (formerly Commonwealth Alum)	(KW)	27,200	27,900	26,700	26,900	25,700	28,100
Allied Resources	(KW)	5,600	5,300	5,800	6,000	5,700	6,000
Armstrong Coal (formerly Ohio Co. Coal)	(KW)	2,600	2,500	2,300	2,700	2,600	2,400
Armstrong Coal S.H. Dock (new)	(KW)	4,000	4,000	4,000	4,000	4,000	4,000
Dyson Creek Mine	(KW)	100	100	100	100	100	100
Domtar Paper Co.	(KW)	27,000	28,000	29,000	29,000	29,000	25,000
Dotiki #3-Webster	(KW)	800	800	700	800	800	700
Hopkins County Coal	(KW)	300	300	300	300	400	400
KB Alloys	(KW)	2,000	2,000	2,100	2,000	2,100	2,200
Kimberly-Clark	(KW)	35,900	36,000	36,100	35,600	35,500	35,800
KMMC, L.L.C.	(KW)	200	200	200	200	200	200
Patriot Coal	(KW)	5,100	5,000	4,900	5,000	5,300	5,300
Roll Coater, Inc.	(KW)	3,900	4,000	4,000	4,100	4,200	3,900
Tyson Foods	(KW)	11,200	11,200	11,000	10,600	9,700	9,400
Valley Grain	(KW)	1,800	1,700	2,200	2,100	2,000	2,000
Shell Oil	(KW)	3,500	3,600	6,100	3,600	5,800	3,600
Total Industrial Demand Billing Units		137,200	138,800	141,600	138,700	138,700	136,100
Total System Demand Billing Units		637,800	619,600	557,900	474,400	519,600	593,000

		July 2009	August 2009	September 2009	October 2009	November 2009	December 2009
<b>MEMBER SALES - ENERGY BILLING UNITS:</b>							
<b>RURALS:</b>							
	LF >>	62.54%	62.45%	56.85%	62.94%	66.16%	66.74%
Kenergy	(KWH)	119,202,000	114,975,000	87,496,000	81,133,000	92,680,000	114,989,000
Jackson Purchase	(KWH)	71,297,000	67,101,000	51,388,000	45,831,000	51,034,000	63,505,000
Meade County	(KWH)	42,437,000	41,302,000	31,516,000	30,223,000	37,731,000	48,377,000
Total Rural Energy Billing Units		232,936,000	223,378,000	170,400,000	157,187,000	181,445,000	226,871,000
<b>INDUSTRIALS:</b>							
	LF >>	79.48%	79.34%	73.30%	78.94%	72.59%	72.76%
Accuride	(KWH)	2,055,000	2,043,000	2,257,000	2,066,000	1,857,000	1,558,000
Alcoa Automotive	(KWH)	156,000	150,000	127,000	116,000	123,000	101,000
Aleris International (formerly Commonwealth Alum)	(KWH)	15,662,000	15,622,000	14,850,000	14,817,000	12,814,000	13,838,000
Allied Resources	(KWH)	1,975,000	1,990,000	2,108,000	2,344,000	2,133,000	2,214,000
Armstrong Coal (formerly Ohio Co. Coal)	(KWH)	853,000	853,000	853,000	853,000	853,000	853,000
Armstrong Coal S.H. Dock (new)	(KWH)	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000	2,000,000
Dyson Creek Mine	(KWH)	26,000	25,000	21,000	25,000	32,000	20,000
Domtar Paper Co.	(KWH)	20,077,000	20,501,000	18,209,000	20,269,000	18,382,000	15,167,000
Dotiki #3-Webster	(KWH)	498,000	497,000	475,000	506,000	527,000	500,000
Hopkins County Coal	(KWH)	173,000	129,000	158,000	137,000	159,000	161,000
KB Alloys	(KWH)	587,000	578,000	656,000	627,000	622,000	651,000
Kimberly-Clark	(KWH)	24,168,000	25,748,000	23,407,000	24,980,000	24,275,000	25,617,000
KMMC, L.L.C.	(KWH)	100,000	100,000	100,000	100,000	100,000	100,000
Patriot Coal	(KWH)	2,207,000	1,553,000	2,167,000	2,383,000	2,153,000	2,192,000
Roll Coater, Inc.	(KWH)	2,083,000	1,781,000	1,553,000	2,046,000	1,505,000	1,233,000
Tyson Foods	(KWH)	6,337,000	6,208,000	5,836,000	5,991,000	5,106,000	4,954,000
Valley Grain	(KWH)	798,000	786,000	867,000	903,000	715,000	728,000
Shell Oil	(KWH)	1,378,000	1,365,000	1,579,000	1,300,000	1,547,000	1,792,000
Total Industrial Energy Billing Units		81,133,000	81,929,000	77,223,000	81,463,000	74,903,000	73,679,000
Total System Energy Billing Units		314,069,000	305,307,000	247,623,000	238,650,000	256,348,000	300,550,000

	July 2009	August 2009	September 2009	October 2009	November 2009	December 2009
LF >>	66.19%	66.23%	61.65%	67.62%	68.52%	68.12%
Member Tariff Load Factor						
<b>MEMBER SALES - BASE REVENUE:</b>						
<b>RURALS:</b>						
Kenergy	5,817,034	5,597,820	4,514,045	3,923,737	4,433,200	5,430,573
Jackson Purchase	3,485,056	3,279,588	2,648,800	2,241,309	2,450,620	2,986,444
Meade County	2,058,852	2,024,714	1,644,937	1,480,489	1,876,082	2,343,945
	<u>11,360,942</u>	<u>10,902,122</u>	<u>8,807,782</u>	<u>7,645,535</u>	<u>8,759,902</u>	<u>10,760,962</u>
<b>Total Rural Base Revenue</b>						
	115,803	118,314	120,898	113,274	108,050	103,896
<b>INDUSTRIALS:</b>						
Accuride	6,978	6,867	6,443	4,874	5,003	22,356
Alcoa Automotive	660,700	669,524	638,880	641,003	587,634	639,324
Aleris International (formerly Commonwealth Alum)	112,960	109,139	118,147	125,236	117,243	122,836
Allied Resources	51,265	49,899	47,167	52,631	51,265	48,533
Armstrong Coal (formerly Ohio Co. Coal)	91,564	91,564	91,564	91,564	91,564	91,564
Armstrong Coal S.H. Dock (new)	1,846	1,828	1,754	1,828	1,957	1,735
Dyson Creek Mine	739,468	760,956	732,307	770,335	735,501	621,508
Domtar Paper Co.	20,122	20,103	18,331	20,270	20,657	18,793
Dotiki #3-Webster	7,292	6,480	7,015	6,627	8,400	8,436
Hopkins County Coal	38,158	37,992	40,798	38,896	40,170	42,072
KB Alloys	936,571	967,104	925,255	947,462	933,082	961,954
Kimberly-Clark	4,578	4,578	4,578	4,578	4,578	4,578
KMMC, L.L.C.	110,412	96,973	106,942	112,295	112,148	112,868
Patriot Coal	91,730	87,521	83,312	93,779	85,159	76,039
Roll Coater, Inc.	269,984	267,603	258,004	255,400	226,768	219,864
Tyson Foods	39,321	37,733	46,059	45,357	40,521	40,761
Valley Grain	73,251	74,378	112,480	73,178	107,791	82,260
Shell Oil						
	<u>3,372,003</u>	<u>3,408,556</u>	<u>3,359,934</u>	<u>3,398,587</u>	<u>3,277,491</u>	<u>3,219,377</u>
<b>Total Industrial Base Revenue</b>						
	<u>14,732,945</u>	<u>14,310,678</u>	<u>12,167,716</u>	<u>11,044,122</u>	<u>12,037,393</u>	<u>13,980,339</u>
<b>Total System Base Revenue</b>						



July August September October November December  
 2009 2009 2009 2009 2009 2009

**MEMBER SALES - POWER FACTOR PENALTY**

RURALS:  
 Kenergy  
 Jackson Purchase  
 Meade County

	0	0	0	0	0	0

Total Rural Power Factor Penalty

**INDUSTRIALS:**

Accuride  
 Alcoa Automotive  
 Aleris International (formerly Commonwealth Alum)  
 Allied Resources  
 Armstrong Coal (formerly Ohio Co. Coal)  
 Armstrong Coal S.H. Dock (new)  
 Dyson Creek Mine  
 Domtar Paper Co.  
 Dotiki #3-Webster  
 Hopkins County Coal  
 KB Alloys  
 Kimberly-Clark  
 KMMC, L.L.C.  
 Patriot Coal  
 Roll Coater, Inc.  
 Tyson Foods  
 Valley Grain  
 Shell Oil

	0	0	0	0	0	0
	0	0	0	0	0	0

Total Industrial Power Factor Penalty

Total System Power Factor Penalty

	July 2009	August 2009	September 2009	October 2009	November 2009	December 2009
<b>MEMBER SALES - TOTAL REVENUE:</b>						
<b>RURALS:</b>						
Kenergy	5,817,034	5,597,820	4,514,045	3,923,737	4,433,200	5,430,573
Jackson Purchase	3,485,056	3,279,588	2,648,800	2,241,309	2,450,620	2,986,444
Meade County	2,058,852	2,024,714	1,644,937	1,480,489	1,876,082	2,343,945
<b>Total Rural Revenue</b>	<b>11,360,942</b>	<b>10,902,122</b>	<b>8,807,782</b>	<b>7,645,535</b>	<b>8,759,902</b>	<b>10,760,962</b>
<b>INDUSTRIALS:</b>						
Accuride	115,803	118,314	120,898	113,274	108,050	103,896
Alcoa Automotive	6,978	6,867	6,443	4,874	5,003	22,356
Aleris International (formerly Commonwealth Alum)	660,700	669,524	638,880	641,003	587,634	639,324
Allied Resources	112,960	109,139	118,147	125,236	117,243	122,836
Armstrong Coal (formerly Ohio Co. Coal)	51,265	49,899	47,167	52,631	51,265	48,533
Armstrong Coal S.H. Dock (new)	91,564	91,564	91,564	91,564	91,564	91,564
Dyson Creek Mine	1,846	1,828	1,754	1,828	1,957	1,735
Domtar Paper Co.	739,468	760,956	732,307	770,335	735,501	621,508
Dotiki #3-Webster	20,122	20,103	18,331	20,270	20,657	18,793
Hopkins County Coal	7,292	6,480	7,015	6,627	8,400	8,436
KB Alloys	38,158	37,992	40,798	38,896	40,170	42,072
Kimberly-Clark	936,571	967,104	925,255	947,462	933,082	961,954
KMMC, L.L.C.	4,578	4,578	4,578	4,578	4,578	4,578
Patriot Coal	110,412	96,973	106,942	112,295	112,148	112,868
Roll Coater, Inc.	91,730	87,521	83,312	93,779	85,159	76,039
Tyson Foods	269,984	267,603	258,004	255,400	226,768	219,864
Valley Grain	39,321	37,733	46,059	45,357	40,521	40,761
Shell Oil	73,251	74,378	112,480	73,178	107,791	82,260
<b>Total Industrial Revenue</b>	<b>3,372,003</b>	<b>3,408,556</b>	<b>3,359,934</b>	<b>3,398,587</b>	<b>3,277,491</b>	<b>3,219,377</b>
<b>Total System Revenue</b>	<b>14,732,945</b>	<b>14,310,678</b>	<b>12,167,716</b>	<b>11,044,122</b>	<b>12,037,393</b>	<b>13,980,339</b>

		July 2009	August 2009	September 2009	October 2009	November 2009	December 2009
<b>MEMBER SALES - MILLS/KWH:</b>							
<b>RURALS:</b>							
Kenergy	(MILLS)	48.80	48.69	51.59	48.36	47.83	47.23
Jackson Purchase	(MILLS)	48.88	48.88	51.55	48.90	48.02	47.03
Meade County	(MILLS)	48.52	49.02	52.19	48.99	49.72	48.45
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Total Rural Revenue	(MILLS)	48.77	48.81	51.69	48.64	48.28	47.43
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<b>INDUSTRIALS:</b>							
Accuride	(MILLS)	56.35	57.91	53.57	54.83	58.19	66.69
Alcoa Automotive	(MILLS)	44.73	45.78	50.73	42.02	40.67	221.35
Aleris International (formerly Commonwealth Alum)	(MILLS)	42.18	42.86	43.02	43.26	45.86	46.20
Allied Resources	(MILLS)	57.19	54.84	56.05	53.43	54.97	55.48
Armstrong Coal (formerly Ohio Co. Coal)	(MILLS)	60.10	58.50	55.30	61.70	60.10	56.90
Armstrong Coal S.H. Dock (new)	(MILLS)	45.78	45.78	45.78	45.78	45.78	45.78
Dyson Creek Mine	(MILLS)	71.00	73.12	83.52	73.12	61.16	86.75
Domtar Paper Co.	(MILLS)	36.83	37.12	40.22	38.01	40.01	40.98
Dotiki #3-Webster	(MILLS)	40.41	40.45	38.59	40.06	39.20	37.59
Hopkins County Coal	(MILLS)	42.15	50.23	44.40	48.37	52.83	52.40
KB Alloys	(MILLS)	65.01	65.73	62.19	62.04	64.58	64.63
Kimberly-Clark	(MILLS)	38.75	37.56	39.53	37.93	38.44	37.55
KMMC, L.L.C.	(MILLS)	45.78	45.78	45.78	45.78	45.78	45.78
Patriot Coal	(MILLS)	50.03	62.44	49.35	47.12	52.09	51.49
Roll Coater, Inc.	(MILLS)	44.04	49.14	53.65	45.84	56.58	61.67
Tyson Foods	(MILLS)	42.60	43.11	44.21	42.63	44.41	44.38
Valley Grain	(MILLS)	49.27	48.01	53.12	50.23	56.67	55.99
Shell Oil	(MILLS)	53.16	54.49	71.23	56.29	69.68	45.90
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Total Industrial Revenue	(MILLS)	41.56	41.60	43.51	41.72	43.76	43.69
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Total System Revenue	(MILLS)	46.91	46.87	49.14	46.28	46.96	46.52
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	July 2009	August 2009	September 2009	October 2009	November 2009	December 2009
<b>Domtar -- Cogeneration Backup Power Agreement:</b>						
Energy Sales -- MWH (Backup & Replacement Power)						
Sales Price						
Energy Sales Revenue	0	0	0	0	0	0
Energy Imbalance Revenue						
Power Factor Penalty	729	729	729	729	729	729
Additional Revenue Charges: \$2.50/MWH	0	0	0	0	0	0
Monthly Charge	18,750	18,750	18,750	18,750	18,750	18,750
Metering & Billing Charges (G&A)	3,000	3,000	3,000	3,000	3,000	3,000
<b>Domtar Cogeneration Backup Pwr Revenue</b>	<b>22,479</b>	<b>22,479</b>	<b>22,479</b>	<b>22,479</b>	<b>22,479</b>	<b>22,479</b>

	July 2009	August 2009	September 2009	October 2009	November 2009	December 2009
<b>Intersystem Sales (MWH):</b>						
Arbitrage System Firm Sales (5 x 16): Smelters (Combined)	41,584	37,968	37,968	39,776	36,160	39,776
Arbitrage System Firm Sales (2 x 16): Smelters (Combined)	14,464	18,080	16,272	16,272	18,080	16,272
Arbitrage System Firm Sales (7 x 8): Smelters (Combined)	28,024	28,024	27,120	28,024	27,120	28,024
Arbitrage System Firm Sales: Smelters (Combined)	22,320	22,320	21,600	22,320	21,600	22,320
Arbitrage System Firm Sales: Century (purchased from SIPC resold to Century)						
Arbitrage Hourly Sales	14,406	1,086	10,917	52,972	37,265	35,858
<b>Total Intersystem Sales (MWH)</b>	<b>120,798</b>	<b>107,478</b>	<b>113,877</b>	<b>159,364</b>	<b>140,225</b>	<b>142,250</b>
<b>Intersystem Sales Revenue:</b>						
Arbitrage System Firm Sales (5 x 16): Smelters (Combined)	2,036,492	1,726,264	1,489,071	1,498,653	1,347,982	1,633,856
Arbitrage System Firm Sales (2 x 16): Smelters (Combined)	708,345	822,030	638,173	613,085	673,991	668,396
Arbitrage System Firm Sales (7 x 8): Smelters (Combined)	1,372,418	1,274,147	1,063,622	1,055,869	1,010,987	1,151,126
Arbitrage System Firm Sales: Smelters (Combined)	1,093,077	1,014,807	847,133	840,957	805,210	916,826
Arbitrage System Firm Sales: Century (purchased from SIPC resold to Century)						
Arbitrage Hourly Sales	727,935	54,289	428,711	1,908,051	1,297,195	1,534,005
<b>Arbitrage -- Total Sales Revenue</b>	<b>5,938,267</b>	<b>4,891,537</b>	<b>4,466,710</b>	<b>5,916,615</b>	<b>5,135,365</b>	<b>5,904,209</b>
Less: Transmission Revenue -- Arbitrage (see Acct. 557.110)	0	0	0	0	0	0
<b>Total Intersystem Sales Revenue</b>	<b>5,938,267</b>	<b>4,891,537</b>	<b>4,466,710</b>	<b>5,916,615</b>	<b>5,135,365</b>	<b>5,904,209</b>
	49.16	45.51	39.22	37.13	36.62	41.51
<b>Arbitrage Sales Price (\$/MWh) (Firm Sales):</b>						
Arbitrage System Firm Sales (5 x 16): Smelters (Combined)						
Arbitrage System Firm Sales (2 x 16): Smelters (Combined)						
Arbitrage System Firm Sales (7 x 8): Smelters (Combined)	48.97	45.47	39.22	37.68	37.28	41.08
Arbitrage System Firm Sales: Smelters (Combined)						
Arbitrage System Firm Sales: Century (purchased from SIPC resold to Century)	50.53	49.99	39.27	36.02	34.81	42.78
Arbitrage Hourly Sales						

	July 2009	August 2009	September 2009	October 2009	November 2009	December 2009
			0	0	0	0
	0	0	0	0	0	0
<b>Transmission Service Revenue -- Arbitrage:</b>						
Arbitrage Firm Sales: Forward Sale Alcan						621,458
Forward Sale Century			621,458	621,458	621,458	
Pre-Scheduled	621,458	621,458				
Arbitrage Hourly Sales						621,458
<b>Total Transmission Service Revenue -- Arbitrage</b>	<b>621,458</b>	<b>621,458</b>	<b>621,458</b>	<b>621,458</b>	<b>621,458</b>	<b>580,000</b>
Transmission Service Revenue -- LEM (Contract--Invoiced)	380,000	380,000	380,000	420,000	420,000	416,663
Transmission Service Revenue -- LEM (Contract--Booked)	416,667	416,667	416,667	416,667	416,667	416,663
Transmission Service Revenue -- LEM-TVA Transmission	0	0	0	0	0	0
<b>Smelter Tier 3 Transmission -- LEM/Kenergy</b>						
Century	105,000	105,000	105,000	105,000	105,000	105,000
Alcan	95,000	95,000	95,000	95,000	95,000	95,000
Century--Excess Reactive Power/Kilovars	4,025	4,025	4,025	4,025	4,025	4,025
Alcan--Excess Reactive Power/Kilovars	2,906	2,906	2,906	2,906	2,906	2,906
<b>Transmission Service Revenue - LEM/Kenergy</b>	<b>206,931</b>	<b>206,931</b>	<b>206,931</b>	<b>206,931</b>	<b>206,931</b>	<b>33,172</b>
Transmission Service Revenue - Domtar Backup Pwr (Charges Absorbed by Big Rivers)	33,172	33,172	33,172	33,172	33,172	33,172
Transmission Service Revenue -- Other	3,500	3,500	3,500	3,500	3,500	3,500
<b>Generation-based Ancillaries Revenue -- Smelters: (combined)</b>						
Schedule 5	8,400	8,400	8,400	12,600	21,000	21,000
Schedule 6	0	0	0	0	0	0
<b>Total</b>	<b>8,400</b>	<b>8,400</b>	<b>8,400</b>	<b>12,600</b>	<b>21,000</b>	<b>21,000</b>

	July 2009	August 2009	September 2009	October 2009	November 2009	December 2009
<b>Smelter Tier 3 Transmission Payable to LEM:</b>						
Century -- Monthly Payment	33,333	33,333	33,334	33,333	33,333	33,334
Century -- Annual Payment Accrued				50,000	105,000	103,320
34.3% of Alcan's Tier 3 Transmission	0	0	0	0	0	0
<b>Total Smelter Tier 3 Transmission Payable to LEM</b>	<b>33,333</b>	<b>33,333</b>	<b>33,334</b>	<b>83,333</b>	<b>138,333</b>	<b>136,654</b>
<b>Domtar Backup Power -- Ancillaries Payable to LEM:</b>						
Schedule 5	10,030	10,030	10,030	10,030	10,030	10,030
Schedule 6	10,030	10,030	10,030	10,030	10,030	10,030
<b>Total Domtar Cogen. Bkup - Ancillaries Pay. to LEM</b>	<b>20,060</b>	<b>20,060</b>	<b>20,060</b>	<b>20,060</b>	<b>20,060</b>	<b>20,060</b>
<b>Generation-based Ancillaries Provided by LEM:</b>						
Schedule 5	4,200	4,200	4,200	6,300	10,500	10,500
Schedule 6	4,200	4,200	4,200	6,300	10,500	10,500
	<b>8,400</b>	<b>8,400</b>	<b>8,400</b>	<b>12,600</b>	<b>21,000</b>	<b>21,000</b>
<b>Total Electric Energy Revenue</b>	<b>20,640,459</b>	<b>19,171,462</b>	<b>16,603,673</b>	<b>16,929,984</b>	<b>17,142,005</b>	<b>19,853,795</b>

Total  
2009

**MEMBER SALES - RATES:**

**RURALS:**

Demand (\$/KW) Proposed Rates 7/1/09 ? (1=Yes; 2=No)  
Energy (\$/MWh)

1

**INDUSTRIALS:**

Demand (\$/KW)  
Energy (\$/MWh)



Total  
 2009

MEMBER SALES - DEMAND BILLING UNITS:

RURALS:

Kenergy	(KW)	2,573,500
Jackson Purchase	(KW)	1,470,700
Meade County	(KW)	1,038,400
		-----
Total Rural Demand Billing Units	(KW)	5,082,600
		=====

INDUSTRIALS:

Accuride	(KW)	67,400
Alcoa Automotive	(KW)	4,200
Aleris International (formerly Commonwealth Alum)	(KW)	333,000
Allied Resources	(KW)	69,500
Armstrong Coal (formerly Ohio Co. Coal)	(KW)	30,900
Armstrong Coal S.H. Dock (new)	(KW)	48,000
Dyson Creek Mine	(KW)	1,200
Domtar Paper Co.	(KW)	324,000
Dotiki #3-Webster	(KW)	8,800
Hopkins County Coal	(KW)	4,500
KB Alloys	(KW)	24,800
Kimberly-Clark	(KW)	432,900
KMMC, L.L.C.	(KW)	2,400
Patriot Coal	(KW)	62,500
Roll Coater, Inc.	(KW)	47,800
Tyson Foods	(KW)	121,700
Valley Grain	(KW)	23,200
Shell Oil	(KW)	61,800
		-----
Total Industrial Demand Billing Units	(KW)	1,668,600
		=====
Total System Demand Billing Units	(KW)	6,751,200
		=====

Total  
 2009

MEMBER SALES - ENERGY BILLING UNITS:

RURALS:	LF >>	63.24%
Kenergy	(KWH)	1,198,632,000
Jackson Purchase	(KWH)	682,087,000
Meade County	(KWH)	465,834,000
		-----
Total Rural Energy Billing Units	(KWH)	2,346,553,000
		=====
INDUSTRIALS:	LF >>	77.26%
Accuride	(KWH)	24,462,000
Alcoa Automotive	(KWH)	1,556,000
Aleris International (formerly Commonwealth Alum)	(KWH)	182,778,000
Allied Resources	(KWH)	27,247,000
Armstrong Coal (formerly Ohio Co. Coal)	(KWH)	10,236,000
Armstrong Coal S.H. Dock (new)	(KWH)	24,000,000
Dyson Creek Mine	(KWH)	283,000
Domtar Paper Co.	(KWH)	213,044,000
Dotiki #3-Webster	(KWH)	5,921,000
Hopkins County Coal	(KWH)	2,297,000
KB Alloys	(KWH)	7,447,000
Kimberly-Clark	(KWH)	297,157,000
KMMC, L.L.C.	(KWH)	1,200,000
Patriot Coal	(KWH)	26,819,000
Roll Coater, inc.	(KWH)	21,119,000
Tyson Foods	(KWH)	65,993,000
Valley Grain	(KWH)	9,408,000
Shell Oil	(KWH)	20,178,000
		-----
Total Industrial Energy Billing Units	(KWH)	941,145,000
		=====
Total System Energy Billing Units	(KWH)	3,287,698,000
		=====

	Total 2009
Member Tariff Load Factor	66.71%
LF >>	
<b>MEMBER SALES - BASE REVENUE:</b>	
<b>RURALS:</b>	
Kenergy	51,055,550
Jackson Purchase	29,146,025
Meade County	20,093,143
	-----
Total Rural Base Revenue	100,294,718
	=====
<b>INDUSTRIALS:</b>	
Accuride	1,194,440
Alcoa Automotive	77,469
Aleris International (formerly Commonwealth Alum)	6,872,965
Allied Resources	1,260,460
Armstrong Coal (formerly Ohio Co. Coal)	531,324
Armstrong Coal S.H. Dock (new)	957,564
Dyson Creek Mine	18,875
Domtar Paper Co.	7,331,146
Dotiki #3-Webster	200,926
Hopkins County Coal	88,552
KB Alloys	415,047
Kimberly-Clark	9,927,143
KMMC, L.L.C.	47,880
Patriot Coal	1,169,682
Roll Coater, Inc.	907,835
Tyson Foods	2,525,272
Valley Grain	428,702
Shell Oil	1,038,519
	-----
Total Industrial Base Revenue	34,993,801
	=====
Total System Base Revenue	135,288,519
	=====

Total  
 2009

**MEMBER SALES - POWER FACTOR PENALTY**

RURALS:

Kenergy	0
Jackson Purchase	0
Meade County	0
	-----
Total Rural Power Factor Penalty	0
	=====

INDUSTRIALS:

Accuride	0
Alcoa Automotive	0
Aleris International (formerly Commonwealth Alum)	0
Allied Resources	0
Armstrong Coal (formerly Ohio Co. Coal)	0
Armstrong Coal S.H. Dock (new)	0
Dyson Creek Mine	0
Domtar Paper Co.	0
Dotiki #3-Webster	0
Hopkins County Coal	0
KB Alloys	0
Kimberly-Clark	0
KMMC, L.L.C.	0
Patriot Coal	0
Roll Coater, inc.	0
Tyson Foods	0
Valley Grain	0
Shell Oil	0
	-----
Total Industrial Power Factor Penalty	0
	=====

Total System Power Factor Penalty	0
	=====

**Total  
 2009**

**MEMBER SALES - TOTAL REVENUE:**

**RURALS:**

Kenergy	51,055,550
Jackson Purchase	29,146,025
Meade County	20,093,143
	-----
Total Rural Revenue	100,294,718
	=====

**INDUSTRIALS:**

Accuride	1,194,440
Alcoa Automotive	77,469
Aleris International (formerly Commonwealth Alum)	6,872,965
Allied Resources	1,260,460
Armstrong Coal (formerly Ohio Co. Coal)	531,324
Armstrong Coal S.H. Dock (new)	957,564
Dyson Creek Mine	18,875
Domtar Paper Co.	7,331,146
Dotiki #3-Webster	200,926
Hopkins County Coal	88,552
KB Alloys	415,047
Kimberly-Clark	9,927,143
KMMC, L.L.C.	47,880
Patriot Coal	1,169,682
Roll Coater, Inc.	907,835
Tyson Foods	2,525,272
Valley Grain	428,702
Shell Oil	1,038,519
	-----
Total Industrial Revenue	34,993,801
	=====

Total System Revenue	135,288,519
	=====

Total  
 2009

MEMBER SALES - MILLS/KWH:

RURALS:

Kenergy	(MILLS)	42.59
Jackson Purchase	(MILLS)	42.73
Meade County	(MILLS)	43.13
		-----
Total Rural Revenue	(MILLS)	42.74
		=====

INDUSTRIALS:

Accuride	(MILLS)	48.83
Alcoa Automotive	(MILLS)	49.79
Aleris International (formerly Commonwealth Alum)	(MILLS)	37.60
Allied Resources	(MILLS)	46.26
Armstrong Coal (formerly Ohio Co. Coal)	(MILLS)	51.91
Armstrong Coal S.H. Dock (new)	(MILLS)	39.90
Dyson Creek Mine	(MILLS)	66.70
Domtar Paper Co.	(MILLS)	34.41
Dotiki #3-Webster	(MILLS)	33.93
Hopkins County Coal	(MILLS)	38.55
KB Alloys	(MILLS)	55.73
Kimberly-Clark	(MILLS)	33.41
KMMC, L.L.C.	(MILLS)	39.90
Patriot Coal	(MILLS)	43.61
Roll Coater, Inc.	(MILLS)	42.99
Tyson Foods	(MILLS)	38.27
Valley Grain	(MILLS)	45.57
Shell Oil	(MILLS)	51.47
		-----
Total Industrial Revenue	(MILLS)	37.18
		=====

Total System Revenue

(MILLS) 41.15

=====

	<b>Total 2009</b>
<b>Domtar -- Cogeneration Backup Power Agreement:</b>	
Energy Sales -- MWH (Backup & Replacement Power)	0
Sales Price	0
	-----
Energy Sales Revenue	0
Energy Imbalance Revenue	0
Power Factor Penalty	8,748
Additional Revenue Charges: \$2.50/MWH	0
Monthly Charge	225,000
Metering & Billing Charges (G&A)	36,000
	-----
Domtar Cogeneration Backup Pwr Revenue	269,748
	=====

**Total  
 2009**

**Intersystem Sales (MWH):**

Arbitrage System Firm Sales (5 x 16): Smelters (Combined)	462,848
Arbitrage System Firm Sales (2 x 16): Smelters (Combined)	197,072
Arbitrage System Firm Sales (7 x 8): Smelters (Combined)	329,960
Arbitrage System Firm Sales: Smelters (Combined)	262,800
Arbitrage System Firm Sales: Century (purchased from SIPC resold to Century)	70,800
Arbitrage Hourly Sales	362,015
<b>Total Intersystem Sales (MWH)</b>	<b>1,685,495</b>

**Intersystem Sales Revenue:**

Arbitrage System Firm Sales (5 x 16): Smelters (Combined)	20,898,573
Arbitrage System Firm Sales (2 x 16): Smelters (Combined)	8,867,693
Arbitrage System Firm Sales (7 x 8): Smelters (Combined)	14,883,134
Arbitrage System Firm Sales: Smelters (Combined)	11,853,823
Arbitrage System Firm Sales: Century (purchased from SIPC resold to Century)	3,929,400
Arbitrage Hourly Sales	13,804,879
<b>Arbitrage -- Total Sales Revenue</b>	<b>74,237,502</b>
Less: Transmission Revenue -- Arbitrage (see Acct. 557.110)	0
<b>Total Intersystem Sales Revenue</b>	<b>74,237,502</b>

44.04

**Arbitrage Sales Price (\$/MWh) (Firm Sales):**

Arbitrage System Firm Sales (5 x 16): Smelters (Combined)
Arbitrage System Firm Sales (2 x 16): Smelters (Combined)
Arbitrage System Firm Sales (7 x 8): Smelters (Combined)
Arbitrage System Firm Sales: Smelters (Combined)
Arbitrage System Firm Sales: Century (purchased from SIPC resold to Century)
Arbitrage Hourly Sales



	Total 2009
<b>Transmission Service Revenue -- Arbitrage:</b>	0
Arbitrage Firm Sales: Forward Sale Alcan	0
Forward Sale Century	0
Pre-Scheduled	7,457,496
Arbitrage Hourly Sales	----- 7,457,496
<b>Total Transmission Service Revenue -- Arbitrage</b>	5,000,000
<b>Transmission Service Revenue -- LEM (Contract--Invoiced)</b>	5,000,000
<b>Transmission Service Revenue -- LEM (Contract--Booked)</b>	0
Transmission Service Revenue -- LEM-TVA Transmission	
<b>Smelter Tier 3 Transmission -- LEM/Kenergy</b>	1,260,000
Century	1,140,000
Alcan	48,300
Century--Excess Reactive Power/Kilovars	34,872
Alcan--Excess Reactive Power/Kilovars	----- 2,483,172
<b>Transmission Service Revenue - LEM/Kenergy</b>	398,064
<b>Transmission Service Revenue - Domtar Backup Pwr</b> (Charges Absorbed by Big Rivers)	42,000
<b>Transmission Service Revenue -- Other</b>	
<b>Generation-based Ancillaries Revenue -- Smelters: (combined)</b>	205,800
Schedule 5	0
Schedule 6	----- 205,800

	<b>Total 2009</b>
<b>Smelter Tier 3 Transmission Payable to LEM:</b>	
Century -- Monthly Payment	400,000
Century -- Annual Payment Accrued	258,320
34.3% of Alcan's Tier 3 Transmission	0
	-----
Total Smelter Tier 3 Transmission Payable to LEM	658,320
<b>Domtar Backup Power -- Ancillaries Payable to LEM:</b>	
Schedule 5	120,360
Schedule 6	120,360
	-----
Total Domtar Cogen. Bkup - Ancillaries Pay. to LEM	240,720
<b>Generation-based Ancillaries Provided by LEM:</b>	
Schedule 5	102,900
Schedule 6	102,900
	-----
	205,800
Total Electric Energy Revenue	209,156,985

BIG RIVERS ELECTRIC CORPORATION  
 2009 INTEREST PAYMENTS - Status Quo Rate Case

TYPE OF DEBT	ACCOUNT NO.	JAN 2009	FEB 2009	MAR 2009	APR 2009	MAY 2009	JUN 2009
<b>RUS:</b>							
New RUS Note		4,091,160	3,692,810	4,088,470	3,917,500	4,046,690	3,916,140
New RUS Note -- Int. Exp. Red.--Cash Invest.		0	0	0	0	0	0
RUS ARVP		510,620	1,059,980	508,470	499,120	515,760	499,120
<b>POLLUTION CONTROL:</b>							
P.C. Bonds 1983 Series (\$58.8) - \$13.350 Market-Increased Rate (1=Yes; 2=No)		8.00%	8.00%	8.00%	8.00%	8.00%	8.00%
P.C. Bonds 1983 Series (\$58.8) - \$40.450 Bank Bonds-Increased Rate (1=Yes; 2=No)	2	3.25%	3.25%	3.25%	3.25%	3.25%	3.25%
P.C. Bonds 1983 Series (\$83.3)		18.00%	18.00%	18.00%	18.00%	18.00%	18.00%
P.C. Bonds 1983 Series (\$58.8) - \$13.350 Market Rate	18,350,000	124,679	112,614	124,679	120,658	124,679	120,658
P.C. Bonds 1983 Series (\$58.8) - \$40.450 Bank Bonds Rate	40,450,000	111,653	100,848	111,653	108,051	111,653	108,051
P.C. Bonds 1983 Series (\$83.3) Rate	83,300,000	1,273,463	1,150,225	1,273,463	1,232,384	1,273,463	1,232,384
Remarketing Fees		4,990	4,510	4,990	4,830	4,990	4,830
Broker Fees		17,930	16,200	17,930	17,350	17,930	17,350
Ambac		35,720	32,270	35,720	34,580	35,720	34,580
Dexia Credit Local -- Commitment Fee		310	280	310	31,530	32,580	31,530
<b>LEM:</b>							
Settlement Note		104,330	104,020	103,700	103,380	103,050	102,730
<b>Defeased Sale-Leasback</b>							
Reduction in New RUS Note Interest		(347,320.00)	(313,710.00)	(347,320.00)	(336,120.00)	(347,320.00)	(336,110.00)
PMCC Promissory Note		87,690.00	87,690.00	87,690.00	87,690.00	87,690.00	87,690.00
<b>Gross Interest-Long Term</b>		<u>5,997,295</u>	<u>6,031,537</u>	<u>5,991,825</u>	<u>5,803,603</u>	<u>5,988,955</u>	<u>5,801,603</u>
<b>Less: Capitalized Interest</b>		<u>43,990</u>	<u>47,720</u>	<u>36,160</u>	<u>36,220</u>	<u>37,030</u>	<u>40,020</u>
<b>Net Interest</b>		<u>5,953,305</u>	<u>5,983,817</u>	<u>5,955,665</u>	<u>5,767,383</u>	<u>5,951,925</u>	<u>5,761,583</u>
<b>Amort. -- P.C. Bond Refunding Exp.</b>	428,000	4,540	4,100	4,540	18,780	19,410	18,780
<b>NRUCFC-Line of Credit</b>	431,100	0	0	0	0	0	0

BIG RIVERS ELECTRIC CORPORATION  
 2009 INTEREST VSE - Status Quo Rate Case

TYPE OF DEBT	ACCOUNT NO.	JUL 2009	AUG 2009	SEP 2009	OCT 2009	NOV 2009	DEC 2009	TOTAL 2009
<b>RUS:</b>								
New RUS Note		4,006,270	4,004,920	3,875,730	3,940,580	3,811,390	3,938,440	47,330,100
New RUS Note – Int. Exp. Red.–Cash Invest.		0	0	0	0	0	0	0
RUS ARVP		523,210	523,210	506,340	530,860	513,740	530,860	6,721,290
<b>POLLUTION CONTROL:</b>								
P.C. Bonds 1983 Series (\$58.8) - \$13.350 Market-Increased Rate (1=Yes; 2=No)		8.00%	8.00%	8.00%	8.00%	8.00%	8.00%	
P.C. Bonds 1983 Series (\$58.8) - \$40.450 Bank Bonds-Increased Rate (1=Yes; 2=No)	2	3.25%	3.25%	3.25%	3.25%	3.25%	3.25%	
P.C. Bonds 1983 Series (\$83.3)		18.00%	18.00%	18.00%	18.00%	18.00%	18.00%	
P.C. Bonds 1983 Series (\$58.8) - \$13.350 Market Rate	18,350,000	124,679	124,679	120,658	124,679	120,658	124,680	1,468,000
P.C. Bonds 1983 Series (\$58.8) - \$40.450 Bank Bonds Rate	40,450,000	111,653	111,653	108,051	111,653	108,051	111,655	1,314,625
P.C. Bonds 1983 Series (\$83.3) Rate	83,300,000	1,273,463	1,273,463	1,232,384	1,273,463	1,232,384	1,273,461	14,994,000
Remarketing Fees		5,000	5,000	4,830	5,000	4,830	5,000	58,800
Broker Fees		17,930	17,940	17,350	17,940	17,350	17,940	211,140
Ambac		35,720	35,720	34,580	35,720	34,580	35,720	420,630
Dexia Credit Local – Commitment Fee		32,590	32,590	31,530	32,590	31,530	32,590	289,960
<b>LEM:</b>								
Settlement Note		102,400	102,070	101,740	101,400	101,070	100,730	1,230,620
<b>Defeased Sale-Leasback</b>								
Reduction in New RUS Note Interest		(347,320.00)	(347,320.00)	(336,110.00)	(347,320.00)	(336,110.00)	(347,320.00)	(4,089,400.00)
PMCC Promissory Note		87,690.00	87,690.00	87,690.00	87,690.00	87,700.00	43,850.00	1,008,450.00
<hr/>								
Gross Interest-Long Term		5,955,355	5,953,675	5,767,423	5,896,315	5,709,823	5,849,666	70,747,075
Less: Capitalized Interest		35,480	39,480	40,230	44,110	64,210	67,720	532,370
<hr/>								
Net Interest		5,919,875	5,914,195	5,727,193	5,852,205	5,645,613	5,781,946	70,214,705
Amort. – P.C. Bond Refunding Exp.	428,000	19,410	19,410	18,780	19,420	18,780	19,420	185,370
NRUCFC-Line of Credit	431,100	0	0	0	0	0	0	0

**BIG RIVER NUCLEAR CORPORATION**  
**Status Quo Base-Arbitrage Best/Worst Case**

	<u>Jan-09</u>	<u>Feb-09</u>	<u>Mar-09</u>	<u>Apr-09</u>	<u>May-09</u>	<u>Jun-09</u>
<b><u>Proforma (Best Case)</u></b>						
Revenue - Off-System/Arbitrage	8,416,270	7,431,312	6,719,963	7,129,988	6,494,828	5,792,438
Purchased Power	<u>8,760,773</u>	<u>7,525,115</u>	<u>7,662,322</u>	<u>7,002,772</u>	<u>7,594,003</u>	<u>7,963,060</u>
	(344,503)	(93,803)	(942,359)	127,216	(1,099,175)	(2,170,622)
<b><u>Low Case</u></b>						
Revenue - Off-System/Arbitrage	8,416,270	7,431,312	6,146,865	6,475,239	5,959,730	5,389,086
Purchased Power	<u>8,760,773</u>	<u>7,525,115</u>	<u>7,531,046</u>	<u>6,878,877</u>	<u>7,453,861</u>	<u>7,839,161</u>
	(344,503)	(93,803)	(1,384,181)	(403,638)	(1,494,131)	(2,450,075)
<b><u>Difference - Low Case +/-</u></b>						
Revenue - Off-System/Arbitrage? (1=YES; 2=NO)	2	-	-	-	-	-
Purchased Power? (1=YES; 2=NO)	2	-	-	-	-	-

	<u>Jul-09</u>	<u>Aug-09</u>	<u>Sep-09</u>	<u>Oct-09</u>	<u>Nov-09</u>	<u>Dec-09</u>	<u>Total</u>
<b>Proforma (Best Case)</b>							
Revenue - Off-System/Arbitrage	5,938,267	4,891,537	4,466,710	5,916,615	5,135,365	5,904,209	74,237,502
Purchased Power	<u>8,646,718</u> (2,708,451)	<u>8,177,185</u> (3,285,648)	<u>7,277,837</u> (2,811,127)	<u>8,075,997</u> (2,159,382)	<u>8,040,587</u> (2,905,222)	<u>8,753,191</u> (2,848,982)	<u>95,479,560</u> (21,242,058)
<b>Low Case</b>							
Revenue - Off-System/Arbitrage	4,040,167	3,258,132	3,250,957	4,424,754	4,038,122	4,532,103	63,362,737
Purchased Power	<u>8,011,488</u> (3,971,321)	<u>7,457,579</u> (4,199,447)	<u>6,906,346</u> (3,655,389)	<u>7,731,951</u> (3,307,197)	<u>7,700,990</u> (3,662,868)	<u>8,409,136</u> (3,877,033)	<u>92,206,323</u> (28,843,586)
<b>Difference - Low Case +/-</b>							
Revenue - Off-System/Arbitrage? (1=YES; 2=NO)	2	-	-	-	-	-	0
Purchased Power? (1=YES; 2=NO)	2	-	-	-	-	-	0
		-	-	-	-	-	0

Account Number	Statement of Cash Flows (Direct Format)	JAN 2009	FEB 2009	MAR 2009	APR 2009
1	Range				
2	447	17,254,690	19,458,556	17,741,401	16,576,237
3	412/413	2,512,073	2,268,472	2,521,683	2,496,211
4	454/456	1,460,642	1,293,527	1,293,677	1,294,142
5		<u>21,227,405</u>	<u>23,020,555</u>	<u>21,556,761</u>	<u>20,366,590</u>
6		0	0	0	0
7		0	0	0	0
8	555 thru 557	(9,277,240)	(12,766,761)	(11,112,467)	(9,634,434)
9	560 thru 567	(515,904)	(519,186)	(659,300)	(604,721)
10		0	0	0	0
11		0	0	0	0
12	908 thru 910	(70,590)	(64,238)	(58,702)	(91,221)
13	913	(46,773)	(53,457)	(53,929)	(157,432)
14	920 thru 931	(1,594,604)	(1,309,282)	(1,148,687)	(7,562,245)
15		<u>(11,505,111)</u>	<u>(14,712,924)</u>	<u>(13,033,085)</u>	<u>(18,050,053)</u>
16		0	0	0	0
17	568 thru 573	(340,317)	(464,007)	(428,635)	(446,328)
18		0	0	0	0
19	935	(20,399)	(26,671)	(15,182)	(16,316)
20		<u>(360,716)</u>	<u>(490,678)</u>	<u>(443,817)</u>	<u>(462,644)</u>
21		0	0	0	0
22		(90,267)	(38,092)	(5,147)	0
23		(8,414,173)	(1,973,756)	(1,477,090)	(15,417,546)
24		0	0	0	0
25		0	0	0	0
26		(112,322)	(27,099)	(5,074)	(140,493)
27	409/410/426/428	<u>(20,482,589)</u>	<u>(17,242,549)</u>	<u>(14,964,213)</u>	<u>(34,070,736)</u>
28		<u>744,816</u>	<u>5,778,006</u>	<u>6,592,548</u>	<u>(13,704,146)</u>
29		42,000	36,504	29,471	37,846
30	419	0	0	0	0
31		0	0	0	0
32		0	0	0	0
33		0	0	0	0
34		0	0	0	273,376
35	424	0	0	0	0
36		<u>786,816</u>	<u>5,814,510</u>	<u>6,622,019</u>	<u>(13,392,924)</u>
37					
38		(2,104,722)	(1,599,119)	(2,112,720)	(1,727,179)
39					
40		(8,496,700)	(484,942)	(48,108)	(8,499,729)
41		0	0	0	0
42		0	0	0	0
43		<u>(9,814,606)</u>	<u>3,730,449</u>	<u>4,461,191</u>	<u>(23,619,832)</u>
44		33,560,877	23,746,271	27,476,720	31,937,911
45		23,746,271	27,476,720	31,937,911	8,318,079

Account Number	Statement of Cash Flows (Direct Format)	MAY 2009	JUN 2009	JUL 2009	AUG 2009
1	<b>Range</b>				
2	447 Electric Energy Revenues	15,913,980	15,842,370	16,168,006	17,518,565
3	412/413 Income From Leased Property (Net)	2,436,140	2,408,223	2,390,211	2,408,521
4	454/456 Other Operating Revenue and Income	1,293,527	1,254,076	1,254,841	1,254,076
5	Total Oper. Revenues & Patronage Capital	<u>19,643,647</u>	<u>19,504,669</u>	<u>19,813,058</u>	<u>21,181,162</u>
6	Operating Expense - Production - Excluding Fuel	0	0	0	0
7	Operating Expense - Production - Fuel	0	0	0	0
8	555 thru 557 Operating Expense - Other Power Supply	(9,127,166)	(9,297,962)	(9,658,337)	(11,588,211)
9	560 thru 567 Operating Expense - Transmission	(486,709)	(492,047)	(576,956)	(493,169)
10	Operating Expense - Distribution	0	0	0	0
11	Operating Expense - Customer Accounts	0	0	0	0
12	908 thru 910 Operating Expense - Customer Service & Information	(59,309)	(60,695)	(69,007)	(60,859)
13	913 Operating Expense - Sales	(148,929)	(287,123)	(149,880)	(151,289)
14	920 thru 931 Operating Expense - Administrative & General	(1,303,026)	(1,182,946)	(1,153,674)	(1,430,466)
15	Total Operation Expense	<u>(11,125,139)</u>	<u>(11,320,773)</u>	<u>(11,607,854)</u>	<u>(13,723,994)</u>
16	Maintenance Expense - Production	0	0	0	0
17	568 thru 573 Maintenance Expense - Transmission	(384,898)	(397,542)	(436,456)	(418,814)
18	Maintenance Expense - Distribution	0	0	0	0
19	935 Maintenance Expense - General Plant	(12,400)	(14,313)	(26,568)	(11,574)
20	Total Maintenance Expense	<u>(397,298)</u>	<u>(411,855)</u>	<u>(463,024)</u>	<u>(430,388)</u>
21	Depreciation and Amortization Expense	0	0	0	0
22	Taxes	0	0	0	(1,188,424)
23	Interest on Long-Term Debt	(687,081)	(982,682)	(7,481,562)	(793,257)
24	Interest Charged to Construction Credit	0	0	0	0
25	Other Interest Expense	0	0	0	0
26	Asset Retirement Obligation	0	0	0	0
27	409/410/426/428 Other Deductions	(8,840)	(116,410)	Interest Exper	(3,910)
28	Total Cost of Electric Service	<u>(12,218,358)</u>	<u>(12,831,720)</u>	<u>(19,552,440)</u>	<u>(16,139,973)</u>
29	Operating Margins	<u>7,425,289</u>	<u>6,672,949</u>	<u>260,618</u>	<u>5,041,189</u>
30	419 Interest Income	28,458	21,913	27,868	25,531
31	Allowance for Funds Used During Construction	0	0	0	0
32	Income (Loss) from Equity Investments	0	0	0	0
33	Other Non-operating Income (Net)	0	0	0	0
34	Generation & Transmission Capital Credits	0	0	0	0
35	424 Other Capital Credits and Patronage Dividends	0	0	0	0
36	Extraordinary Items	0	0	0	0
37	Net Patronage Capital or Margins	<u>7,453,747</u>	<u>6,694,862</u>	<u>288,486</u>	<u>5,066,720</u>
38	Capital Expenditures	(1,460,577)	(1,782,613)	(1,778,100)	(2,619,758)
39	Special Funds				
40	Principal Payments	(48,752)	(49,077)	(8,498,859)	(49,733)
41	Leveraged Lease Termination	0	0	0	0
42	Net Increase/(Decrease) In Cash and Cash Equivalents	<u>5,944,418</u>	<u>4,863,172</u>	<u>(9,988,473)</u>	<u>2,397,229</u>
43	Cash and Cash Equivalents - Beginning of Period	8,318,079	14,262,497	19,125,669	9,137,196
44	Cash and Cash Equivalents - End of Period	14,262,497	19,125,669	9,137,196	11,534,425



Pivers Electric Corporation  
 Qu Rate Case-Cash Flow 2009 Budget

Account Number			SEP 2009	OCT 2009	NOV 2009	DEC 2009
1	Range	Statement of Cash Flows (Direct Format)				
2	447	Electric Energy Revenues	16,659,376	15,709,721	16,165,101	15,698,988
3	412/413	Income From Leased Property (Net)	2,406,092	2,387,269	2,483,645	2,518,116
4	454/456	Other Operating Revenue and Income	1,254,076	1,254,691	1,299,076	1,296,076
5		Total Oper. Revenues & Patronage Capital	<u>20,319,544</u>	<u>19,351,681</u>	<u>19,947,822</u>	<u>19,513,180</u>
6		Operating Expense - Production - Excluding Fuel	0	0	0	0
7		Operating Expense - Production - Fuel	0	0	0	0
8	555 thru 557	Operating Expense - Other Power Supply	(11,345,682)	(9,606,152)	(9,674,231)	(9,386,338)
9	560 thru 567	Operating Expense - Transmission	(532,980)	(482,286)	(489,677)	(529,266)
10		Operating Expense - Distribution	0	0	0	0
11		Operating Expense - Customer Accounts	0	0	0	0
12	908 thru 910	Operating Expense - Customer Service & Information	(70,852)	(61,094)	(61,103)	(68,136)
13	913	Operating Expense - Sales	(145,625)	(151,768)	(148,457)	(156,009)
14	920 thru 931	Operating Expense - Administrative & General	(1,254,685)	(1,082,109)	(1,030,112)	(1,063,487)
15		Total Operation Expense	<u>(13,349,824)</u>	<u>(11,383,409)</u>	<u>(11,403,580)</u>	<u>(11,203,236)</u>
16		Maintenance Expense - Production	0	0	0	0
17	568 thru 573	Maintenance Expense - Transmission	(430,231)	(587,196)	(401,370)	(431,389)
18		Maintenance Expense - Distribution	0	0	0	0
19	935	Maintenance Expense - General Plant	(12,954)	(13,263)	(10,813)	(11,274)
20		Total Maintenance Expense	<u>(443,185)</u>	<u>(600,459)</u>	<u>(412,183)</u>	<u>(442,663)</u>
21		Depreciation and Amortization Expense	0	0	0	0
22		Taxes	0	0	(558,699)	(165,259)
23		Interest on Long-Term Debt	(926,681)	(7,388,258)	(879,946)	(861,310)
24		Interest Charged to Construction Credit	0	0	0	0
25		Other Interest Expense	0	0	0	0
26		Asset Retirement Obligation	0	0	0	0
27	409/410/426/428	Other Deductions	(110,840)	(2,520)	(8,020)	(3,670)
28		Total Cost of Electric Service	<u>(14,830,530)</u>	<u>(19,374,646)</u>	<u>(13,262,428)</u>	<u>(12,676,138)</u>
29		Operating Margins	<u>5,489,014</u>	<u>(22,965)</u>	<u>6,685,394</u>	<u>6,837,042</u>
30	419	Interest Income	20,693	23,725	16,965	7,958
31		Allowance for Funds Used During Construction	0	0	0	0
32		Income (Loss) from Equity Investments	0	0	0	0
33		Other Non-operating Income (Net)	0	0	0	0
34		Generation & Transmission Capital Credits	0	0	0	0
35	424	Other Capital Credits and Patronage Dividends	0	0	0	0
36		Extraordinary Items	0	0	0	0
37		Net Patronage Capital or Margins	<u>5,509,707</u>	<u>760</u>	<u>6,702,359</u>	<u>6,845,000</u>
38						
39		Capital Expenditures	(1,855,370)	(1,958,600)	(4,916,634)	(1,355,611)
40		Special Funds				
41		Principal Payments	(50,064)	(13,500,524)	(50,735)	(12,431,073)
42		Leveraged Lease Termination	0	0	0	0
43		Net Increase/(Decrease) In Cash and Cash Equivalents	<u>3,604,273</u>	<u>(15,458,364)</u>	<u>1,734,990</u>	<u>(6,941,684)</u>
44		Cash and Cash Equivalents - Beginning of Period	11,534,425	15,138,698	(319,666)	1,415,324
45		Cash and Cash Equivalents - End of Period	15,138,698	(319,666)	1,415,324	(5,526,360)

BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2008-00040  
May 4, 2009

1 **Item 12)** Please provide copies of the RUS Form 12a for the month of January for  
2 the years 1998-2009.

3

4 **Response)** The requested information is attached hereto.

5

6 **Witness)** C. William Blackburn

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Public reporting burden for this collection of information is estimated to average 24-25 hours (RUS Form 12a-i) per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden, to Department of Agriculture, Clearance Officer, OIRM, AG Box 7630, Washington, DC 20250; and to the Office of Management and Budget, Paperwork Reduction Project (OMB #0572-0032), Washington, DC 20503. OMB FORM NO. 0572-0032, Expires 06/30/98

This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et seq.) and is not confidential.

<b>USDA-RUS</b>  <b>OPERATING REPORT - FINANCIAL</b>	BORROWER DESIGNATION KY062  BORROWER NAME AND ADDRESS BIG RIVERS ELECTRIC CORP P O BOX 24 HENDERSON, KY42420-0000
INSTRUCTIONS - Submit an original and two copies to RUS. Round all amounts to nearest dollar. For detailed instructions, see RUS Bulletin 1717B-3	PERIOD ENDED 1998 January
RUS USE ONLY	

**CERTIFICATION**

We hereby certify that the entries in this report are in accordance with the accounts and other records of the system and reflect the status of the system to the best of our knowledge and belief.

**ALL INSURANCE REQUIRED BY PART 1788 OF 7 CFR CHAPTER XVII, RUS, WAS IN FORCE DURING THE REPORTING PERIOD AND RENEWALS HAVE BEEN OBTAINED FOR ALL POLICIES.**

_____ <i>Esther N. Thompson</i> SIGNATURE OF OFFICE MANAGER OR ACCOUNTANT	02/25/1998 DATE
_____ SIGNATURE OF MANAGER	02/25/1998 DATE

ITEM	YEAR-TO-DATE			THIS MONTH (d)
	LAST YEAR (a)	THIS YEAR (b)	BUDGET (c)	
1. Electric Energy Revenues.....	27,290,964	24,028,148	26,281,819	24,028,148
2. Income From Leased Property (Net).....	0	0	0	0
3. Other Operating Revenue and Income.....	47,832	7,908	4,205	7,908
4. Total Oper. Revenues & Patronage Capital (1 thru 3).....	27,338,796	24,036,054	26,286,024	24,036,054
5. Operating Expense - Production - Excluding Fuel.....	1,892,892	1,637,220	1,779,630	1,637,220
6. Operating Expense - Production - Fuel.....	8,390,816	8,911,468	9,221,620	8,911,468
7. Operating Expense - Other Power Supply.....	3,726,434	3,203,755	3,320,666	3,203,755
8. Operating Expense - Transmission.....	361,183	319,031	361,052	319,031
9. Operating Expense - Distribution.....	0	0	0	0
10. Operating Expense - Customer Accounts.....	0	0	0	0
11. Operating Expense - Customer Service & Information..	43,164	62,409	64,119	62,409
12. Operating Expense - Sales.....	170	0	18	0
13. Operating Expense - Administrative & General.....	1,366,280	756,193	1,619,745	756,193
14. Total Operation Expense (5 thru 13).....	15,779,929	14,890,064	16,266,640	14,890,064
15. Maintenance Expense - Production.....	1,360,883	1,281,483	1,246,968	1,281,483
16. Maintenance Expense - Transmission.....	103,613	195,462	169,643	195,462
17. Maintenance Expense - Distribution.....	0	0	0	0
18. Maintenance Expense - General Plant.....	( 41,339)	7,999	19,929	7,999
19. Total Maintenance Expense (15 thru 18).....	1,423,157	1,484,944	1,426,440	1,484,944
20. Depreciation and Amortization Expense.....	2,973,189	2,995,066	2,991,440	2,995,066
21. Taxes.....	387,764	186,660	190,269	186,660
22. Interest on Long-Term Debt.....	( 69,594)	3,900,266	8,811,236	3,900,266
23. Interest Charged to Construction - Credit.....	0	0	0	0
24. Other Interest Expense.....	85,790	0	0	0
25. Other Deductions.....	( 448,012)	6,044	7,120	6,044
26. Total Cost of Electric Service (14+19 thru 25).....	20,142,223	23,462,942	29,683,144	23,462,942
27. Operating Margins (4 less 26).....	7,196,573	673,112	( 3,397,120)	673,112
28. Interest Income.....	70,943	66,948	80,840	66,948
29. Allowance For Funds Used During Construction.....	0	0	0	0
30. Income (Loss) from Equity Investments.....	0	0	0	0
31. Other Nonoperating Income (Net).....	( 400)	( 395)	( 690)	( 395)
32. Generation & Transmission Capital Credits.....	0	0	0	0
33. Other Capital Credits and Patronage Dividends.....	0	0	0	0
34. Extraordinary Items.....	85,790	0	0	0
35. Net Patronage Capital or Margins (27 thru 34).....	7,352,906	639,665	( 3,336,870)	639,665
ITEM	Mills/kWh (Optional Use by Borrower)			
36. Electric Energy Revenue per kWh Sold.....		26.68	26.63	
37. Total Operation & Maintenance Expense Per kWh Sold.....		18.12	17.24	
38. Total Cost of Electric Service per kWh Sold.....		25.96	28.96	
39. Purchased Power Cost Per kWh Purchased.....		20.98	20.88	

This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et seq.) and is not confidential.

USDA-RUS

**OPERATING REPORT - FINANCIAL**

BORROWER DESIGNATION

KY062

PERIOD ENDED

1998 January

RUS USE ONLY

**SECTION B. BALANCE SHEET**

ASSETS AND OTHER DEBITS		LIABILITIES AND OTHER CREDITS	
1. Total Utility Plant in Service.....	1,535,881,193	32. Memberships.....	100
2. Construction Work in Progress.....	1,749,931	33. Patronage Capital	
3. Total Utility Plant (1+2).....	1,537,431,124	a. Assigned and Assignable .....	42,081,974
4. Accum. Provision for Depreciation and Amort	625,117,070	b. Retired This Year.....	0
5. Net Utility Plant (3-4).....	911,314,054	c. Retired Prior Years.....	0
6. Non-Utility Property (Net).....	126,537	d. Net Patronage Capital.....	42,081,974
7. Investments in Subsidiary Companies.....	0	34. Operating Margins - Prior Years.....	( 359,468,610)
8. Invest. In Assoc. Org. - Patronage Capital.....	66,322	35. Operating Margins - Current Year.....	673,112
9. Invest. In Assoc. Org. - Other - General Funds	66,280	36. Non-Operating Margins.....	25,008,881
10. Invest. In Assoc. Org. - OTH - NonGEN Funds	0	37. Other Margins and Equities.....	4,444,602
11. Investments in Economic Development Projects	10,000	38. Total Margins & Equities (32+33d thru 37) .....	( 287,370,241)
12. Other Investments.....	6,584	39. Long-Term Debt - REA (Net).....	1,101,165,116
13. Special Funds.....	5,884,379	(Payments-Unapplied \$ 0)	
14. Total Other Property and Investments (6 thru 13)	6,140,112	40. Long-Term Debt - REA - Econ. Devel. (Net).....	0
15. Cash - General Funds.....	8,984	41. Long-Term Debt - FFB - REA Guaranteed.....	0
16. Cash - Construction Funds - Trustee.....	0	42. Long-Term Debt - Other - REA Guaranteed.....	0
17. Special Deposits.....	0	43. Long-Term Debt - Other (Net) .....	162,824,224
18. Temporary Investments.....	13,968,000	44. Total Long-Term Debt (39 thru 43) .....	1,263,989,340
19. Notes Receivable (Net) .....	0	45. Obligations Under Capital Leases - Noncurrent	0
20. Accounts Receivable - Sales of Energy (Net)..	24,376,843	46. Accumulated Operating Provisions.....	5,204,250
21. Accounts Receivable - Other (Net).....	6,810,331	47. Total Other Noncurrent Liabilities (45+46) .....	5,204,250
22. Fuel Stock.....	17,157,114	48. Notes Payable.....	0
23. Materials and Supplies - Other.....	16,716,448	49. Accounts Payable.....	16,818,340
24. Prepayments.....	1,968,972	50. Taxes Accrued.....	278,408
25. Other Current and Accrued Assets.....	71,027	51. Interest Accrued.....	4,781,813
26. Total Current and Accrued Assets (15 thru 25)	79,067,519	52. Other Current and Accrued Liabilities.....	3,060,190
27. UNAMO Debt DISC & Extraor. Prop. Losses....	0	53. Total Current & Accrued Liabilities (48 thru 52)	24,926,851
28. Regulatory Assets.....	0	54. Deferred Credits.....	0
29. Other Deferred Debits.....	228,516	55. Accumulated Deferred Income Taxes.....	0
30. Accumulated Deferred Income Taxes.....	0	56. Total Liabilities and Other Credits	
31. Total Assets and Other Debits (5+14+26 thru 30)	996,750,200	(38+44+47+53 thru 55).....	996,750,200

**SECTION C. NOTES TO FINANCIAL STATEMENTS**

Big Rivers Electric filed for protection under Chapter 11 Bankruptcy code on September 25, 1996 and is operating as debtor-in-possession in the ordinary course of business.

12b. Page 1 of 2, Regular Sales to RUS Borrowers:

- 2-Green River Rural
- 3-Industrial-Alcoa Hawesville Works
- 4-Industrial-Commonwealth Aluminum
- 5-Industrial-National Southwire Aluminum
- 6-Industrial-Scott Paper
- 7-Industrial-Willamette Industries
- 8-Industrial-World Source
- 9-Industrial-A-CMI
- 10-Henderson-Union Rural
- 11-Industrial-Accuride
- 12-Industrial-Alcan Aluminum
- 13-Industrial-Black Diamond Mine
- 14-Industrial-Breckinridge
- 15-Industrial-Lodestar Energy
- 16-Industrial-Dotiki #3
- 17-Industrial-CR Mining

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BORROWER DESIGNATION  
KY062

**OPERATING REPORT - FINANCIAL**

PERIOD ENDED

1998 January

RUS USE ONLY

**SECTION C. NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

- 18-Industrial-Hudson Foods
- 19-Industrial-K B Alloys, Inc.
- 20-Industrial-Patriot Coal
- 21-Industrial-Pittsburg & Midway
- 22-Industrial-Victory Process
- 23-Industrial-Smith Coal Co.
- 24-Industrial-Valley Grain
- 25-Industrial-Cardinal River
- 26-Meade County Rural
- 27-Jackson Purchase Rural
- 28-Industrial-Shell Oil

12d, HMP&L Station Two (Big Rivers 79.17% Share):

This information agrees with the 12c line 15. Big Rivers purchased power from the Henderson Municipal Power & Light's Station Two through a long-term lease.

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Public reporting burden for this collection of information is estimated to average 24 25 hours (RUS Form 12a-i) per response, including the time for reviewing instructions, searching existing data source gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information including suggestions for reducing this burden, to Department of Agriculture, Clearance Officer, OIRM, AG Box 7630, Washington, DC 20250; and to the Office of Management and Budget, Paperwork Reduction Project (OMB #0572-0032), Washington, DC 20503. OMB FORM NO. 0572-0032. Expires 06/30/98.

This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et seq) and is not confidential.

<b>USDA-RUS</b>  <b>OPERATING REPORT - FINANCIAL</b>	BORROWER DESIGNATION KY062 <hr/> BORROWER NAME AND ADDRESS BIG RIVERS ELECTRIC CORP P O BOX 24 HENDERSON, KY42419-0000
INSTRUCTIONS - Submit an original and two copies to RUS. Round all amounts to nearest dollar. For detailed instructions see RUS Bulletin 1717B-3	PERIOD ENDED 1999 January
<b>CERTIFICATION</b> We hereby certify that the entries in this report are in accordance with the accounts and other records of the system and reflect the status of the system to the best of our knowledge and belief. <b>ALL INSURANCE REQUIRED BY PART 1788 OF 7 CFR CHAPTER XVII, RUS, WAS IN FORCE DURING THE REPORTING PERIOD AND RENEWALS HAVE BEEN OBTAINED FOR ALL POLICIES.</b>	
_____ SIGNATURE OF OFFICE MANAGER OR ACCOUNTANT	03/03/99 DATE
_____ SIGNATURE OF MANAGER	03/03/99 DATE

ITEM	YEAR-TO-DATE			THIS MONTH
	LAST YEAR (a)	THIS YEAR (b)	BUDGET (c)	
1. Electric Energy Revenues.....	24,028,146	11,568,483	10,867,803	11,568,483
2. Income From Leased Property (Net).....	0	1,332,657	1,348,469	1,332,657
3. Other Operating Revenue and Income.....	7,908	459,905	508,013	459,905
4. Total Oper. Revenues & Patronage Capital(1 thru 3).....	24,036,054	13,361,045	12,724,285	13,361,045
5. Operating Expense - Production - Excluding Fuel.....	1,637,220	0	0	0
6. Operating Expense - Production - Fuel.....	8,911,456	0	0	0
7. Operating Expense - Other Power Supply.....	3,203,755	6,913,834	6,489,560	6,913,834
8. Operating Expense - Transmission.....	319,031	224,079	201,211	224,079
9. Operating Expense - Distribution.....	0	0	0	0
10. Operating Expense - Customer Accounts.....	0	0	0	0
11. Operating Expense - Customer Service & Information..	62,409	41,262	69,065	41,262
12. Operating Expense - Sales.....	0	0	10,447	0
13. Operating Expense - Administrative & General.....	756,193	321,100	630,418	321,100
14. Total Operation Expense (5 thru 13).....	14,890,064	7,500,275	7,400,701	7,500,275
15. Maintenance Expense - Production.....	1,281,483	0	0	0
16. Maintenance Expense - Transmission.....	195,462	116,718	184,648	116,718
17. Maintenance Expense - Distribution.....	0	0	0	0
18. Maintenance Expense - General Plant.....	7,999	4,878	22,078	4,878
19. Total Maintenance Expense (15 thru 18).....	1,484,944	121,596	206,726	121,596
20. Depreciation and Amortization Expense.....	2,995,065	394,463	391,858	394,463
21. Taxes.....	186,560	77,724	98,178	77,724
22. Interest on Long-Term Debt.....	3,900,265	5,890,261	6,000,490	5,890,261
23. Interest Charged to Construction - Credit.....	0	( 7,498)	( 10,476)	( 7,498)
24. Other Interest Expense.....	0	872	0	872
25. Other Deductions.....	6,044	12,648	6,393	12,648
26. Total Cost of Electric Service (14+19 thru 25).....	23,462,942	13,990,341	14,093,870	13,990,341
27. Operating Margins (4 less 26).....	573,112	( 629,296)	( 1,369,585)	( 629,296)
28. Interest Income.....	66,948	83,085	78,790	83,085
29. Allowance For Funds Used During Construction.....	0	0	0	0
30. Income (Loss) from Equity Investments.....	0	0	0	0
31. Other Nonoperating Income (Net).....	( 395)	( 63,414)	0	( 63,414)
32. Generation & Transmission Capital Credits.....	0	0	0	0
33. Other Capital Credits and Patronage Dividends.....	0	0	0	0
34. Extraordinary Items.....	0	0	0	0
35. Net Patronage Capital or Margins(27 thru 34).....	639,665	( 609,625)	( 1,290,795)	( 609,625)
<b>ITEM</b>	<b>Mills/kWh (Optional Use by Borrower)</b>			
36. Electric Energy Revenue per kWh Sold.....	32.16	32.91	32.91	000003
37. Total Operation & Maintenance Expense Per kWh Sold.....	21.19	23.03	23.03	
38. Total Cost of Electric Service per kWh Sold.....	38.89	42.67	42.67	
39. Purchased Power Cost Per kWh Purchased.....	18.84	19.26	19.26	

This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C.901 et seq.) and is not confidential.

<b>USDA-RUS</b>  <b>OPERATING REPORT - FINANCIAL</b>	BORROWER DESIGNATION KY062	PERIOD ENDED 1999 January	RUS USE ONLY
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**SECTION B. BALANCE SHEET**

ASSETS AND OTHER DEBITS		LIABILITIES AND OTHER CREDITS	
1. Total Utility Plant in Service.....	1,515,798,808	32. Memberships.....	100
2. Construction Work in Progress.....	3,871,924	33. Patronage Capital	
3. Total Utility Plant (+2).....	1,519,670,732	a. Assigned and Assignable.....	0
4. Accum. Provision for Depreciation and Amort	652,347,466	b. Retired This Year.....	0
5. Net Utility Plant (-4).....	867,323,266	c. Retired Prior Years.....	0
6. Non-Utility Property (Net).....	124,224	d. Net Patronage Capital.....	0
7. Investments in Subsidiary Companies.....	0	34. Operating Margins - Prior Years.....	( 344,012,222)
8. Invest. In Assoc. Org. - Patronage Capital.....	53,414	35. Operating Margins - Current Year.....	( 629,296)
9. Invest. In Assoc. Org. - Other - General Funds	56,280	36. Non-Operating Margins.....	( 23,168,127)
10. Invest. In Assoc. Org. - OTH - NonGEN Funds	0	37. Other Margins and Equities.....	4,444,502
11. Investments in Economic Development Projects	10,000	38. Total Margins & Equities (32+33d thru 37).....	( 363,365,043)
12. Other Investments.....	5,424	39. Long-Term Debt - REA (Net).....	1,058,950,406
13. Special Funds.....	7,513,709	(Payments-Unapplied \$           0)	
14. Total Other Property and Investments (6 thru 13)	7,763,051	40. Long-Term Debt - REA - Econ. Devel. (Net).....	0
15. Cash - General Funds.....	4,768	41. Long-Term Debt - FFB - REA Guaranteed.....	0
16. Cash - Construction Funds - Trustee.....	0	42. Long-Term Debt - Other - REA Guaranteed.....	0
17. Special Deposits.....	1,284,808	43. Long-Term Debt - Other (Net).....	174,761,895
18. Temporary Investments.....	19,883,000	44. Total Long-Term Debt (39 thru 43).....	1,233,712,301
19. Notes Receivable (Net).....	0	45. Obligations Under Capital Leases - Noncurrent	0
20. Accounts Receivable - Sales of Energy (Net).....	13,374,699	46. Accumulated Operating Provisions.....	4,833,943
21. Accounts Receivable - Other (Net).....	1,020,863	47. Total Other Noncurrent Liabilities (45+46).....	4,833,943
22. Fuel Stock.....	0	48. Notes Payable.....	0
23. Materials and Supplies - Other.....	509,025	49. Accounts Payable.....	10,423,858
24. Prepayments.....	8,775,261	50. Taxes Accrued.....	552,397
25. Other Current and Accrued Assets.....	92,389	51. Interest Accrued.....	2,978,635
26. Total Current and Accrued Assets (15 thru 25)	44,944,813	52. Other Current and Accrued Liabilities.....	658,713
27. UNAMO Debt DISC & Extraor. Prop. Losses....	0	53. Total Current & Accrued Liabilities (48 thru 52)	14,613,603
28. Regulatory Assets.....	0	54. Deferred Credits.....	55,238,276
29. Other Deferred Debits.....	25,001,950	55. Accumulated Deferred Income Taxes.....	0
30. Accumulated Deferred Income Taxes.....	0	56. Total Liabilities and Other Credits	945,033,080
31. Total Assets and Other Debits (5+14+26 thru 30)	945,033,080	(38+44+47+53 thru 55).....	945,033,080

**SECTION C. NOTES TO FINANCIAL STATEMENTS**

12b, Page 1 of 2, Regular Sales to RUS Borrowers:

- 2-Green River Rural
- 3-Industrial-Alcoa Hawesville Works
- 4-Industrial-Commonwealth Aluminum
- 5-Industrial-Kimberly-Clark Corporation
- 6-Industrial-Willamette Industries
- 7-Industrial-Arvin Roll Coater, Inc.
- 8-Industrial-A-CMI
- 9-Henderson Union Rural
- 10-Industrial-Accuride
- 11-Industrial-Black Diamond Mine
- 12-Industrial-Breckinridge
- 13-Industrial-Lodestar Energy
- 14-Industrial-Dotiki #3
- 15-Industrial-CR Mining
- 16-Industrial-Hudson Foods
- 17-Industrial-KB Alloys, Inc.
- 18-Industrial-Patriot Coal
- 19-Industrial-Pittsburg & Midway

000004

This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C.901 et seq.) and is not confidential.

<b>USDA-RUS</b>  <b>OPERATING REPORT - FINANCIAL</b>	<b>BORROWER DESIGNATION</b> KY062	
	<b>PERIOD ENDED</b> 1999 January	<b>RUS USE ONLY</b>

**SECTION C. NOTES TO FINANCIAL STATEMENTS(CONTINUED)**


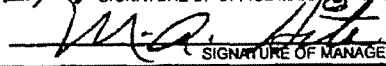
- 20-Industrial-Victory Process
- 21-Industrial-Smith Coal Co.
- 22-Industrial-Valley Grain
- 23-Industrial-Cardinal River
- 24-Meade County Rural
- 25-Jackson Purchase Rural
- 26-Industrial-Shell Oil

**000005**



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<b>USDA-RUS</b>  <b>OPERATING REPORT - FINANCIAL</b>	BORROWER DESIGNATION KY062  BORROWER NAME AND ADDRESS BIG RIVERS ELECTRIC CORP P O BOX 24 HENDERSON, KY42419-0000	
INSTRUCTIONS - Submit an original and two copies to RUS. Round all amounts to nearest dollar. For detailed instructions, see RUS Bulletin 1717B-3	PERIOD ENDED 2000 January	RUS USE ONLY
<b>CERTIFICATION</b> We hereby certify that the entries in this report are in accordance with the accounts and other records of the system and reflect the status of the system to the best of our knowledge and belief. <b>ALL INSURANCE REQUIRED BY PART 1788 OF 7 CFR CHAPTER XVII, RUS, WAS IN FORCE DURING THE REPORTING PERIOD AND RENEWALS HAVE BEEN OBTAINED FOR ALL POLICIES.</b>		
SIGNATURE OF OFFICE MANAGER OR ACCOUNTANT 		02/18/2000 DATE
SIGNATURE OF MANAGER 		02/18/2000 DATE

**SECTION A. STATEMENT OF OPERATIONS**

ITEM	YEAR-TO-DATE			THIS MONTH
	LAST YEAR (a)	THIS YEAR (b)	BUDGET (c)	
1. Electric Energy Revenues.....	11,568,483	11,489,397	11,255,041	11,489,397
2. Income From Leased Property (Net).....	1,332,657	2,336,830	2,327,893	2,336,830
3. Other Operating Revenue and Income.....	459,905	568,849	618,279	568,849
4. Total Oper. Revenues & Patronage Capital (1 thru 3).....	13,361,045	14,395,076	14,201,213	14,395,076
5. Operating Expense - Production - Excluding Fuel.....	0	0	0	0
6. Operating Expense - Production - Fuel.....	0	0	0	0
7. Operating Expense - Other Power Supply.....	6,913,834	6,834,693	6,699,766	6,834,693
8. Operating Expense - Transmission.....	224,079	191,927	232,356	191,927
9. Operating Expense - Distribution.....	0	0	0	0
10. Operating Expense - Customer Accounts.....	0	0	0	0
11. Operating Expense - Customer Service & Information..	41,262	36,825	54,217	36,825
12. Operating Expense - Sales.....	0	( 5,349)	14,881	( 5,349)
13. Operating Expense - Administrative & General.....	321,100	534,204	529,155	534,204
14. Total Operation Expense (5 thru 13).....	7,500,275	7,592,300	7,530,375	7,592,300
15. Maintenance Expense - Production.....	0	0	0	0
16. Maintenance Expense - Transmission.....	116,718	105,088	185,282	105,088
17. Maintenance Expense - Distribution.....	0	0	0	0
18. Maintenance Expense - General Plant.....	4,878	8,960	11,727	8,960
19. Total Maintenance Expense (15 thru 18).....	121,596	114,048	197,009	114,048
20. Depreciation and Amortization Expense.....	394,463	392,576	379,059	392,576
21. Taxes.....	77,724	84,039	84,039	84,039
22. Interest on Long-Term Debt.....	5,890,261	5,987,258	6,037,175	5,987,258
23. Interest Charged to Construction - Credit.....	( 7,498)	( 2,395)	( 1,517)	( 2,395)
24. Other Interest Expense.....	872	1,461	1,400	1,461
25. Other Deductions.....	12,648	6,239	7,653	6,239
26. Total Cost of Electric Service (14+19 thru 25).....	13,990,341	14,175,526	14,235,193	14,175,526
27. Operating Margins (4 less 26).....	( 629,296)	219,550	( 33,980)	219,550
28. Interest Income.....	83,085	112,593	96,420	112,593
29. Allowance For Funds Used During Construction.....	0	0	0	0
30. Income (Loss) from Equity Investments.....	0	0	0	0
31. Other Nonoperating Income (Net).....	( 63,414)	0	0	0
32. Generation & Transmission Capital Credits.....	0	0	0	0
33. Other Capital Credits and Patronage Dividends.....	0	0	0	0
34. Extraordinary Items.....	0	0	0	0
35. Net Patronage Capital or Margins (27 thru 34).....	( 609,625)	332,143	62,440	332,143
ITEM	Mills/kWh (Optional Use by Borrower)			
36. Electric Energy Revenue per kWh Sold.....		32.64	32.62	
37. Total Operation & Maintenance Expense Per kWh Sold.....		N/A	N/A	
38. Total Cost of Electric Service per kWh Sold.....		N/A	N/A	
39. Purchased Power Cost Per kWh Purchased.....		19.07	19.07	

This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C.901 et seq.) and is not confidential.

<b>USDA-RUS</b>  <b>OPERATING REPORT - FINANCIAL</b>	BORROWER DESIGNATION KY062
	PERIOD ENDED 2000 January
RUS USE ONLY	

**SECTION B. BALANCE SHEET**

ASSETS AND OTHER DEBITS	LIABILITIES AND OTHER CREDITS
1. Total Utility Plant in Service.....	32. Memberships.....
1,519,571,759	75
2. Construction Work in Progress.....	33. Patronage Capital
16,324,276	0
3. Total Utility Plant <sup>(1+2)</sup> .....	a. Assigned and Assignable .....
1,535,896,035	0
4. Accum. Provision for Depreciation and Amort	b. Retired This Year.....
668,383,915	0
5. Net Utility Plant <sup>(3-4)</sup> .....	c. Retired Prior Years.....
867,512,120	0
6. Non-Utility Property (Net).....	d. Net Patronage Capital.....
0	0
7. Investments in Subsidiary Companies.....	34. Operating Margins - Prior Years.....
0	( 338,130,330)
8. Invest. In Assoc. Org. - Patronage Capital.....	35. Operating Margins - Current Year.....
57,574	219,549
9. Invest. In Assoc. Org. - Other - General Funds	36. Non-Operating Margins.....
56,280	( 22,064,874)
10. Invest. In Assoc. Org. - OTH - NonGEN Funds	37. Other Margins and Equities.....
0	4,444,502
11. Investments in Economic Development Projects	38. Total Margins & Equities <sup>(32+33d thru 37)</sup> .....
10,000	( 355,531,078)
12. Other Investments.....	39. Long-Term Debt - REA (Net).....
5,391	1,040,896,113
13. Special Funds.....	(Payments-Unapplied \$ 0 )
7,562,671	0
14. Total Other Property and Investments <sup>(6 thru 13)</sup>	40. Long-Term Debt - REA - Econ. Devel. (Net).....
7,691,916	0
15. Cash - General Funds.....	41. Long-Term Debt - FFB - REA Guaranteed.....
3,006	0
16. Cash - Construction Funds - Trustee.....	42. Long-Term Debt - Other - REA Guaranteed.....
0	0
17. Special Deposits.....	43. Long-Term Debt - Other (Net) .....
0	200,495,066
18. Temporary Investments.....	44. Total Long-Term Debt <sup>(39 thru 43)</sup> .....
21,489,600	1,241,391,179
19. Notes Receivable (Net).....	45. Obligations Under Capital Leases - Noncurrent
0	0
20. Accounts Receivable - Sales of Energy (Net)..	46. Accumulated Operating Provisions.....
14,497,852	4,556,296
21. Accounts Receivable - Other (Net).....	47. Total Other Noncurrent Liabilities <sup>(45+46)</sup> .....
540,988	4,556,296
22. Fuel Stock.....	48. Notes Payable.....
0	0
23. Materials and Supplies - Other.....	49. Accounts Payable.....
703,245	10,956,689
24. Prepayments.....	50. Taxes Accrued.....
7,419,578	209,224
25. Other Current and Accrued Assets.....	51. Interest Accrued.....
93,426	3,502,525
26. Total Current and Accrued Assets <sup>(15 thru 25)</sup>	52. Other Current and Accrued Liabilities.....
44,747,695	3,220,593
27. UNAMO Debt DISC & Extraor. Prop. Losses....	53. Total Current & Accrued Liabilities <sup>(48 thru 52)</sup>
0	17,889,031
28. Regulatory Assets.....	54. Deferred Credits.....
0	38,448,125
29. Other Deferred Debits.....	55. Accumulated Deferred Income Taxes.....
26,801,822	0
30. Accumulated Deferred Income Taxes.....	56. Total Liabilities and Other Credits
0	946,753,553
31. Total Assets and Other Debits <sup>(5+14+26 thru 30)</sup>	<sup>(38+44+47+53 thru 55)</sup> .....
946,753,553	946,753,553

**SECTION C. NOTES TO FINANCIAL STATEMENTS**

12B, Page 1 of 2, Regular Sales to RUS Borrowers:

- 2-Kenergy Rural
- 3-Industrial Accuride
- 4-Industrial-Alcoa Automotive Casting
- 5-Industrial-Alcoa Hawesville Works
- 6-Industrial-Arvin Roll Coater, Inc.
- 7-Industrial-Black Diamond
- 8-Industrial-Breckinridge
- 9-Industrial-Commonwealth Aluminum
- 10-Industrial-CR Mining
- 11-Industrial-Dotiki #3
- 12-Industrial-Hudson Foods
- 13-Industrial-Kimberly Clark Corporation
- 14-Industrial-KB Alloys, Inc.
- 15-Industrial-Lodestar Energy
- 16-Industrial-New Hope LLC
- 17-Industrial-Patriot Coal
- 18-Industrial-Pittsburg & Midway
- 19-Industrial-Smith Coal Co.

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<b>USDA-RUS</b>  <b>OPERATING REPORT - FINANCIAL</b>	<b>BORROWER DESIGNATION</b> KY062	
	<b>PERIOD ENDED</b> 2000 January	<b>RUS USE ONLY</b>


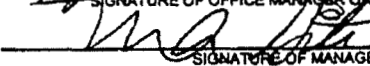
**SECTION C. NOTES TO FINANCIAL STATEMENTS(CONTINUED)**

- 20-Industrial-Valley Grain
- 21-Industrial-Willamette Industries
- 22-Meade County Rural
- 23-Jackson Purchase Rural
- 24-Industrial-Shell Oil

000005

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<b>USDA-RUS</b>		<b>BORROWER DESIGNATION</b> KY062		
<b>OPERATING REPORT - FINANCIAL</b>		<b>BORROWER NAME AND ADDRESS</b> BIG RIVERS ELECTRIC CORP P O BOX 24 HENDERSON, KY42419-0000		
<b>INSTRUCTIONS</b> - Submit an original and two copies to RUS. Round all amounts to nearest dollar. For detailed instructions, see RUS Bulletin 1717B-3		<b>PERIOD ENDED</b> 2001 January	<b>RUS USE ONLY</b>	
<b>CERTIFICATION</b>				
We hereby certify that the entries in this report are in accordance with the accounts and other records of the system and reflect the status of the system to the best of our knowledge and belief.				
ALL INSURANCE REQUIRED BY PART 1788 OF 7 CFR CHAPTER XVII, RUS, WAS IN FORCE DURING THE REPORTING PERIOD AND RENEWALS HAVE BEEN OBTAINED FOR ALL POLICIES.				
 SIGNATURE OF OFFICE MANAGER OR ACCOUNTANT		02/20/2001 DATE		
 SIGNATURE OF MANAGER		02/20/2001 DATE		
<b>SECTION A. STATEMENT OF OPERATIONS</b>				
ITEM	YEAR-TO-DATE			THIS MONTH
	LAST YEAR (a)	THIS YEAR (b)	BUDGET (c)	
1. Electric Energy Revenues.....	11,489,397	13,183,074	12,154,387	13,183,074
2. Income From Leased Property (Net).....	2,336,830	2,385,619	2,364,985	2,385,619
3. Other Operating Revenue and Income.....	568,849	737,662	691,982	737,662
4. Total Oper. Revenues & Patronage Capital(1 thru 3).....	14,395,076	16,306,355	15,211,354	16,306,355
5. Operating Expense - Production - Excluding Fuel.....	0	0	0	0
6. Operating Expense - Production - Fuel.....	0	0	0	0
7. Operating Expense - Other Power Supply.....	6,834,683	7,947,209	7,245,651	7,947,209
8. Operating Expense - Transmission.....	191,927	190,260	234,379	190,260
9. Operating Expense - Distribution.....	0	0	0	0
10. Operating Expense - Customer Accounts.....	0	0	0	0
11. Operating Expense - Customer Service & Information..	36,825	30,390	53,342	30,390
12. Operating Expense - Sales.....	( 5,349)	95,339	36,191	95,339
13. Operating Expense - Administrative & General.....	534,204	290,580	733,223	290,580
14. Total Operation Expense (5 thru 13).....	7,592,300	8,553,778	8,302,786	8,553,778
15. Maintenance Expense - Production.....	0	0	0	0
16. Maintenance Expense - Transmission.....	105,088	116,933	204,669	116,933
17. Maintenance Expense - Distribution.....	0	0	0	0
18. Maintenance Expense - General Plant.....	8,960	3,033	13,390	3,033
19. Total Maintenance Expense (15 thru 18).....	114,048	119,966	218,059	119,966
20. Depreciation and Amortization Expense.....	392,576	440,219	393,694	440,219
21. Taxes.....	84,039	82,886	87,149	82,886
22. Interest on Long-Term Debt.....	5,987,258	6,564,122	6,659,862	6,564,122
23. Interest Charged to Construction - Credit.....	( 2,395)	( 2,100)	( 1,851)	( 2,100)
24. Other Interest Expense.....	1,461	1,529	1,600	1,529
25. Other Deductions.....	6,239	( 224,334)	( 223,379)	( 224,334)
26. Total Cost of Electric Service (14+19 thru 25).....	14,175,526	15,536,066	15,437,920	15,536,066
27. Operating Margins (4 less 26).....	219,550	770,289	( 226,566)	770,289
28. Interest Income.....	112,593	1,218,705	1,198,230	1,218,705
29. Allowance For Funds Used During Construction.....	0	0	0	0
30. Income (Loss) from Equity Investments.....	0	0	0	0
31. Other Nonoperating Income (Net).....	0	0	0	0
32. Generation & Transmission Capital Credits.....	0	0	0	0
33. Other Capital Credits and Patronage Dividends.....	0	0	0	0
34. Extraordinary Items.....	0	0	0	0
35. Net Patronage Capital or Margins(27 thru 34).....	332,143	1,988,994	971,664	1,988,994
ITEM	Mills/kWh (Optional Use by Borrower)			
36. Electric Energy Revenue per kWh Sold.....	31.97		32.67	
37. Total Operation & Maintenance Expense Per kWh Sold.....	N/A		N/A	
38. Total Cost of Electric Service per kWh Sold.....	N/A		N/A	
39. Purchased Power Cost Per kWh Purchased.....	18.97		19.20	

000004

This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et seq.) and is not confidential.

<b>USDA-RUS</b>	<b>BORROWER DESIGNATION</b> KY062	
<b>OPERATING REPORT - FINANCIAL</b>	<b>PERIOD ENDED</b> 2001 January	<b>RUS USE ONLY</b>

**SECTION B. BALANCE SHEET**

ASSETS AND OTHER DEBITS		LIABILITIES AND OTHER CREDITS	
1. Total Utility Plant in Service.....	1,535,188,678	32. Memberships.....	75
2. Construction Work in Progress.....	21,870,350	33. Patronage Capital	
3. Total Utility Plant <sup>(1+2)</sup> .....	1,557,059,028	a. Assigned and Assignable.....	0
4. Accum. Provision for Depreciation and Amort	692,347,459	b. Retired This Year.....	0
5. Net Utility Plant <sup>(3-4)</sup> .....	864,711,569	c. Retired Prior Years.....	0
6. Non-Utility Property (Net).....	0	d. Net Patronage Capital.....	0
7. Investments in Subsidiary Companies.....	0	34. Operating Margins - Prior Years.....	( 337,087,200)
8. Invest. In Assoc. Org. - Patronage Capital.....	58,485	35. Operating Margins - Current Year.....	770,289
9. Invest. In Assoc. Org. - Other - General Funds	57,280	36. Non-Operating Margins.....	( 11,619,230)
10. Invest. In Assoc. Org. - OTH - NonGEN Funds	0	37. Other Margins and Equities.....	4,444,502
11. Investments in Economic Development Projects	10,000	38. Total Margins & Equities <sup>(32+33d thru 37)</sup> .....	( 343,491,564)
12. Other Investments.....	5,391	39. Long-Term Debt - REA (Net).....	972,442,189
13. Special Funds.....	155,180,055	(Payments-Unapplied \$ 0)	
14. Total Other Property and Investments <sup>(6 thru 13)</sup>	155,311,211	40. Long-Term Debt - REA - Econ. Devel. (Net).....	0
15. Cash - General Funds.....	3,742	41. Long-Term Debt - FFB - REA Guaranteed.....	0
16. Cash - Construction Funds - Trustee.....	0	42. Long-Term Debt - Other - REA Guaranteed.....	0
17. Special Deposits.....	0	43. Long-Term Debt - Other (Net).....	344,654,705
18. Temporary Investments.....	65,036,800	44. Total Long-Term Debt <sup>(39 thru 43)</sup> .....	1,317,096,894
19. Notes Receivable (Net).....	0	45. Obligations Under Capital Leases - Noncurrent	0
20. Accounts Receivable - Sales of Energy (Net)..	17,499,193	46. Accumulated Operating Provisions.....	3,771,834
21. Accounts Receivable - Other (Net).....	750,016	47. Total Other Noncurrent Liabilities <sup>(45+46)</sup> .....	3,771,834
22. Fuel Stock.....	0	48. Notes Payable.....	0
23. Materials and Supplies - Other.....	624,496	49. Accounts Payable.....	12,667,984
24. Prepayments.....	6,171,986	50. Taxes Accrued.....	250,382
25. Other Current and Accrued Assets.....	1,077,403	51. Interest Accrued.....	22,648,409
26. Total Current and Accrued Assets <sup>(15 thru 25)</sup>	91,163,636	52. Other Current and Accrued Liabilities.....	3,195,999
27. UNAMO Debt DISC & Extraor. Prop. Losses....	0	53. Total Current & Accrued Liabilities <sup>(48 thru 52)</sup>	38,762,774
28. Regulatory Assets.....	0	54. Deferred Credits.....	118,370,258
29. Other Deferred Debits.....	23,323,780	55. Accumulated Deferred Income Taxes.....	0
30. Accumulated Deferred Income Taxes.....	0	56. Total Liabilities and Other Credits	
31. Total Assets and Other Debits <sup>(5+14+26 thru 30)</sup>	1,134,510,196	<sup>(38+44+47+53 thru 55)</sup> .....	1,134,510,196

**SECTION C. NOTES TO FINANCIAL STATEMENTS**

- 12B, Page 1 of 2, Regular Sales to RUS Borrowers:
- 2-Kenergy Rural
  - 3-Industrial-Accuride
  - 4-Industrial-Alcoa Automotive Casting
  - 5-Industrial-Arvin Roll Coater, Inc.
  - 6-Industrial-Breckinridge
  - 7-Industrial-Cochise Coal
  - 8-Industrial-Commonwealth Aluminum
  - 9-Industrial-Dotiki #3
  - 10-Industrial-Hudson Foods
  - 11-Industrial-Kimberly-Clark Corporation
  - 12-Industrial-KB Alloys, Inc.
  - 13-Industrial-Lodestar Energy
  - 14-Industrial-Patriot Coal
  - 15-Industrial-Smith Coal Co.
  - 16-Industrial-Valley Grain
  - 17-Industrial-Webster County
  - 18-Industrial-Willamette Industries
  - 19-Meade County Rural
  - 20-Jackson Purchase Rural

000005

This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 801 et seq.) and is not confidential.

USDA-RUS

**OPERATING REPORT - FINANCIAL**

BORROWER DESIGNATION  
KY062

PERIOD ENDED  
2001 January

RUS USE ONLY

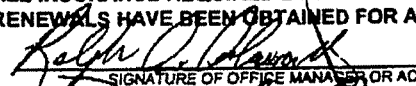

**SECTION C. NOTES TO FINANCIAL STATEMENTS (CONTINUED)**

21-Industrial-Shell Oil

000006

Public reporting burden for this collection of information is estimated to average 24.25 hours (RUS Form 12a-i) per response, including the time for reviewing instructions, searching existing data source gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information including suggestions for reducing this burden, to Department of Agriculture, Clearance Officer, OIRM, AG Box 7630, Washington, DC 20250; and to the Office of Management and Budget, Paperwork Reduction Project (OMB #0572-0032), Washington, DC 20503. OMB FORM NO. 0572-0032, Expires 06/30/98.

This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et seq.) and is not confidential.

<b>USDA-RUS</b>  <b>OPERATING REPORT - FINANCIAL</b>	BORROWER DESIGNATION KY062 BORROWER NAME AND ADDRESS BIG RIVERS ELECTRIC CORP P O BOX 24 HENDERSON, KY42419-0000
INSTRUCTIONS - Submit an original and two copies to RUS. Round all amounts to nearest dollar. For detailed instructions, see RUS Bulletin 1717B-3	PERIOD ENDED 2002 January
<b>CERTIFICATION</b> We hereby certify that the entries in this report are in accordance with the accounts and other records of the system and reflect the status of the system to the best of our knowledge and belief. <b>ALL INSURANCE REQUIRED BY PART 1788 OF 7 CFR CHAPTER XVII, RUS, WAS IN FORCE DURING THE REPORTING PERIOD AND RENEWALS HAVE BEEN OBTAINED FOR ALL POLICIES.</b>	
SIGNATURE OF OFFICE MANAGER OR ACCOUNTANT  SIGNATURE OF MANAGER 	RUS USE ONLY  DATE 02/19/2002 DATE 02/19/2002 DATE

**SECTION A. STATEMENT OF OPERATIONS**

ITEM	YEAR-TO-DATE			THIS MONTH (d)
	LAST YEAR (a)	THIS YEAR (b)	BUDGET (c)	
1. Electric Energy Revenues.....	13,183,074	10,711,275	11,570,520	10,711,275
2. Income From Leased Property (Net).....	2,385,619	2,181,144	2,224,710	2,181,144
3. Other Operating Revenue and Income.....	737,662	831,950	815,363	831,950
4. Total Oper. Revenues & Patronage Capital(1 thru 3).....	16,306,355	13,724,369	14,610,593	13,724,369
5. Operating Expense - Production - Excluding Fuel.....	0	0	0	0
6. Operating Expense - Production - Fuel.....	0	0	0	0
7. Operating Expense - Other Power Supply.....	7,947,209	6,760,461	7,323,350	6,760,461
8. Operating Expense - Transmission.....	190,260	254,474	279,748	254,474
9. Operating Expense - Distribution.....	0	0	0	0
10. Operating Expense - Customer Accounts.....	0	0	0	0
11. Operating Expense - Customer Service & Information..	30,390	32,997	40,814	32,997
12. Operating Expense - Sales.....	95,339	52,852	22,078	52,852
13. Operating Expense - Administrative & General.....	290,580	492,816	698,939	492,816
14. Total Operation Expense (5 thru 13).....	8,553,778	7,593,600	8,364,929	7,593,600
15. Maintenance Expense - Production.....	0	0	0	0
16. Maintenance Expense - Transmission.....	116,933	150,427	199,591	150,427
17. Maintenance Expense - Distribution.....	0	0	0	0
18. Maintenance Expense - General Plant.....	3,033	6,857	23,161	6,857
19. Total Maintenance Expense (15 thru 18).....	119,966	157,284	222,752	157,284
20. Depreciation and Amortization Expense.....	440,219	398,463	399,678	398,463
21. Taxes.....	82,886	89,163	89,163	89,163
22. Interest on Long-Term Debt.....	6,564,122	6,061,562	6,263,591	6,061,562
23. Interest Charged to Construction - Credit.....	( 2,100)	14,933	( 7,499)	14,933
24. Other Interest Expense.....	1,529	342	1,300	342
25. Other Deductions.....	( 224,334)	( 223,340)	( 221,790)	( 223,340)
26. Total Cost of Electric Service (14+19 thru 25).....	15,536,066	14,092,007	15,112,124	14,092,007
27. Operating Margins (4 less 26).....	770,289	( 367,638)	( 501,531)	( 367,638)
28. Interest Income.....	1,218,705	925,036	910,589	925,036
29. Allowance For Funds Used During Construction.....	0	0	0	0
30. Income (Loss) from Equity Investments.....	0	0	0	0
31. Other Nonoperating Income (Net).....	0	0	0	0
32. Generation & Transmission Capital Credits.....	0	0	0	0
33. Other Capital Credits and Patronage Dividends.....	0	0	0	0
34. Extraordinary Items.....	0	0	0	0
35. Net Patronage Capital or Margins(27 thru 34).....	1,988,994	557,398	409,058	557,398
ITEM	Mills/kWh (Optional Use by Borrower)			
36. Electric Energy Revenue per kWh Sold.....		30.77	31.46	
37. Total Operation & Maintenance Expense Per kWh Sold.....		N/A	N/A	
38. Total Cost of Electric Service per kWh Sold.....		N/A	N/A	
39. Purchased Power Cost Per kWh Purchased.....		19.63	19.63	

This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et seq.) and is not confidential.

<b>USDA-RUS</b>  <b>OPERATING REPORT - FINANCIAL</b>	BORROWER DESIGNATION KY062		
	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:70%;">PERIOD ENDED 2002 January</td> <td style="width:30%;">RUS USE ONLY</td> </tr> </table>	PERIOD ENDED 2002 January	RUS USE ONLY
PERIOD ENDED 2002 January	RUS USE ONLY		

**SECTION B. BALANCE SHEET**

ASSETS AND OTHER DEBITS	LIABILITIES AND OTHER CREDITS
1. Total Utility Plant in Service.....	32. Memberships.....
1,545,681,989	75
2. Construction Work in Progress.....	33. Patronage Capital
43,207,636	a. Assigned and Assignable .....
3. Total Utility Plant (2).....	0
1,588,889,625	b. Retired This Year.....
4. Accum. Provision for Depreciation and Amort	0
714,042,679	c. Retired Prior Years.....
5. Net Utility Plant (3-4) .....	0
874,846,946	d. Net Patronage Capital.....
6. Non-Utility Property (Net).....	0
0	34. Operating Margins - Prior Years.....
7. Investments in Subsidiary Companies.....	( 330,326,184)
0	35. Operating Margins - Current Year.....
8. Invest. In Assoc. Org. - Patronage Capital.....	( 367,638)
354,639	36. Non-Operating Margins.....
9. Invest. In Assoc. Org. - Other - General Funds	2,195,984
2,280	37. Other Margins and Equities.....
10. Invest. In Assoc. Org. - OTH - NonGEN Funds	4,444,502
0	38. Total Margins & Equities (32+33d thru 37) .....
11. Investments in Economic Development Projects	( 324,053,261)
10,000	39. Long-Term Debt - REA (Net).....
12. Other Investments.....	929,159,648
5,375	(Payments-Unapplied \$ 0)
13. Special Funds.....	40. Long-Term Debt - REA - Econ. Devel. (Net).....
159,208,689	0
14. Total Other Property and Investments (6 thru 13)	41. Long-Term Debt - FFB - REA Guaranteed.....
159,580,983	0
15. Cash - General Funds.....	42. Long-Term Debt - Other - REA Guaranteed.....
3,741	0
16. Cash - Construction Funds - Trustee.....	43. Long-Term Debt - Other (Net) .....
0	334,245,515
17. Special Deposits.....	44. Total Long-Term Debt (39 thru 43) .....
75,000	1,263,405,163
18. Temporary Investments.....	45. Obligations Under Capital Leases - Noncurrent
17,288,601	0
19. Notes Receivable (Net).....	46. Accumulated Operating Provisions.....
0	3,689,088
20. Accounts Receivable - Sales of Energy (Net)..	47. Total Other Noncurrent Liabilities (45+46) .....
13,946,005	3,689,088
21. Accounts Receivable - Other (Net).....	48. Notes Payable.....
197,875	0
22. Fuel Stock.....	49. Accounts Payable.....
0	11,698,151
23. Materials and Supplies - Other.....	50. Taxes Accrued.....
574,611	- 224,693
24. Prepayments.....	51. Interest Accrued.....
8,411,385	4,818,341
25. Other Current and Accrued Assets.....	52. Other Current and Accrued Liabilities.....
874,461	3,314,216
26. Total Current and Accrued Assets (15 thru 25)	53. Total Current & Accrued Liabilities (48 thru 52)
41,371,679	20,055,401
27. UNAMO Debt DISC & Extraor. Prop. Losses....	54. Deferred Credits.....
1,105,140	140,161,568
28. Regulatory Assets.....	55. Accumulated Deferred Income Taxes.....
0	0
29. Other Deferred Debits.....	56. Total Liabilities and Other Credits
22,664,578	(38+44+47+53 thru 55).....
30. Accumulated Deferred Income Taxes.....	1,103,257,959
3,688,633	
31. Total Assets and Other Debits (5+14+26 thru 30)	
1,103,257,959	

**SECTION C. NOTES TO FINANCIAL STATEMENTS**

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Public reporting burden for this collection of information is estimated to average 24.25 hours (RUS Form 12a-1) per response, including the time for reviewing instructions, searching existing data source gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information including suggestions for reducing this burden, to Department of Agriculture, Clearance Officer, OIRM, AG Box 7630, Washington, DC 20250; and to the Office of Management and Budget, Paperwork Reduction Project (OMB #0572-0032), Washington, DC 20503. OMB FORM NO. 0572-0032, Expires 06/30/98.

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<b>USDA-RUS</b>  <b>OPERATING REPORT - FINANCIAL</b>	BORROWER DESIGNATION KY062  BORROWER NAME AND ADDRESS BIG RIVERS ELECTRIC CORP P O BOX 24 HENDERSON, KY42419-0000
INSTRUCTIONS - Submit an original and two copies to RUS. Round all amounts to nearest dollar. For detailed instructions, see RUS Bulletin 1717B-3	PERIOD ENDED 2003 January
CERTIFICATION	
We hereby certify that the entries in this report are in accordance with the accounts and other records of the system and reflect the status of the system to the best of our knowledge and belief.	
ALL INSURANCE REQUIRED BY PART 1788 OF 7 CFR CHAPTER XVII, RUS, WAS IN FORCE DURING THE REPORTING PERIOD AND RENEWALS HAVE BEEN OBTAINED FOR ALL POLICIES.	
_____ SIGNATURE OF OFFICE MANAGER OR ACCOUNTANT	02/20/2003 _____ DATE
_____ SIGNATURE OF MANAGER	02/20/2003 _____ DATE

ITEM	YEAR-TO-DATE			THIS MONTH
	LAST YEAR (a)	THIS YEAR (b)	BUDGET (c)	
1. Electric Energy Revenues.....	10,711,275	14,201,078	12,864,558	14,201,078
2. Income From Leased Property (Net).....	2,181,144	2,310,482	2,126,729	2,310,482
3. Other Operating Revenue and Income.....	831,950	926,981	940,799	926,981
4. Total Oper. Revenues & Patronage Capital(1 thru 3).....	13,724,369	17,438,541	15,932,086	17,438,541
5. Operating Expense - Production - Excluding Fuel.....	0	0	0	0
6. Operating Expense - Production - Fuel.....	0	0	0	0
7. Operating Expense - Other Power Supply.....	6,760,461	8,820,229	8,405,222	8,820,229
8. Operating Expense - Transmission.....	254,474	493,234	505,034	493,234
9. Operating Expense - Distribution.....	0	0	0	0
10. Operating Expense - Customer Accounts.....	0	0	0	0
11. Operating Expense - Customer Service & Information..	32,997	50,532	48,244	50,532
12. Operating Expense - Sales.....	52,852	44,971	29,699	44,971
13. Operating Expense - Administrative & General.....	492,816	588,351	770,281	588,351
14. Total Operation Expense (5 thru 13).....	7,593,600	9,997,317	9,758,480	9,997,317
15. Maintenance Expense - Production.....	0	0	0	0
16. Maintenance Expense - Transmission.....	150,427	164,054	253,881	164,054
17. Maintenance Expense - Distribution.....	0	0	0	0
18. Maintenance Expense - General Plant.....	6,857	7,359	13,222	7,359
19. Total Maintenance Expense (15 thru 18).....	157,284	171,413	267,103	171,413
20. Depreciation and Amortization Expense.....	398,463	405,536	404,164	405,536
21. Taxes.....	89,163	88,554	88,554	88,554
22. Interest on Long-Term Debt.....	6,061,562	5,907,815	5,983,910	5,907,815
23. Interest Charged to Construction - Credit.....	14,933	( 8,407)	( 10,800)	( 8,407)
24. Other Interest Expense.....	342	496	730	496
25. Other Deductions.....	( 223,340)	( 222,068)	( 224,997)	( 222,068)
26. Total Cost of Electric Service (14+19 thru 25).....	14,092,007	16,340,656	16,267,144	16,340,656
27. Operating Margins (4 less 26).....	( 367,638)	1,097,885	( 335,058)	1,097,885
28. Interest Income.....	925,036	937,118	935,349	937,118
29. Allowance For Funds Used During Construction.....	0	0	0	0
30. Income (Loss) from Equity Investments.....	0	0	0	0
31. Other Nonoperating Income (Net).....	0	0	0	0
32. Generation & Transmission Capital Credits.....	0	0	0	0
33. Other Capital Credits and Patronage Dividends.....	0	0	0	0
34. Extraordinary Items.....	0	0	0	0
35. Net Patronage Capital or Margins(27 thru 34).....	557,398	2,035,003	600,291	2,035,003
ITEM	Mills/kWh (Optional Use by Borrower)			
36. Electric Energy Revenue per kWh Sold.....		33.10	31.47	
37. Total Operation & Maintenance Expense Per kWh Sold.....		N/A	N/A	
38. Total Cost of Electric Service per kWh Sold.....		N/A	N/A	
39. Purchased Power Cost Per kWh Purchased.....		19.92	19.72	

000004

This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C.901 et seq.) and is not confidential.

<b>USDA-RUS</b>  <b>OPERATING REPORT - FINANCIAL</b>	BORROWER DESIGNATION KY062
	PERIOD ENDED 2003 January
RUS USE ONLY	

**SECTION B. BALANCE SHEET**

ASSETS AND OTHER DEBITS	LIABILITIES AND OTHER CREDITS
1. Total Utility Plant in Service.....	32. Memberships.....
1,551,396,631	75
2. Construction Work in Progress.....	33. Patronage Capital
106,175,680	0
3. Total Utility Plant (1+2).....	a. Assigned and Assignable .....
1,657,572,311	0
4. Accum. Provision for Depreciation and Amort.....	b. Retired This Year.....
736,472,972	0
5. Net Utility Plant (3-4) .....	c. Retired Prior Years.....
921,099,339	0
6. Non-Utility Property (Net).....	d. Net Patronage Capital.....
0	0
7. Investments in Subsidiary Companies.....	34. Operating Margins - Prior Years.....
0	( 335,600,454)
8. Invest. In Assoc. Org. - Patronage Capital.....	35. Operating Margins - Current Year.....
798,299	1,097,885
9. Invest. In Assoc. Org. - Other - General Funds.....	36. Non-Operating Margins.....
757,280	13,079,542
10. Invest. In Assoc. Org. - OTH - NonGEN Funds.....	37. Other Margins and Equities.....
0	4,444,502
11. Investments in Economic Development Projects.....	38. Total Margins & Equities (32+33d thru 37) .....
10,000	( 316,978,450)
12. Other Investments.....	39. Long-Term Debt - REA (Net).....
5,353	925,400,920
13. Special Funds.....	(Payments-Unapplied \$ 0)
164,735,529	40. Long-Term Debt - REA - Econ. Devel. (Net).....
14. Total Other Property and Investments (6 thru 13).....	0
166,306,461	41. Long-Term Debt - FFB - REA Guaranteed.....
15. Cash - General Funds.....	0
4,728	42. Long-Term Debt - Other - REA Guaranteed.....
16. Cash - Construction Funds - Trustee.....	0
0	43. Long-Term Debt - Other (Net) .....
17. Special Deposits.....	317,955,270
479,101	44. Total Long-Term Debt (39 thru 43) .....
18. Temporary Investments.....	1,243,356,190
11,753,261	45. Obligations Under Capital Leases - Noncurrent
19. Notes Receivable (Net).....	0
0	46. Accumulated Operating Provisions.....
20. Accounts Receivable - Sales of Energy (Net).....	3,843,151
16,078,104	47. Total Other Noncurrent Liabilities (45+46) .....
21. Accounts Receivable - Other (Net).....	3,843,151
603,482	48. Notes Payable.....
22. Fuel Stock.....	0
0	49. Accounts Payable.....
23. Materials and Supplies - Other.....	13,591,514
580,697	50. Taxes Accrued.....
24. Prepayments.....	215,655
7,081,533	51. Interest Accrued.....
25. Other Current and Accrued Assets.....	5,213,163
834,406	52. Other Current and Accrued Liabilities.....
26. Total Current and Accrued Assets (15 thru 25).....	3,434,373
37,415,312	53. Total Current & Accrued Liabilities (48 thru 52).....
27. UNAMO Debt DISC & Extraor. Prop. Losses....	22,454,705
1,051,692	54. Deferred Credits.....
28. Regulatory Assets.....	200,211,213
0	55. Accumulated Deferred Income Taxes.....
29. Other Deferred Debits.....	0
23,695,372	56. Total Liabilities and Other Credits
30. Accumulated Deferred Income Taxes.....	1,152,886,809
3,318,633	(38+44+47+53 thru 55).....
31. Total Assets and Other Debits (5+14+26 thru 30).....	
1,152,886,809	

**SECTION C. NOTES TO FINANCIAL STATEMENTS**

000005

UNITED STATES DEPARTMENT OF AGRICULTURE RURAL UTILITIES SERVICE  <b>OPERATING REPORT - FINANCIAL</b>	BORROWER DESIGNATION KY0062
	PERIOD ENDED 1/2004
INSTRUCTIONS - Submit an original and two copies to RUS or file electronically. For detailed instructions, see RUS Bulletin 1717B-3.	<i>This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et seq.) and may be confidential.</i>

**12a - Section A. Statement of Operations**

Item	Year to Date	Year to Date	Year to Date	This Month
	Last Year	This Year	Budget	
1. Electric Energy Revenues	14,201,078	14,694,020	13,857,545	14,694,020
2. Income From Leased Property (Net)	2,310,482	2,236,790	2,131,269	2,236,790
3. Other Operating Revenue and Income	926,981	840,895	790,339	840,895
4. TOTAL Oper. Revenues & Patronage Capital (1 thru 3)	17,438,541	17,771,705	16,779,153	17,771,705
5. Operating Expense - Production - Excluding Fuel	0	0	0	0
6. Operating Expense - Production - Fuel	0	0	0	0
7. Operating Expense - Other Power Supply	8,820,229	9,648,265	8,901,309	9,648,265
8. Operating Expense - Transmission	493,234	366,583	361,556	366,583
9. Operating Expense - Distribution	0	0	0	0
10. Operating Expense - Customer Accounts	0	0	0	0
11. Operating Expense - Customer Service & Information	50,532	43,002	64,896	43,002
12. Operating Expense - Sales	44,971	21,836	42,760	21,836
13. Operating Expense - Administrative & General	588,351	626,186	841,657	626,186
14. TOTAL Operation Expense (5 thru 13)	9,997,317	10,705,872	10,212,178	10,705,872
15. Maintenance Expense - Production	0	0	0	0
16. Maintenance Expense - Transmission	164,054	218,015	174,463	218,015
17. Maintenance Expense - Distribution	0	0	0	0
18. Maintenance Expense - General Plant	7,359	4,547	8,574	4,547
19. TOTAL Maintenance Expense (15 thru 18)	171,413	222,562	183,037	222,562
20. Depreciation and Amortization Expense	405,536	411,462	413,081	411,462
21. Taxes	88,554	89,530	89,530	89,530
22. Interest on Long-Term Debt	5,907,815	5,693,396	5,707,140	5,693,396
23. Interest Charged to Construction - Credit	( 8,407)	( 16,107)	( 28,480)	( 16,107)
24. Other Interest Expense	496	21,975	22,918	21,975
25. Other Deductions	( 222,068)	( 227,045)	( 228,409)	( 227,045)
26. TOTAL Cost of Electric Service (14 + 19 thru 25)	16,340,656	16,901,645	16,370,995	16,901,645
27. Operating Margins (4 less 26)	1,097,885	870,060	408,158	870,060
28. Interest Income	937,118	956,170	963,115	956,170
29. Allowance For Funds Used During Construction	0	0	0	0
30. Income (Loss) from Equity Investments	0	0	0	0
31. Other Non-operating Income (Net)	0	0	0	0
32. Generation & Transmission Capital Credits	0	0	0	0
33. Other Capital Credits and Patronage Dividends	0	0	0	0
34. Extraordinary Items	0	0	0	0
35. Net Patronage Capital or Margins (27 thru 34)	2,035,003	1,826,230	1,371,273	1,826,230
ITEM - Mills/kWh (Optional Use by Borrower)		0	0	
36. Electric Energy Revenue Per kWh Sold		32.83	32.52	
37. Total Operation & Maintenance Expense Per kWh Sold		24.41	24.39	
38. Total Cost of Electric Service Per kWh Sold		37.76	38.41	
39. Purchased Power Cost Per kWh Purchased		20.75	20.13	

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Item 12

UNITED STATES DEPARTMENT OF AGRICULTURE RURAL UTILITIES SERVICE		BORROWER DESIGNATION KY0062	
<b>OPERATING REPORT - FINANCIAL</b>		PERIOD ENDED 1/2004	
INSTRUCTIONS - Submit an original and two copies to RUS or file electronically. For detailed instructions, see RUS Bulletin 1717B-3.		This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et seq.) and may be confidential.	
12a - Section B. Balance Sheet			
Description	Amount	Description	Amount
<b>ASSETS AND OTHER DEBITS</b>		<b>LIABILITIES AND OTHER CREDITS</b>	
1. Total Utility Plant in Service	1,639,777,189	32. Memberships	75
2. Construction Work in Progress	62,644,479	33. Patronage Capital	0
3. TOTAL UTILITY PLANT (1 + 2)	1,702,421,668	a Assigned and Assignable	0
4. Accum. Provision for Depreciation and Amort.	756,810,664	b Retired This Year	0
5. NET UTILITY PLANT (3 - 4)	945,611,004	c Retired Prior Years	0
6. Non-Utility Property (Net)	0	d Net Patronage Capital	0
7. Investments in Subsidiary Companies	0	34. Operating Margins - Prior Years	( 330,057,778)
8. Invest. in Assoc. Org. - Patronage Capital	1,257,674	35. Operating Margins - Current Year	870,060
9. Invest. in Assoc. Org. - Other - General Funds	761,993	36. Non-Operating Margins	26,288,465
10. Invest. in Assoc. Org. - Other - Nongeneral Funds	0	37. Other Margins and Equities	4,444,502
11. Investments in Economic Development Projects	10,000	38. TOTAL MARGINS & EQUITIES (32+33d thru 37)	( 298,454,676)
12. Other Investments	5,334	39. Long-Term Debt - RUS (Net)	893,895,665
13. Special Funds	163,891,420	(Payments - Unapplied \$ )	0
14. TOTAL OTHER PROPERTY AND INVESTMENTS (6 thru 13)	165,926,421	40. Long-Term Debt - RUS - Econ. Devel. (Net)	0
15. Cash - General Funds	4,817	41. Long-Term Debt - FFB - RUS Guaranteed	0
16. Cash - Construction Funds - Trustee	0	42. Long-Term Debt - Other - RUS Guaranteed	0
17. Special Deposits	484,754	43. Long-Term Debt - Other (Net)	313,671,409
18. Temporary Investments	3,902,828	44. TOTAL LONG-TERM DEBT (39 thru 43)	1,207,567,074
19. Notes Receivable (Net)	0	45. Obligations Under Capital Leases - Noncurrent	0
20. Accounts Receivable - Sales of Energy (Net)	14,471,427	46. Accumulated Operating Provisions and Asset Retirement Obligations	3,944,752
21. Accounts Receivable - Other (Net)	169,977	47. TOTAL OTHER NONCURRENT LIABILITIES (45+46)	3,944,752
22. Fuel Stock	0	48. Notes Payable	6,600,000
23. Materials and Supplies - Other	618,452	49. Accounts Payable	11,286,557
24. Prepayments	6,725,367	50. Current Maturities Long-Term Debt	750,560
25. Other Current and Accrued Assets	1,017,902	51. Current Maturities Long-Term Debt -Rural Development	0
26. TOTAL CURRENT AND ACCRUED ASSETS (15 thru 25)	27,395,524	52. Current Maturities Capital Leases	0
27. Unamortized Debt Discount & Extraor. Prop. Losses	998,243	53. Taxes Accrued	217,148
28. Regulatory Assets	0	54. Interest Accrued	3,776,824
29. Other Deferred Debits	20,622,092	55. Other Current and Accrued Liabilities	1,466,005
30. Accumulated Deferred Income Taxes	3,718,633	56. TOTAL CURRENT & ACCRUED LIABILITIES (48 thru 55)	24,097,094
31. TOTAL ASSETS AND OTHER DEBITS (5+14+26 thru 30)	1,164,271,917	57. Deferred Credits	227,117,673
		58. Accumulated Deferred Income Taxes	0
		59. TOTAL LIABILITIES AND OTHER CREDITS (38+44+47+56 thru 58)	1,164,271,917

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Name of Borrower		Report Year	Report Period
BIG RIVERS ELECTRIC CORP (KY0062)		2004	1
<b>12a - Section C. Notes to Financial Statements</b>			

**Footnote to RUS Form 12b SE**

Kenergy "LF" Contract termination date is March 31, 2011.

**000007**

UNITED STATES DEPARTMENT OF AGRICULTURE  
RURAL UTILITIES SERVICE

BORROWER DESIGNATION  
KY0062

PERIOD ENDED  
1/2005

**OPERATING REPORT - FINANCIAL**

INSTRUCTIONS - Submit an original and two copies to RUS or file electronically.  
For detailed instructions, see RUS Bulletin 1717B-3.

*This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et seq.) and may be confidential.*

**12a - Section A. Statement of Operations**

Item	Year to Date	Year to Date	Year to Date	This Month
	Last Year	This Year	Budget	
1. Electric Energy Revenues	14,694,020	14,946,608	15,212,325	14,946,608
2. Income From Leased Property (Net)	2,236,790	2,490,327	2,516,694	2,490,327
3. Other Operating Revenue and Income	840,895	827,459	797,480	827,459
4. TOTAL Oper. Revenues & Patronage Capital (1 thru 3)	17,771,705	18,264,394	18,526,499	18,264,394
5. Operating Expense - Production - Excluding Fuel	0	0	0	0
6. Operating Expense - Production - Fuel	0	0	0	0
7. Operating Expense - Other Power Supply	9,648,265	9,538,619	9,351,732	9,538,619
8. Operating Expense - Transmission	366,325	470,577	383,722	470,577
9. Operating Expense - Distribution	0	0	0	0
10. Operating Expense - Customer Accounts	0	0	0	0
11. Operating Expense - Customer Service & Information	43,002	56,770	61,971	56,770
12. Operating Expense - Sales	21,836	79,689	31,900	79,689
13. Operating Expense - Administrative & General	626,186	785,661	922,719	785,661
14. TOTAL Operation Expense (5 thru 13)	10,705,614	10,931,316	10,752,044	10,931,316
15. Maintenance Expense - Production	0	0	0	0
16. Maintenance Expense - Transmission	218,015	213,273	197,126	213,273
17. Maintenance Expense - Distribution	0	0	0	0
18. Maintenance Expense - General Plant	4,547	2,787	11,056	2,787
19. TOTAL Maintenance Expense (15 thru 18)	222,562	216,060	208,182	216,060
20. Depreciation and Amortization Expense	411,462	387,878	410,329	387,878
21. Taxes	89,788	95,966	95,966	95,966
22. Interest on Long-Term Debt	5,693,396	5,999,244	6,053,300	5,999,244
23. Interest Charged to Construction - Credit	( 16,107)	( 22,714)	( 39,930)	( 22,714)
24. Other Interest Expense	21,975	1,309	1,100	1,309
25. Other Deductions	( 227,045)	( 230,591)	( 231,644)	( 230,591)
26. TOTAL Cost of Electric Service (14 + 19 thru 25)	16,901,645	17,378,468	17,249,347	17,378,468
27. Operating Margins (4 less 26)	870,060	885,926	1,277,152	885,926
28. Interest Income	956,170	1,108,628	1,106,690	1,108,628
29. Allowance For Funds Used During Construction	0	0	0	0
30. Income (Loss) from Equity Investments	0	0	0	0
31. Other Non-operating Income (Net)	0	0	0	0
32. Generation & Transmission Capital Credits	0	0	0	0
33. Other Capital Credits and Patronage Dividends	0	0	0	0
34. Extraordinary Items	0	0	0	0
35. Net Patronage Capital or Margins (27 thru 34)	1,826,230	1,994,554	2,383,842	1,994,554

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UNITED STATES DEPARTMENT OF AGRICULTURE RURAL UTILITIES SERVICE		BORROWER DESIGNATION KY0062	
<b>OPERATING REPORT - FINANCIAL</b>		PERIOD ENDED 1/2005	
INSTRUCTIONS - Submit an original and two copies to RUS or file electronically. For detailed instructions, see RUS Bulletin 1717B-3.		This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et seq.) and may be confidential.	
12a - Section B. Balance Sheet			
Description	Amount	Description	Amount
<b>ASSETS AND OTHER DEBITS</b>		<b>LIABILITIES AND OTHER CREDITS</b>	
1. Total Utility Plant in Service	1,698,527,351	32. Memberships	75
2. Construction Work in Progress	16,207,630	33. Patronage Capital	0
3. TOTAL UTILITY PLANT (1 + 2)	1,714,734,981	a Assigned and Assignable	0
4. Accum. Provision for Depreciation and Amort.	775,526,310	b Retired This year	0
5. NET UTILITY PLANT (3 - 4)	939,208,671	c Retired Prior years	0
6. Non-Utility Property (Net)	0	d Net Patronage Capital	0
7. Investments in Subsidiary Companies	0	34. Operating Margins - Prior Years	( 319,762,584)
8. Invest. in Assoc. Org. - Patronage Capital	1,727,362	35. Operating Margins - Current Year	885,926
9. Invest. in Assoc. Org. - Other - General Funds	761,993	36. Non-Operating Margins	38,170,443
10. Invest. in Assoc. Org. - Other - Nongeneral Funds	0	37. Other Margins and Equities	4,444,502
11. Investments in Economic Development Projects	10,000	38. TOTAL MARGINS & EQUITIES (32+33d thru 37)	( 276,261,638)
12. Other Investments	5,334	39. Long-Term Debt - RUS (Net)	922,710,229
13. Special Funds	169,103,743	(Payments - Unapplied \$ )	0
14. TOTAL OTHER PROPERTY AND INVESTMENTS (6 thru 13)	171,608,432	40. Long-Term Debt - RUS - Econ. Devel. (Net)	0
15. Cash - General Funds	5,812	41. Long-Term Debt - FFB - RUS Guaranteed	0
16. Cash - Construction Funds - Trustee	0	42. Long-Term Debt - Other - RUS Guaranteed	0
17. Special Deposits	490,652	43. Long-Term Debt - Other (Net)	318,725,637
18. Temporary Investments	60,990,632	44. TOTAL LONG-TERM DEBT (39 thru 43)	1,241,435,866
19. Notes Receivable (Net)	0	45. Obligations Under Capital Leases - Noncurrent	0
20. Accounts Receivable - Sales of Energy (Net)	14,659,908	46. Accumulated Operating Provisions and Asset Retirement Obligations	4,097,423
21. Accounts Receivable - Other (Net)	790,130	47. TOTAL OTHER NONCURRENT LIABILITIES (45+46)	4,097,423
22. Fuel Stock	0	48. Notes Payable	0
23. Materials and Supplies - Other	591,965	49. Accounts Payable	11,986,916
24. Prepayments	6,187,460	50. Current Maturities Long-Term Debt	6,693,239
25. Other Current and Accrued Assets	1,004,373	51. Current Maturities Long-Term Debt -Rural Development	0
26. TOTAL CURRENT AND ACCRUED ASSETS (15 thru 25)	84,720,932	52. Current Maturities Capital Leases	0
27. Unamortized Debt Discount & Extraor. Prop. Losses	944,648	53. Taxes Accrued	231,180
28. Regulatory Assets	0	54. Interest Accrued	3,959,011
29. Other Deferred Debits	20,032,455	55. Other Current and Accrued Liabilities	1,454,900
30. Accumulated Deferred Income Taxes	3,987,999	56. TOTAL CURRENT & ACCRUED LIABILITIES (48 thru 55)	24,325,246
31. TOTAL ASSETS AND OTHER DEBITS (5+14+26 thru 30)	1,220,503,137	57. Deferred Credits	226,906,240
		58. Accumulated Deferred Income Taxes	0
		59. TOTAL LIABILITIES AND OTHER CREDITS (38+44+47+56 thru 58)	1,220,503,137

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Name of Borrower BIG RIVERS ELECTRIC CORP (KY0062)		Report Year 2005	Report Period 1.
<b>12a - Section C. Notes to Financial Statements</b>			

**Footnote to RUS Form 12b SE**

Kenergy "LF" Contract termination date is March 31, 2011.

**000007**



UNITED STATES DEPARTMENT OF AGRICULTURE  
RURAL UTILITIES SERVICE

BORROWER DESIGNATION  
KY0062

PERIOD ENDED  
1/2006

**OPERATING REPORT - FINANCIAL**

INSTRUCTIONS - Submit an original and two copies to RUS or file electronically.  
For detailed instructions, see RUS Bulletin 1717B-3.

This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et seq.) and may be confidential.

**12a - Section A. Statement of Operations**

Item	Year to Date	Year to Date	Year to Date	This Month
	Last Year	This Year	Budget	
1. Electric Energy Revenues	14,946,608	16,597,192	16,263,750	16,597,192
2. Income From Leased Property (Net)	2,490,327	2,546,860	2,515,454	2,546,860
3. Other Operating Revenue and Income	827,459	828,694	792,484	828,694
4. TOTAL Oper. Revenues & Patronage Capital (1 thru 3)	18,264,394	19,972,746	19,571,688	19,972,746
5. Operating Expense - Production - Excluding Fuel	0	0	0	0
6. Operating Expense - Production - Fuel	0	0	0	0
7. Operating Expense - Other Power Supply	9,538,619	9,859,314	9,659,563	9,859,314
8. Operating Expense - Transmission	470,577	432,096	409,574	432,096
9. Operating Expense - Distribution	0	0	0	0
10. Operating Expense - Customer Accounts	0	0	0	0
11. Operating Expense - Customer Service & Information	56,770	70,944	57,564	70,944
12. Operating Expense - Sales	79,689	3,481	50,603	3,481
13. Operating Expense - Administrative & General	785,661	923,684	1,069,671	923,684
14. TOTAL Operation Expense (5 thru 13)	10,931,316	11,289,519	11,246,975	11,289,519
15. Maintenance Expense - Production	0	0	0	0
16. Maintenance Expense - Transmission	213,273	199,018	220,322	199,018
17. Maintenance Expense - Distribution	0	0	0	0
18. Maintenance Expense - General Plant	2,787	9,073	15,416	9,073
19. TOTAL Maintenance Expense (15 thru 18)	216,060	208,091	235,738	208,091
20. Depreciation and Amortization Expense	387,878	410,965	403,757	410,965
21. Taxes	95,966	95,596	95,596	95,596
22. Interest on Long-Term Debt	5,999,244	5,998,664	6,052,350	5,998,664
23. Interest Charged to Construction - Credit	( 22,714)	( 24,291)	( 20,210)	( 24,291)
24. Other Interest Expense	1,309	2,302	2,000	2,302
25. Asset Retirement Obligations	0	0	0	0
26. Other Deductions	( 230,591)	( 237,787)	( 237,820)	( 237,787)
27. TOTAL Cost of Electric Service (14 + 19 thru 26)	17,378,468	17,743,059	17,778,386	17,743,059
28. Operating Margins (4 less 27)	885,926	2,229,687	1,793,302	2,229,687
29. Interest Income	1,108,628	1,231,322	1,221,624	1,231,322
30. Allowance For Funds Used During Construction	0	0	0	0
31. Income (Loss) from Equity Investments	0	0	0	0
32. Other Non-operating Income (Net)	0	0	0	0
33. Generation & Transmission Capital Credits	0	0	0	0
34. Other Capital Credits and Patronage Dividends	0	0	0	0
35. Extraordinary Items	0	0	0	0
36. Net Patronage Capital or Margins (28 thru 35)	1,994,554	3,461,009	3,014,926	3,461,009

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UNITED STATES DEPARTMENT OF AGRICULTURE RURAL UTILITIES SERVICE		BORROWER DESIGNATION KY0062	
<b>OPERATING REPORT - FINANCIAL</b>		PERIOD ENDED 1/2006	
INSTRUCTIONS - Submit an original and two copies to RUS or file electronically. For detailed instructions, see RUS Bulletin 1717B-3.		This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et seq.) and may be confidential.	
12a - Section B. Balance Sheet			
Description	Amount	Description	Amount
<b>ASSETS AND OTHER DEBITS</b>		<b>LIABILITIES AND OTHER CREDITS</b>	
1. Total Utility Plant in Service	1,714,860,994	32. Memberships	75
2. Construction Work in Progress	14,266,267	33. Patronage Capital	0
3. TOTAL UTILITY PLANT (1 + 2)	1,729,127,261	a Assigned and Assignable	0
4. Accum. Provision for Depreciation and Amort.	801,334,952	b Retired This year	0
5. NET UTILITY PLANT (3 - 4)	927,792,309	c Retired Prior years	0
6. Non-Utility Property (Net)	0	d Net Patronage Capital	0
7. Investments in Subsidiary Companies	0	34. Operating Margins - Prior Years	( 307,100,150)
8. Invest. in Assoc. Org. - Patronage Capital	2,193,191	35. Operating Margins - Current Year	2,229,687
9. Invest. in Assoc. Org. - Other - General Funds	684,993	36. Non-Operating Margins	51,974,199
10. Invest. in Assoc. Org. - Other - Nongeneral Funds	0	37. Other Margins and Equities	4,444,502
11. Investments in Economic Development Projects	10,000	38. TOTAL MARGINS & EQUITIES (32+33d thru 37)	( 248,451,687)
12. Other Investments	5,334	39. Long-Term Debt - RUS (Net)	888,038,185
13. Special Funds	174,749,478	(Payments - Unapplied \$ )	0
14. TOTAL OTHER PROPERTY AND INVESTMENTS (6 thru 13)	177,642,996	40. Long-Term Debt - RUS - Econ. Devel. (Net)	0
15. Cash - General Funds	5,809	41. Long-Term Debt - FFB - RUS Guaranteed	0
16. Cash - Construction Funds - Trustee	0	42. Long-Term Debt - Other - RUS Guaranteed	0
17. Special Deposits	505,124	43. Long-Term Debt - Other (Net)	323,913,122
18. Temporary Investments	61,566,054	44. TOTAL LONG-TERM DEBT (39 thru 43)	1,211,951,307
19. Notes Receivable (Net)	0	45. Obligations Under Capital Leases - Noncurrent	0
20. Accounts Receivable - Sales of Energy (Net)	17,203,191	46. Accumulated Operating Provisions and Asset Retirement Obligations	4,233,689
21. Accounts Receivable - Other (Net)	891,256	47. TOTAL OTHER NONCURRENT LIABILITIES (45+46)	4,233,689
22. Fuel Stock	0	48. Notes Payable	0
23. Materials and Supplies - Other	674,734	49. Accounts Payable	21,068,840
24. Prepayments	5,564,788	50. Current Maturities Long-Term Debt	753,140
25. Other Current and Accrued Assets	1,105,094	51. Current Maturities Long-Term Debt -Rural Development	0
26. TOTAL CURRENT AND ACCRUED ASSETS (15 thru 25)	87,516,050	52. Current Maturities Capital Leases	0
27. Unamortized Debt Discount & Extraor. Prop. Losses	891,200	53. Taxes Accrued	242,336
28. Regulatory Assets	0	54. Interest Accrued	4,023,350
29. Other Deferred Debits	17,950,616	55. Other Current and Accrued Liabilities	1,559,128
30. Accumulated Deferred Income Taxes	4,189,499	56. TOTAL CURRENT & ACCRUED LIABILITIES (48 thru 55)	27,646,794
31. TOTAL ASSETS AND OTHER DEBITS (5+14+26 thru 30)	1,215,982,670	57. Deferred Credits	220,602,567
		58. Accumulated Deferred Income Taxes	0
		59. TOTAL LIABILITIES AND OTHER CREDITS (38+44+47+56 thru 58)	1,215,982,670

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Name of Borrower		Report Year	Report Period
BIG RIVERS ELECTRIC CORP (KY0062)		2006	1
<b>12a - Section C. Notes to Financial Statements</b>			

**Footnote to RUS Form 12b SE**

**Kenergy "LF" Contract termination date is March 31, 2011.**

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UNITED STATES DEPARTMENT OF AGRICULTURE  
RURAL UTILITIES SERVICE

BORROWER DESIGNATION  
KY0062

**OPERATING REPORT - FINANCIAL**

PERIOD ENDED  
January, 2007

INSTRUCTIONS - Submit an original and two copies to RUS or file electronically.  
For detailed instructions, see RUS Bulletin 1717B-3.

*This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et. seq.) and may be confidential.*

**SECTION A. STATEMENT OF OPERATIONS**

ITEM	YEAR-TO-DATE			THIS MONTH (d)
	LAST YEAR (a)	THIS YEAR (b)	BUDGET (c)	
1. Electric Energy Revenues	16,597,192	22,837,378	16,983,545	22,837,378
2. Income From Leased Property (Net)	2,546,860	2,507,479	2,522,239	2,507,479
3. Other Operating Revenue and Income	828,694	785,166	793,774	785,166
<b>4. TOTAL OPER. REVENUES &amp; PATRONAGE CAPITAL (1 thru 3)</b>	<b>19,972,746</b>	<b>26,130,023</b>	<b>20,299,558</b>	<b>26,130,023</b>
5. Operating Expense - Production - Excluding Fuel	0			
6. Operating Expense - Production - Fuel	0			
7. Operating Expense - Other Power Supply	9,859,314	14,000,261	8,935,106	14,000,261
8. Operating Expense - Transmission	432,096	753,569	503,209	753,569
9. Operating Expense - Distribution	0			
10. Operating Expense - Customer Accounts	0			
11. Operating Expense - Customer Service & Information	70,944	44,969	68,205	44,969
12. Operating Expense - Sales	3,481	63,667	40,483	63,667
13. Operating Expense - Administrative & General	923,684	795,450	1,156,514	795,450
<b>14. TOTAL OPERATION EXPENSE (5 thru 13)</b>	<b>11,289,519</b>	<b>15,657,916</b>	<b>10,703,517</b>	<b>15,657,916</b>
15. Maintenance Expense - Production	0			
16. Maintenance Expense - Transmission	199,018	419,235	329,625	419,235
17. Maintenance Expense - Distribution	0			
18. Maintenance Expense - General Plant	9,073	24,300	13,305	24,300
<b>19. TOTAL MAINTENANCE EXPENSE (15 thru 18)</b>	<b>208,091</b>	<b>443,535</b>	<b>342,930</b>	<b>443,535</b>
20. Depreciation and Amortization Expense	410,965	423,124	430,490	423,124
21. Taxes	95,596	89,983	89,968	89,983
22. Interest on Long-Term Debt	5,998,664	6,159,801	6,159,220	6,159,801
23. Interest Charged to Construction - Credit	(24,291)	(22,237)	(33,060)	(22,237)
24. Other Interest Expense	2,302	2,971	2,740	2,971
25. Asset Retirement Obligations	0			
26. Other Deductions	(237,787)	(238,654)	(239,930)	(238,654)
<b>27. TOTAL COST OF ELECTRIC SERVICE (14 + 19 thru 26)</b>	<b>17,743,059</b>	<b>22,516,439</b>	<b>17,455,875</b>	<b>22,516,439</b>
<b>28. OPERATING MARGINS (4 less 27)</b>	<b>2,229,687</b>	<b>3,613,584</b>	<b>2,843,683</b>	<b>3,613,584</b>
29. Interest Income	1,231,322	1,512,000	1,404,384	1,512,000
30. Allowance For Funds Used During Construction	0			
31. Income (Loss) from Equity Investments	0			
32. Other Non-operating Income (Net)	0			
33. Generation & Transmission Capital Credits	0			
34. Other Capital Credits and Patronage Dividends	0			
35. Extraordinary Items	0			
<b>36. NET PATRONAGE CAPITAL OR MARGINS (28 thru 35)</b>	<b>3,461,009</b>	<b>5,125,584</b>	<b>4,248,067</b>	<b>5,125,584</b>

RUS Form 12a

000005

**OPERATING REPORT - FINANCIAL**

INSTRUCTIONS - Submit an original and two copies to RUS or file electronically.  
For detailed instructions, see RUS Bulletin 1717B-3.

*This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et. seq.) and may be confidential.*

**SECTION B. BALANCE SHEET**

ASSETS AND OTHER DEBITS		LIABILITIES AND OTHER CREDITS	
1. Total Utility Plant in Service	1,731,318,272	32. Memberships	75
2. Construction Work in Progress	14,399,444	33. Patronage Capital	
3. <b>TOTAL UTILITY PLANT (1 + 2)</b>	1,745,717,716	a Assigned and Assignable	
4. Accum. Provision for Depreciation and Amort.	828,864,369	b Retired This year	
5. <b>NET UTILITY PLANT (3 - 4)</b>	916,853,347	c Retired Prior years	
6. Non-Utility Property (Net)		d Net Patronage Capital	
7. Investments in Subsidiary Companies		34. Operating Margins - Prior Years	(288,358,011)
8. Invest. in Assoc. Org. - Patronage Capital	2,587,950	35. Operating Margin - Current Year	3,613,584
9. Invest. in Assoc. Org. - Other - General Funds	684,993	36. Non-Operating Margins	68,055,036
10. Invest. in Assoc. Org. - Other - Nongeneral Funds		37. Other Margins and Equities	4,444,502
11. Investments in Economic Development Projects	10,000	38. <b>TOTAL MARGINS &amp; EQUITIES (32 + 33d thru 37)</b>	(212,244,814)
12. Other Investements	5,334	39. Long-Term Debt - RUS (Net)	881,868,371
13. Special Funds	180,769,879	40. Long-Term Debt - FFB - RUS Guaranteed	
14. <b>TOTAL OTHER PROPERTY AND INVESTMENTS (6 thru 13)</b>	184,058,156	41. Long-Term Debt - Other - RUS Guaranteed	
15. Cash - General Funds	5,774	42. Long-Term Debt - Other (Net)	329,509,408
16. Cash - Construction Funds - Trustee		43. Long-Term Debt - RUS - Econ. Devel. (Net)	
17. Special Deposits	529,697	44. Payments - Unapplied	
18. Temporary Investments	100,242,598	45. <b>TOTAL LONG-TERM DEBT (39 thru 43 - 44)</b>	1,211,377,779
19. Notes Receivable (Net)		46. Obligations Under Capital Leases - Noncurrent	
20. Accounts Receivable - Sales of Energy (Net)	24,478,203	47. Accumulated Operating Provisions and Asset Retirement Obligations	4,245,786
21. Accounts Receivable - Other (Net)	1,123,373	48. <b>TOTAL OTHER NONCURRENT LIABILITIES (46 + 47)</b>	4,245,786
22. Fuel Stock		49. Notes Payable	
23. Materials and Supplies - Other	813,674	50. Accounts Payable	16,340,761
24. Prepayments	8,596,774	51. Current Maturities Long-Term Debt	20,370,742
25. Other Current and Accrued Assets	1,520,815	52. Current Maturities Long-Term Debt - Rural Development	
26. <b>TOTAL CURRENT AND ACCRUED ASSETS (15 thru 25)</b>	137,310,908	53. Current Maturities Capital Leases	
27. Unamortized Debt Discount & Extraor. Prop. Losses	837,751	54. Taxes Accrued	347,624
28. Regulatory Assets		55. Interest Accrued	4,347,082
29. Other Deferred Debits	17,393,269	56. Other Current and Accrued Liabilities	1,700,070
30. Accumulated Deferred Income Taxes	4,687,999	57. <b>TOTAL CURRENT &amp; ACCRUED LIABILITIES (49 thru 56)</b>	43,106,279
31. <b>TOTAL ASSETS AND OTHER DEBITS (5+14+26 thru 30)</b>	1,261,141,430	58. Deferred Credits	214,656,400
		59. Accumulated Deferred Income Taxes	
		60. <b>TOTAL LIABILITIES AND OTHER CREDITS (38 + 45 + 48 + 57 thru 59)</b>	1,261,141,430

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USDA-RUS

**FINANCIAL AND STATISTICAL REPORT**

*INSTRUCTIONS - See RUS Bulletin 1717B-3*

BORROWER DESIGNATION

KY0062

PERIOD ENDED

January, 2007

**SECTION C. Notes to Financial Statements**

**Footnote to RUS Form 12b SE**

Kenergy "LF" Contract termination date is March 31, 2011.

000007

UNITED STATES DEPARTMENT OF AGRICULTURE RURAL UTILITIES SERVICE  <b>OPERATING REPORT - FINANCIAL</b>	BORROWER DESIGNATION KY0062
	PERIOD ENDED January, 2008
INSTRUCTIONS - Submit an original and two copies to RUS or file electronically. For detailed instructions, see RUS Bulletin 1717B-3	<i>This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et. seq.) and may be confidential.</i>

**SECTION A. STATEMENT OF OPERATIONS**

ITEM	YEAR-TO-DATE			THIS MONTH (d)
	LAST YEAR (a)	THIS YEAR (b)	BUDGET (c)	
1. Electric Energy Revenues	22,837,378	17,007,386	16,934,408	17,007,386
2. Income From Leased Property (Net)	2,507,479	2,554,294	2,530,264	2,554,294
3. Other Operating Revenue and Income	785,166	813,906	796,135	813,906
<b>4. TOTAL OPER. REVENUES &amp; PATRONAGE CAPITAL (1 thru 3)</b>	<b>26,130,023</b>	<b>20,375,586</b>	<b>20,260,807</b>	<b>20,375,586</b>
5. Operating Expense - Production - Excluding Fuel				
6. Operating Expense - Production - Fuel				
7. Operating Expense - Other Power Supply	14,000,261	9,636,631	9,955,941	9,636,631
8. Operating Expense - Transmission	753,569	580,308	522,208	580,308
9. Operating Expense - Distribution				
10. Operating Expense - Customer Accounts				
11. Operating Expense - Customer Service & Information	44,969	52,301	67,280	52,301
12. Operating Expense - Sales	63,657	46,825	50,018	46,825
13. Operating Expense - Administrative & General	795,450	1,115,204	1,261,454	1,115,204
<b>14. TOTAL OPERATION EXPENSE (5 thru 13)</b>	<b>15,657,916</b>	<b>11,431,269</b>	<b>11,960,901</b>	<b>11,431,269</b>
15. Maintenance Expense - Production				
16. Maintenance Expense - Transmission	419,235	303,338	356,718	303,338
17. Maintenance Expense - Distribution				
18. Maintenance Expense - General Plant	24,300	162,536	19,179	162,536
<b>19. TOTAL MAINTENANCE EXPENSE (15 thru 18)</b>	<b>443,535</b>	<b>465,874</b>	<b>375,897</b>	<b>465,874</b>
20. Depreciation and Amortization Expense	423,124	425,196	437,590	425,196
21. Taxes	89,983	92,777	92,777	92,777
22. Interest on Long-Term Debt	6,159,801	6,274,584	6,168,900	6,274,584
23. Interest Charged to Construction - Credit	(22,237)	(63,289)	(86,730)	(63,289)
24. Other Interest Expense	2,971	1,297	1,400	1,297
25. Asset Retirement Obligations				
26. Other Deductions	(238,654)	(240,300)	(240,360)	(240,300)
<b>27. TOTAL COST OF ELECTRIC SERVICE (14 + 19 thru 26)</b>	<b>22,516,439</b>	<b>18,387,408</b>	<b>18,710,375</b>	<b>18,387,408</b>
<b>28. OPERATING MARGINS (4 less 27)</b>	<b>3,613,584</b>	<b>1,988,178</b>	<b>1,550,432</b>	<b>1,988,178</b>
29. Interest Income	1,512,000	1,588,159	1,643,994	1,588,159
30. Allowance For Funds Used During Construction				
31. Income (Loss) from Equity Investments				
32. Other Non-operating Income (Net)				
33. Generation & Transmission Capital Credits				
34. Other Capital Credits and Patronage Dividends				
35. Extraordinary Items				
<b>36. NET PATRONAGE CAPITAL OR MARGINS (28 thru 35)</b>	<b>5,125,584</b>	<b>3,576,337</b>	<b>3,194,426</b>	<b>3,576,337</b>

RUS Form 12a

000005

UNITED STATES DEPARTMENT OF AGRICULTURE RURAL UTILITIES SERVICE	BORROWER DESIGNATION <b>KY0062</b>
<b>OPERATING REPORT - FINANCIAL</b>	PERIOD ENDED <b>January, 2008</b>
INSTRUCTIONS - Submit an original and two copies to RUS or file electronically. For detailed instructions, see RUS Bulletin 1717B-3.	<i>This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 90) et. seq.) and may be confidential</i>

**SECTION B. BALANCE SHEET**

ASSETS AND OTHER DEBITS		LIABILITIES AND OTHER CREDITS	
1. Total Utility Plant in Service	1,750,365,528	32. Memberships	75
2. Construction Work in Progress	17,054,996	33. Patronage Capital	
3. <b>TOTAL UTILITY PLANT (1 + 2)</b>	<b>1,767,420,524</b>	a Assigned and Assignable	
4. Accum. Provision for Depreciation and Amort.	855,984,281	b Retired This year	
5. <b>NET UTILITY PLANT (3 - 4)</b>	<b>911,436,243</b>	c Retired Prior years	
6. Non-Utility Property (Net)		d Net Patronage Capital	
7. Investments in Subsidiary Companies		34. Operating Margins - Prior Years	(265,296,621)
8. Invest. in Assoc. Org. - Patronage Capital	2,983,950	35. Operating Margin - Current Year	1,988,178
9. Invest. in Assoc. Org. - Other - General Funds	684,993	36. Non-Operating Margins	87,442,142
10. Invest. in Assoc. Org. - Other - Nongeneral Funds		37. Other Margins and Equities	4,444,502
11. Investments in Economic Development Projects	10,000	38. <b>TOTAL MARGINS &amp; EQUITIES (32 + 33d thru 37)</b>	<b>(171,421,724)</b>
12. Other Investments	5,334	39. Long-Term Debt - RUS (Net)	856,137,565
13. Special Funds	187,424,113	40. Long-Term Debt - FFB - RUS Guaranteed	
14. <b>TOTAL OTHER PROPERTY AND INVESTMENTS (6 thru 13)</b>	<b>191,108,390</b>	41. Long-Term Debt - Other - RUS Guaranteed	
15. Cash - General Funds	6,386	42. Long-Term Debt - Other (Net)	329,833,383
16. Cash - Construction Funds - Trustee		43. Long-Term Debt - RUS - Econ. Devel. (Net)	
17. Special Deposits	557,159	44. Payments - Unapplied	
18. Temporary Investments	135,803,228	45. <b>TOTAL LONG-TERM DEBT (39 thru 43 - 44)</b>	<b>1,185,970,948</b>
19. Notes Receivable (Net)		46. Obligations Under Capital Leases - Noncurrent	
20. Accounts Receivable - Sales of Energy (Net)	18,358,998	47. Accumulated Operating Provisions and Asset Retirement Obligations	4,540,115
21. Accounts Receivable - Other (Net)	2,614,083	48. <b>TOTAL OTHER NONCURRENT LIABILITIES (46 + 47)</b>	<b>4,540,115</b>
22. Fuel Stock		49. Notes Payable	
23. Materials and Supplies - Other	736,331	50. Accounts Payable	17,405,608
24. Prepayments	11,525,426	51. Current Maturities Long-Term Debt	45,064,346
25. Other Current and Accrued Assets	1,533,403	52. Current Maturities Long-Term Debt - Rural Development	
26. <b>TOTAL CURRENT AND ACCRUED ASSETS (15 thru 25)</b>	<b>171,135,014</b>	53. Current Maturities Capital Leases	
27. Unamortized Debt Discount & Extraor. Prop. Losses	784,303	54. Taxes Accrued	1,170,613
28. Regulatory Assets		55. Interest Accrued	4,432,534
29. Other Deferred Debits	16,784,286	56. Other Current and Accrued Liabilities	1,703,971
30. Accumulated Deferred Income Taxes	5,112,491	57. <b>TOTAL CURRENT &amp; ACCRUED LIABILITIES (49 thru 56)</b>	<b>69,777,072</b>
31. <b>TOTAL ASSETS AND OTHER DEBITS (5+14+26 thru 30)</b>	<b>1,296,360,727</b>	58. Deferred Credits	207,494,316
		59. Accumulated Deferred Income Taxes	
		60. <b>TOTAL LIABILITIES AND OTHER CREDITS (38 + 45 + 48 + 57 thru 59)</b>	<b>1,296,360,727</b>



USDA-RUS

**FINANCIAL AND STATISTICAL REPORT**

*INSTRUCTIONS - See RUS Bulletin 1717B-3*

BORROWER DESIGNATION

KY0082

PERIOD ENDED

January, 2008

**SECTION C. Notes to Financial Statements**

**Footnote to RUS Form 12b SE**

Kenergy "LF" Contract termination date is March 31, 2011.

000007

UNITED STATES DEPARTMENT OF AGRICULTURE RURAL UTILITIES SERVICE  <b>OPERATING REPORT - FINANCIAL</b>	BORROWER DESIGNATION KY0062
	PERIOD ENDED January, 2009
INSTRUCTIONS - Submit an original and two copies to RUS or file electronically. For detailed instructions, see RUS Bulletin 1717B-3.	<i>This data will be used by RUS to review your financial situation. Your response is required ( 7 U.S.C. 901 et. seq.) and may be confidential.</i>

**SECTION A. STATEMENT OF OPERATIONS**

ITEM	YEAR-TO-DATE			THIS MONTH (d)
	LAST YEAR (a)	THIS YEAR (b)	BUDGET (c)	
1. Electric Energy Revenues	17,007,386	19,835,464	19,458,556	19,835,464
2. Income From Leased Property (Net)	2,554,294	2,557,815	2,516,592	2,557,815
3. Other Operating Revenue and Income	813,906	1,290,971	1,297,740	1,290,971
<b>4. TOTAL OPER. REVENUES &amp; PATRONAGE CAPITAL (1 thru 3)</b>	<b>20,375,586</b>	<b>23,684,250</b>	<b>23,272,888</b>	<b>23,684,250</b>
5. Operating Expense - Production - Excluding Fuel				
6. Operating Expense - Production - Fuel				
7. Operating Expense - Other Power Supply	9,636,631	12,139,064	12,772,511	12,139,064
8. Operating Expense - Transmission	580,308	579,951	605,526	579,951
9. Operating Expense - Distribution				
10. Operating Expense - Customer Accounts				
11. Operating Expense - Customer Service & Information	52,301	49,588	63,448	49,588
12. Operating Expense - Sales	46,825	(353)	53,457	(353)
13. Operating Expense - Administrative & General	1,115,204	1,498,186	1,271,372	1,498,186
<b>14. TOTAL OPERATION EXPENSE (5 thru 13)</b>	<b>11,431,269</b>	<b>14,266,436</b>	<b>14,766,334</b>	<b>14,266,436</b>
15. Maintenance Expense - Production				
16. Maintenance Expense - Transmission	303,338	331,572	464,498	331,572
17. Maintenance Expense - Distribution				
18. Maintenance Expense - General Plant	162,536	11,696	26,707	11,696
<b>19. TOTAL MAINTENANCE EXPENSE (15 thru 18)</b>	<b>465,874</b>	<b>343,268</b>	<b>491,205</b>	<b>343,268</b>
20. Depreciation and Amortization Expense	425,196	466,891	471,689	466,891
21. Taxes	92,777	92,161	92,161	92,161
22. Interest on Long-Term Debt	6,274,584	5,973,510	6,196,100	5,973,510
23. Interest Charged to Construction - Credit	(63,289)	(13,895)	(43,990)	(13,895)
24. Other Interest Expense	1,297	137	600	137
25. Asset Retirement Obligations				
26. Other Deductions	(240,300)	342,263	364,980	342,263
<b>27. TOTAL COST OF ELECTRIC SERVICE (14 + 19 thru 26)</b>	<b>18,387,408</b>	<b>21,470,771</b>	<b>22,339,059</b>	<b>21,470,771</b>
<b>28. OPERATING MARGINS (4 less 27)</b>	<b>1,988,178</b>	<b>2,213,479</b>	<b>933,829</b>	<b>2,213,479</b>
29. Interest Income	1,588,159	15,724	37,329	15,724
30. Allowance For Funds Used During Construction				
31. Income (Loss) from Equity Investments				
32. Other Non-operating Income (Net)				
33. Generation & Transmission Capital Credits				
34. Other Capital Credits and Patronage Dividends				
35. Extraordinary Items				
<b>36. NET PATRONAGE CAPITAL OR MARGINS (28 thru 35)</b>	<b>3,576,337</b>	<b>2,229,203</b>	<b>971,158</b>	<b>2,229,203</b>

RUS Form 12a

**000005**

UNITED STATES DEPARTMENT OF AGRICULTURE RURAL UTILITIES SERVICE	BORROWER DESIGNATION KY0062
<b>OPERATING REPORT - FINANCIAL</b>	PERIOD ENDED January, 2009
INSTRUCTIONS - Submit an original and two copies to RUS or file electronically. For detailed instructions, see RUS Bulletin 1717B-3.	<i>This data will be used by RUS to review your financial situation. Your response is required (7 U.S.C. 901 et. seq.) and may be confidential.</i>

**SECTION B. BALANCE SHEET**

ASSETS AND OTHER DEBITS		LIABILITIES AND OTHER CREDITS	
1. Total Utility Plant in Service	1,783,190,902	32. Memberships	75
2. Construction Work in Progress	9,489,306	33. Patronage Capital	
3. <b>TOTAL UTILITY PLANT (1 + 2)</b>	<b>1,792,680,208</b>	a Assigned and Assignable	
4. Accum. Provision for Depreciation and Amort.	881,759,374	b Retired This year	
5. <b>NET UTILITY PLANT (3 - 4)</b>	<b>910,920,834</b>	c Retired Prior years	
6. Non-Utility Property (Net)		d Net Patronage Capital	
7. Investments in Subsidiary Companies		34. Operating Margins - Prior Years	(256,863,074)
8. Invest. in Assoc. Org. - Patronage Capital	3,384,731	35. Operating Margin - Current Year	2,213,479
9. Invest. in Assoc. Org. - Other - General Funds	684,993	36. Non-Operating Margins	97,832,640
10. Invest. in Assoc. Org. - Other - Nongeneral Funds		37. Other Margins and Equities	4,444,502
11. Investments in Economic Development Projects	10,000	38. <b>TOTAL MARGINS &amp; EQUITIES (32 + 33d thru 37)</b>	<b>(152,372,378)</b>
12. Other Investements	5,334	39. Long-Term Debt - RUS (Net)	821,234,051
13. Special Funds	510,560	40. Long-Term Debt - FFB - RUS Guaranteed	
14. <b>TOTAL OTHER PROPERTY AND INVESTMENTS (6 thru 13)</b>	<b>4,595,618</b>	41. Long-Term Debt - Other - RUS Guaranteed	
15. Cash - General Funds	4,930	42. Long-Term Debt - Other (Net)	157,115,528
16. Cash - Construction Funds - Trustee		43. Long-Term Debt - RUS - Econ. Devel. (Net)	
17. Special Deposits	570,867	44. Payments - Unapplied	
18. Temporary Investments	26,010,654	45. <b>TOTAL LONG-TERM DEBT (39 thru 43 - 44)</b>	<b>978,349,579</b>
19. Notes Receivable (Net)		46. Obligations Under Capital Leases - Noncurrent	
20. Accounts Receivable - Sales of Energy (Net)	21,514,787	47. Accumulated Operating Provisions and Asset Retirement Obligations	7,307,467
21. Accounts Receivable - Other (Net)	1,922,962	48. <b>TOTAL OTHER NONCURRENT LIABILITIES (46 + 47)</b>	<b>7,307,467</b>
22. Fuel Stock		49. Notes Payable	
23. Materials and Supplies - Other	759,252	50. Accounts Payable	15,301,788
24. Prepayments	4,712,978	51. Current Maturities Long-Term Debt	52,273,494
25. Other Current and Accrued Assets	49,661	52. Current Maturities Long-Term Debt - Rural Development	
26. <b>TOTAL CURRENT AND ACCRUED ASSETS (15 thru 25)</b>	<b>55,546,091</b>	53. Current Maturities Capital Leases	
27. Unamortized Debt Discount & Extraor. Prop. Losses	730,707	54. Taxes Accrued	635,743
28. Regulatory Assets		55. Interest Accrued	4,145,272
29. Other Deferred Debits	91,504,825	56. Other Current and Accrued Liabilities	2,195,428
30. Accumulated Deferred Income Taxes		57. <b>TOTAL CURRENT &amp; ACCRUED LIABILITIES (49 thru 56)</b>	<b>74,551,725</b>
31. <b>TOTAL ASSETS AND OTHER DEBITS (5 + 14 + 26 thru 30)</b>	<b>1,063,298,075</b>	58. Deferred Credits	155,461,682
		59. Accumulated Deferred Income Taxes	
		60. <b>TOTAL LIABILITIES AND OTHER CREDITS (38 + 45 + 48 + 57 thru 59)</b>	<b>1,063,298,075</b>

USDA-RUS

**FINANCIAL AND STATISTICAL REPORT**

*INSTRUCTIONS - See RUS Bulletin 1717B-3*

BORROWER DESIGNATION

KY0062

PERIOD ENDED

January, 2009

**SECTION C. Notes to Financial Statements**

**Footnote to RUS Form 12b SE**

Kenergy "LF" Contract termination date is March 31, 2011.

**000007**

BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2008-00040  
May 4, 2009

1 **Item 13)** For each month from December 2007 to the present (this data request is  
2 continuing and should be supplemented) please provide:

- 3 a. The amount of arbitrage margin actually earned.  
4 b. The amount of purchase power costs actually incurred broken out  
5 separately by source.

6  
7 **Response)** a. The requested information is attached hereto.  
8 b. The requested information is attached hereto.

9  
10 **Witness)** C. William Blackburn

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	December 2007		January 2008		February 2008	
	MWh	Amount	MWh	Amount	MWh	Amount
1 Sales:						
2 Sales to Kenergy-Century/Alcan, Kenergy Commonwealth,	224,440.631	11,636,022.08	119,710.883	5,982,490.27	129,700.567	6,396,881.11
3 Domtar Cogen, ACES Customers						
4 <b>Total Non-Member Sales</b>	<u>224,440.631</u>	<u>11,636,022.08</u>	<u>119,710.883</u>	<u>5,982,490.27</u>	<u>129,700.567</u>	<u>6,396,881.11</u>
5						
6						
7 Purchases:						
8 Non-Member purchases	226,127.212	(7,144,165.87)	120,993.493	(2,879,234.86)	131,007.936	(3,031,112.28)
9						
10 <b>Total Non-Member Purchases</b>		<u>(7,144,165.87)</u>		<u>(2,879,234.86)</u>		<u>(3,031,112.28)</u>
11						
12						
13 Other Cost:		0.00		0.00		0.00
14 TVA Reserved Transmission Revenue-LEM		(213,500.00)		(221,415.60)		(222,512.95)
15 TVA Reserved Transmission Reservation Cost		<u>(213,500.00)</u>		<u>(221,415.60)</u>		<u>(222,512.95)</u>
16 <b>Net Other Cost</b>						
17						
18						
19 Other Cost Associated with Arbitrage Revenue:						
20 PJM Dues		(5,000.00)		(752.45)		(2,598.16)
21 Transmission Purchased from Other Systems		(546.07)		0.00		0.00
22 Transmission Purchased from SIPC for Smelter Block B Sales		<u>(278,470.00)</u>		<u>0.00</u>		<u>0.00</u>
23		<u>(284,016.07)</u>		<u>(752.45)</u>		<u>(2,598.16)</u>
24						
25 <b>Net Arbitrage Sales</b>		<u>3,994,340.14</u>		<u>2,881,087.36</u>		<u>3,140,657.72</u>
26						
27						
28 <b>Benefit from Lower Cost Arbitrage Purchases:</b>						
29 ACES Purchases at LEM Base Power Cost	0.000	0.00	0.000	0.00	0.000	0.00
30 Less actual ACES Purchased Cost	0.000	0.00	0.000	0.00	0.000	0.00
31 Less 100% of LEM Cost Avoidance Penalties		(14,682.28)		0.00		0.00
32 <b>Base Power Avoided Cost</b>		<u>(14,682.28)</u>		<u>0.00</u>		<u>0.00</u>
33						
34 <b>Total Net Arbitrage Margins</b>		<u>3,979,657.86</u>		<u>2,881,087.36</u>		<u>3,140,657.72</u>
35						
36						
37 <b>Transmission Revenue resulting from Arbitrage Activities:</b>						
38 Transmission - BREC Power Supply		132,750.44		144,648.52		156,637.68
39 Transmission - Domtar		32,339.56		31,399.12		31,234.90
40 <b>Total Transmission Revenue from Arbitrage</b>		<u>165,090.00</u>		<u>176,047.64</u>		<u>187,872.58</u>
41						
42 <b>Total Net Arbitrage including Transmission</b>		<u>4,144,747.86</u>		<u>3,057,135.00</u>		<u>3,328,530.30</u>
43						

	March 2008		April 2008		May 2008	
	MWh	Amount	MWh	Amount	MWh	Amount
1 Sales:						
2 Sales to Kenergy-Century/Alcan, Kenergy Commonwealth,	189,164.707	9,748,433.60	221,310.210	11,853,125.36	197,257.752	9,869,033.59
3 Domtar Cogen, ACES Customers						
4 <b>Total Non-Member Sales</b>	<u>189,164.707</u>	<u>9,748,433.60</u>	<u>221,310.210</u>	<u>11,853,125.36</u>	<u>197,257.752</u>	<u>9,869,033.59</u>
5						
6						
7 Purchases:						
8 Non-Member purchases	191,180.810	(4,285,099.02)	223,969.155	(5,003,329.97)	199,527.113	(4,710,124.18)
9						
10 <b>Total Non-Member Purchases</b>		<u>(4,285,099.02)</u>		<u>(5,003,329.97)</u>		<u>(4,710,124.18)</u>
11						
12						
13 Other Cost:		0.00				
14 TVA Reserved Transmission Revenue-LEM		(227,942.60)		(253,836.65)		(241,473.85)
15 TVA Reserved Transmission Reservation Cost		(227,942.60)		(253,836.65)		(241,473.85)
16 <b>Net Other Cost</b>						
17						
18						
19 Other Cost Associated with Arbitrage Revenue:						
20 PJM Dues		(608.42)		(199.47)		(111.75)
21 Transmission Purchased from Other Systems		0.00				(111.75)
22 Transmission Purchased from SIPC for Smelter Block B Sales		(608.42)		(199.47)		
23						
24 <b>Net Arbitrage Sales</b>		<u>5,234,783.56</u>		<u>6,595,759.27</u>		<u>4,917,323.81</u>
25						
26						
27						
28 <b>Benefit from Lower Cost Arbitrage Purchases:</b>						
29 ACES Purchases at LEM Base Power Cost	0.000	0.00	0.000	0.00	0.000	0.00
30 Less actual ACES Purchased Cost	0.000	0.00	0.000	0.00	0.000	0.00
31 Less 100% of LEM Cost Avoidance Penalties						
32 <b>Base Power Avoided Cost</b>		<u>0.00</u>		<u>0.00</u>		<u>0.00</u>
33						
34 <b>Total Net Arbitrage Margins</b>		<u>5,234,783.56</u>		<u>6,595,759.27</u>		<u>4,917,323.81</u>
35						
36						
37 <b>Transmission Revenue resulting from Arbitrage Activities:</b>						
38 Transmission - BREC Power Supply		159,978.51		282,801.70		260,805.68
39 Transmission - Domtar		30,446.16		30,471.64		28,411.27
40 <b>Total Transmission Revenue from Arbitrage</b>		<u>190,424.67</u>		<u>313,273.34</u>		<u>289,216.95</u>
41						
42 <b>Total Net Arbitrage including Transmission</b>		<u>5,425,208.23</u>		<u>6,909,032.61</u>		<u>5,206,540.76</u>
43						

	June 2008		July 2008		August 2008	
	MWh	Amount	MWh	Amount	MWh	Amount
<b>Sales:</b>						
Sales to Kenergy-Century/Alcan, Kenergy Commonwealth, Domtar Cogen, ACES Customers	131,170.675	6,605,955.26	119,990.769	5,351,838.38	144,109.950	6,323,370.19
<b>Total Non-Member Sales</b>	<u>131,170.675</u>	<u>6,605,955.26</u>	<u>119,990.769</u>	<u>5,351,838.38</u>	<u>144,109.950</u>	<u>6,323,370.19</u>
<b>Purchases:</b>						
Non-Member purchases	132,560.227	(3,225,971.69)	121,197.756	(2,856,954.66)	145,541.410	(4,024,729.80)
<b>Total Non-Member Purchases</b>		<u>(3,225,971.69)</u>	<u>121,197.756</u>	<u>(2,856,954.66)</u>	<u>145,541.410</u>	<u>(4,024,729.80)</u>
<b>Other Cost:</b>						
TVA Reserved Transmission Revenue-LEM				0.00		0.00
TVA Reserved Transmission Reservation Cost		(226,831.60)		(217,386.04)		(226,059.26)
<b>Net Other Cost</b>		<u>(226,831.60)</u>		<u>(217,386.04)</u>		<u>(226,059.26)</u>
<b>Other Cost Associated with Arbitrage Revenue:</b>						
PJM Dues		(54.76)		(113.99)		(116.98)
Transmission Purchased from Other Systems				0.00		0.00
Transmission Purchased from SIPC for Smelter Block B Sales		<u>(54.76)</u>		<u>(113.99)</u>		<u>(116.98)</u>
<b>Net Arbitrage Sales</b>		<u>3,153,097.21</u>		<u>2,277,383.69</u>		<u>2,072,464.15</u>
<b>Benefit from Lower Cost Arbitrage Purchases:</b>						
ACES Purchases at LEM Base Power Cost	0.000	0.00	0.000	0.00		0.00
Less actual ACES Purchased Cost	0.000	0.00	0.000	0.00	0.000	0.00
Less 100% of LEM Cost Avoidance Penalties						
<b>Base Power Avoided Cost</b>		<u>0.00</u>		<u>0.00</u>		<u>0.00</u>
<b>Total Net Arbitrage Margins</b>		<u>3,153,097.21</u>		<u>2,277,383.69</u>		<u>2,072,464.15</u>
<b>Transmission Revenue resulting from Arbitrage Activities:</b>						
Transmission - BREC Power Supply		157,065.56		94,233.10		135,813.76
Transmission - Domtar		26,340.44		24,371.48		24,069.08
<b>Total Transmission Revenue from Arbitrage</b>		<u>183,406.00</u>		<u>118,604.58</u>		<u>159,882.84</u>
<b>Total Net Arbitrage including Transmission</b>		<u>3,336,503.21</u>		<u>2,395,988.27</u>		<u>2,232,346.99</u>



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	September 2008		October 2008		November 2008	
	MWh	Amount	MWh	Amount	MWh	Amount
<b>Sales:</b>						
Sales to Kenergy-Century/Alcan, Kenergy Commonwealth, Domtar Cogen, ACES Customers	146,790.821	7,252,704.61	168,839.217	8,032,787.23	144,255.534	6,527,973.15
<b>Total Non-Member Sales</b>	<u>146,790.821</u>	<u>7,252,704.61</u>	<u>168,839.217</u>	<u>8,032,787.23</u>	<u>144,255.534</u>	<u>6,527,973.15</u>
<b>Purchases:</b>						
Non-Member purchases	148,328.872	(3,486,887.93)	170,687.758	(3,863,814.76)	145,785.670	(3,394,566.57)
<b>Total Non-Member Purchases</b>	<u>148,328.872</u>	<u>(3,486,887.93)</u>	<u>170,687.758</u>	<u>(3,863,814.76)</u>	<u>145,785.670</u>	<u>(3,394,566.57)</u>
<b>Other Cost:</b>						
TVA Reserved Transmission Revenue-LEM		0.00		0.00		0.00
TVA Reserved Transmission Reservation Cost		(221,103.70)		(204,492.16)		(203,999.10)
<b>Net Other Cost</b>		<u>(221,103.70)</u>		<u>(204,492.16)</u>		<u>(203,999.10)</u>
<b>Other Cost Associated with Arbitrage Revenue:</b>						
PJM Dues		(343.45)		(197.31)		(239.26)
Transmission Purchased from Other Systems		0.00		0.00		0.00
Transmission Purchased from SIPC for Smelter Block B Sales		<u>(343.45)</u>		<u>(197.31)</u>		<u>(239.26)</u>
<b>Net Arbitrage Sales</b>		<u>3,544,369.53</u>		<u>3,964,283.00</u>		<u>2,929,168.22</u>
<b>Benefit from Lower Cost Arbitrage Purchases:</b>						
ACES Purchases at LEM Base Power Cost	0.000	0.00	0.000	0.00	0.000	0.00
Less actual ACES Purchased Cost						
Less 100% of LEM Cost Avoidance Penalties Base Power Avoided Cost		<u>0.00</u>		<u>0.00</u>		<u>0.00</u>
<b>Total Net Arbitrage Margins</b>		<u>3,544,369.53</u>		<u>3,964,283.00</u>		<u>2,929,168.22</u>
<b>Transmission Revenue resulting from Arbitrage Activities:</b>						
Transmission - BREC Power Supply		127,322.07		227,779.20		227,050.56
Transmission - Domtar		<u>23,902.57</u>		<u>23,694.03</u>		<u>23,004.24</u>
<b>Total Transmission Revenue from Arbitrage</b>		<u>151,224.64</u>		<u>251,473.23</u>		<u>250,054.80</u>
<b>Total Net Arbitrage including Transmission</b>		<u>3,695,594.17</u>		<u>4,215,756.23</u>		<u>3,179,223.02</u>

	December 2008		January 2009		February 2009	
	MWh	Amount	MWh	Amount	MWh	Amount
<b>Sales:</b>						
Sales to Kenergy-Century/Alcan, Kenergy Commonwealth, Domtar Cogen, ACES Customers	132,376.079	6,061,168.85	183,202.787	8,609,238.30	200,329.648	8,959,368.06
<b>Total Non-Member Sales</b>	<u>132,376.079</u>	<u>6,061,168.85</u>	<u>183,202.787</u>	<u>8,609,238.30</u>	<u>200,329.648</u>	<u>8,959,368.06</u>
<b>Purchases:</b>						
Non-Member purchases	133,567.865	(3,253,371.38)	184,247.808	(6,038,967.95)	202,127.701	(6,078,265.51)
<b>Total Non-Member Purchases</b>	<u>133,567.865</u>	<u>(3,253,371.38)</u>	<u>184,247.808</u>	<u>(6,038,967.95)</u>	<u>202,127.701</u>	<u>(6,078,265.51)</u>
<b>Other Cost:</b>						
TVA Reserved Transmission Revenue-LEM		0.00		0.00		0.00
TVA Reserved Transmission Reservation Cost		(202,974.50)		(214,162.94)		(211,908.17)
<b>Net Other Cost</b>		<u>(202,974.50)</u>		<u>(214,162.94)</u>		<u>(211,908.17)</u>
<b>Other Cost Associated with Arbitrage Revenue:</b>						
PJM Dues		(269.92)		(103.44)		103.44
Transmission Purchased from Other Systems		0.00		0.00		0.00
Transmission Purchased from SIPC for Smelter Block B Sales		<u>(269.92)</u>		<u>(103.44)</u>		<u>103.44</u>
<b>Net Arbitrage Sales</b>		<u>2,604,553.05</u>		<u>2,356,003.97</u>		<u>2,669,297.82</u>
<b>Benefit from Lower Cost Arbitrage Purchases:</b>						
ACES Purchases at LEM Base Power Cost	0.000	0.00	0.000	0.00	0.000	0.00
Less actual ACES Purchased Cost	0.000	0.00	0.000	0.00	0.000	0.00
Less 100% of LEM Cost Avoidance Penalties		<u>0.00</u>		<u>0.00</u>		<u>0.00</u>
<b>Base Power Avoided Cost</b>		<u>0.00</u>		<u>0.00</u>		<u>0.00</u>
<b>Total Net Arbitrage Margins</b>		<u>2,604,553.05</u>		<u>2,356,003.97</u>		<u>2,669,297.82</u>
<b>Transmission Revenue resulting from Arbitrage Activities:</b>						
Transmission - BREC Power Supply		226,895.72		623,503.21		621,997.36
Transmission - Domtar		<u>23,557.79</u>		<u>22,402.54</u>		<u>21,647.73</u>
<b>Total Transmission Revenue from Arbitrage</b>		<u>250,453.51</u>		<u>645,905.75</u>		<u>643,645.09</u>
<b>Total Net Arbitrage including Transmission</b>		<u>2,855,006.56</u>		<u>3,001,909.72</u>		<u>3,312,942.91</u>

**BIG RIVERS ELECTRIC CORPORATION**  
**KIU COND DATA REQUEST**  
**Q.2-13 b.**

	DECEMBER 2007		JANUARY 2008		FEBRUARY 2008	
	MWh	COST	MWh	COST	MWh	COST
1 <u>SOURCES &amp; DISTRIBUTION OF ENERGY</u>						
2 Associated Electric cooperative	57.000	3,789.00				
3 Cargill Power Mkt	85.000	5,475.00	10.000	540.00		
4 Constellation Energy Commodities	63.000	4,452.00				
5 Domtar Paper Cogen	745.000	40,975.00	744.000	40,920.00	696.000	38,280.00
6 Eagle Energy Partners			85.000	4,755.00		
7 Fortis	18,587.000	1,023,483.65			(25.000)	(945.86)
8 LG&E Energy Marketing	427,435.000	8,510,769.97	427,366.000	8,671,394.07	386,534.000	7,767,460.44
9 MISO	55.000	2,172.60	321.000	19,743.28	250.000	21,581.34
10 Morgan Stanley	55,800.000	2,488,680.00				
11 Reliant Energy	1,431.987	191,384.00	0.000	89,900.00	451.000	130,968.73
12 Southeastern Power Administration	15,656.000	451,314.03	22,037.000	528,906.99	36,574.000	705,676.91
13 Southern Company Services						
14 Southern Illinois Power Coop						
15 Tenaska Power Services			15.000	1,050.00	26.000	1,690.00
16 The Energy Authority			450,578.000	9,357,209.34	424,506.000	8,664,711.56
17 <u>Total</u>	<u>519,914.987</u>	<u>12,722,495.25</u>	<u>450,578.000</u>	<u>9,357,209.34</u>	<u>424,506.000</u>	<u>8,664,711.56</u>

**BIG RIVERS ELECTRIC CORPORATION**  
**KIUC SECC DATA REQUEST**  
**Q.2-13 b.**

SOURCES & DISTRIBUTION OF ENERGY	MARCH 2008		APRIL 2008		MAY 2008	
	MWh	COST	MWh	COST	MWh	COST
Associated Electric cooperative					2,400.000	168,000.00
Cargill Power Mkt					225.000	20,025.00
Constellation Energy Commodities					744.000	40,920.00
Domtar Paper Cogen	744.000	40,920.00	720.000	39,600.00		
Eagle Energy Partners						
Fortis					409,083.000	8,302,366.06
LG&E Energy Marketing	417,673.000	8,389,571.19	406,403.000	8,141,233.08		
MISO						
Morgan Stanley					696.000	139,024.40
Reliant Energy	1,300.000	186,619.70	553.000	135,956.25	22,376.000	533,029.23
Southeastern Power Administration	44,630.000	803,637.87	46,938.000	831,703.15		
Southern Company Services						
Southern Illinois Power Coop						
Tenaska Power Services						
The Energy Authority						
Total	<u>464,347.000</u>	<u>9,420,748.76</u>	<u>454,614.000</u>	<u>9,148,492.48</u>	<u>435,524.000</u>	<u>9,203,364.69</u>

**BIG RIVERS ELECTRIC CORPORATION**  
**KIUC SECO. DATA REQUEST**  
**Q.2-13 b.**

SOURCES & DISTRIBUTION OF ENERGY	JUNE 2008		JULY 2008		AUGUST 2008	
	MWh	COST	MWh	COST	MWh	COST
Associated Electric cooperative	12.000	1,140.00	15.000	1,200.00		
Cargill Power Mkt						
Constellation Energy Commodities	720.000	39,600.00	744.000	40,920.00	744.000	40,920.00
Domtar Paper Cogen						
Eagle Energy Partners						
Fortis	409,869.000	8,376,880.00	425,773.000	8,681,611.15	417,850.000	8,436,530.64
LG&E Energy Marketing						
MISO						
Morgan Stanley	336.000	132,352.41	0.000	89,900.00	1,288.000	224,403.20
Reliant Energy	9,651.000	378,293.23	4,899.000	320,508.91	5,742.000	330,759.79
Southeastern Power Administration						
Southern Company Services					20,401.000	999,649.00
Southern Illinois Power Coop						
Tenaska Power Services						
The Energy Authority						
<b>Total</b>	<b>420,588.000</b>	<b>8,928,265.64</b>	<b>431,431.000</b>	<b>9,134,140.06</b>	<b>446,025.000</b>	<b>10,032,262.63</b>

**BIG RIVERS ELECTRIC CORPORATION**  
**KIUC SECO DATA REQUEST**  
**Q.2-13 b.**

SOURCES & DISTRIBUTION OF ENERGY	SEPTEMBER 2008		OCTOBER 2008		NOVEMBER 2008	
	MWh	COST	MWh	COST	MWh	COST
Associated Electric cooperative						
Cargill Power Mkt						
Constellation Energy Commodities						
Domtar Paper Cogen	720.000	39,600.00	744.000	40,920.00	721.000	39,655.00
Eagle Energy Partners						
Fortis						
LG&E Energy Marketing	397,851.000	8,028,303.71	409,207.000	8,201,720.62	406,639.000	8,183,896.92
MISO						
Morgan Stanley						
Reliant Energy	2,492.000	251,566.08	325.000	108,590.00	204.000	101,651.50
Southeastern Power Administration	4,902.000	320,545.39	3,654.000	229,310.53	3,297.000	302,710.06
Southern Company Services					35.000	2,030.00
Southern Illinois Power Coop						
Tenaska Power Services						
The Energy Authority						
<b>Total</b>	<b>405,965.000</b>	<b>8,640,015.18</b>	<b>413,930.000</b>	<b>8,580,541.15</b>	<b>410,896.000</b>	<b>8,629,943.48</b>

**BIG RIVER ELECTRIC CORPORATION**  
**KIUC SECURITY DATA REQUEST**  
**Q.2-13 b.**

SOURCES & DISTRIBUTION OF ENERGY	DECEMBER 2008		JANUARY 2009		FEBRUARY 2009	
	MWh	COST	MWh	COST	MWh	COST
Associated Electric cooperative					20.000	1,200.00
Cargill Power Mkt						
Constellation Energy Commodities	744.000	40,920.00			672.000	36,960.00
Domtar Paper Cogen			65.000	3,530.00		
Eagle Energy Partners						
Fortis	420,429.000	8,518,785.21	402,857.000	8,268,639.62	376,877.000	7,668,074.89
LG&E Energy Marketing						
MISO						
Morgan Stanley	1,200.000	159,870.25	246.000	103,383.75	114.881	95,165.00
Reliant Energy	30,764.000	650,716.95	48,689.000	877,826.70	34,488.000	697,900.03
Southeastern Power Administration	160.000	9,234.00	119.000	7,238.00		
Southern Company Services			37,200.000	2,018,100.00	33,600.000	1,822,800.00
Southern Illinois Power Coop	52.000	3,120.00				
Tenaska Power Services	36.000	1,890.00	125.000	6,667.00		
The Energy Authority						
<b>Total</b>	<b>453,385.000</b>	<b>9,384,536.41</b>	<b>489,301.000</b>	<b>11,285,385.07</b>	<b>445,771.881</b>	<b>10,322,099.92</b>

BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2008-00040  
May 4, 2009

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**Item 14)** For each month of the pro forma test year please provide.  
a. The pro forma amount of arbitrage margin.  
b. The pro forma purchase power costs broken out separately by source.

**Response)** a. The requested information is attached hereto.  
b. The requested information is attached hereto.

**Witness)** C. William Blackburn



Big River Electric Corporation  
 Net Arbitrage Calculation - PROFORMA  
 KIUC Q2-14

	JANUARY		FEBRUARY		MARCH	
	MWh	Amount	MWh	Amount	MWh	Amount
1 Sales:						
2 Sales to Kenergy-Century/Alcan, Domtar Cogen, ACES	171,389	8,385,517.00	153,552	7,400,559.00	148,352	6,689,210.00
3						
4 Total Arbitrage Sales		<u>8,385,517.00</u>		<u>7,400,559.00</u>		<u>6,689,210.00</u>
5						
6 Purchases:						
7 Non-Member purchases (see worksheet calculation)	172,737	<u>(5,603,739.00)</u>	154,759	<u>(5,123,677.00)</u>	149,518	<u>(3,896,422.00)</u>
8						
9 Other Cost:						
10 TVA Reserved Transmission Reservation Cost (565.100)		<u>(213,500.00)</u>		<u>(213,500.00)</u>		<u>(213,500.00)</u>
11 Net Other Cost		<u>(213,500.00)</u>		<u>(213,500.00)</u>		<u>(213,500.00)</u>
12						
13						
14 Net Arbitrage Sales		<u>2,568,278.00</u>		<u>2,063,382.00</u>		<u>2,579,288.00</u>
15						
16 Benefit from Lower Cost Arbitrage Purchases:						
17 ACES Purchases at LEM Base Power Cost	0	0.00	0	0.00	0	0.00
18 Less actual ACES Purchased Cost (A/C #555.188)	0	0.00	0	0.00	0	0.00
19 Less 100% of LEM Penalties		<u>0.00</u>		<u>0.00</u>		<u>0.00</u>
20 Base Power Avoided Cost		<u>0.00</u>		<u>0.00</u>		<u>0.00</u>
21						
22 Total Net Arbitrage Margins		<u>2,568,278.00</u>		<u>2,063,382.00</u>		<u>2,579,288.00</u>
23						
24 Transmission Revenue resulting from Arbitrage Activities:						
25 Transmission - BREC Power Supply (J.E. 01) (456.100)		621,458.00		621,458.00		621,458.00
26 Transmission - Domtar (J.E. 01) (456.193)		33,172.00		33,172.00		33,172.00
27						
28 Total Transmission Revenue from Arbitrage		<u>654,630.00</u>		<u>654,630.00</u>		<u>654,630.00</u>
29 (A/C # 456.100, 456.193, 456.255)						
30						
31 Total Net Arbitrage including Transmission		<u>3,222,908.00</u>		<u>2,718,012.00</u>		<u>3,233,918.00</u>

Big River Electric Corporation  
 Net Arbitrage Calculation - PROFORMA  
 KIUC Q2-14

	APRIL		MAY		JUNE	
	MWh	Amount	MWh	Amount	MWh	Amount
1 Sales:						
2 Sales to Kenergy-Century/Alcan, Domtar Cogen, ACES	160,295	7,099,235.00	145,881	6,464,075.00	122,034	5,761,685.00
3		<u>7,099,235.00</u>		<u>6,464,075.00</u>		<u>5,761,685.00</u>
4 Total Arbitrage Sales						
5						
6 Purchases:						
7 Non-Member purchases (see worksheet calculation)	161,555	(4,122,008.00)	147,027	(3,826,698.00)	122,994	(3,349,765.00)
8						
9 Other Cost:						
10 TVA Reserved Transmission Reservation Cost (565.100)		(213,500.00)		(213,500.00)		(213,500.00)
11 Net Other Cost		<u>(213,500.00)</u>		<u>(213,500.00)</u>		<u>(213,500.00)</u>
12						
13		<u>2,763,727.00</u>		<u>2,423,877.00</u>		<u>2,198,420.00</u>
14 Net Arbitrage Sales						
15						
16 Benefit from Lower Cost Arbitrage Purchases:						
17 ACES Purchases at LEM Base Power Cost	0	0.00	0	0.00	0	0.00
18 Less actual ACES Purchased Cost (A/C #555.188)	0	0.00	0	0.00	0	0.00
19 Less 100% of LEM Penalties		<u>0.00</u>		<u>0.00</u>		<u>0.00</u>
20 Base Power Avoided Cost						
21		<u>2,763,727.00</u>		<u>2,423,877.00</u>		<u>2,198,420.00</u>
22 Total Net Arbitrage Margins						
23						
24 Transmission Revenue resulting from Arbitrage Activities:						
25 Transmission - BREC Power Supply (J.E. 01) (456.100)		621,458.00		621,458.00		621,458.00
26 Transmission - Domtar (J.E. 01) (456.193)		33,172.00		33,172.00		33,172.00
27		<u>654,630.00</u>		<u>654,630.00</u>		<u>654,630.00</u>
28 Total Transmission Revenue from Arbitrage						
29 (A/C # 456.100, 456.193, 456.255)						
30		<u>3,418,357.00</u>		<u>3,078,507.00</u>		<u>2,853,050.00</u>
31 Total Net Arbitrage including Transmission						

Big River Electric Corporation  
 Net Arbitrage Calculation - PROFORMA  
 KIUC Q2-14

	JULY		AUGUST		SEPTEMBER	
	MWh	Amount	MWh	Amount	MWh	Amount
1 Sales:						
2 Sales to Kenergy-Century/Alcan, Domtar Cogen, ACES	120,798	5,907,514.00	107,478	4,860,784.00	113,877	4,435,957.00
3						
4 Total Arbitrage Sales		<u>5,907,514.00</u>		<u>4,860,784.00</u>		<u>4,435,957.00</u>
5						
6 Purchases:						
7 Non-Member purchases (see worksheet calculation)	121,747	<u>(3,297,829.00)</u>	108,323	<u>(3,024,960.00)</u>	114,773	<u>(3,182,661.00)</u>
8						
9 Other Cost:						
10 TVA Reserved Transmission Reservation Cost (565.100)		<u>(213,500.00)</u>		<u>(213,500.00)</u>		<u>(213,500.00)</u>
11 Net Other Cost		<u>(213,500.00)</u>		<u>(213,500.00)</u>		<u>(213,500.00)</u>
12						
13						
14 Net Arbitrage Sales		<u>2,396,185.00</u>		<u>1,622,324.00</u>		<u>1,039,796.00</u>
15						
16 Benefit from Lower Cost Arbitrage Purchases:						
17 ACES Purchases at LEM Base Power Cost	0	0.00	0	0.00	0	0.00
18 Less actual ACES Purchased Cost (A/C #555.188)	0	0.00	0	0.00	0	0.00
19 Less 100% of LEM Penalties		<u>0.00</u>		<u>0.00</u>		<u>0.00</u>
20 Base Power Avoided Cost		<u>0.00</u>		<u>0.00</u>		<u>0.00</u>
21						
22 Total Net Arbitrage Margins		<u>2,396,185.00</u>		<u>1,622,324.00</u>		<u>1,039,796.00</u>
23						
24 Transmission Revenue resulting from Arbitrage Activities:						
25 Transmission - BREC Power Supply (J.E. 01) (456.100)		621,458.00		621,458.00		621,458.00
26 Transmission - Domtar (J.E. 01) (456.193)		33,172.00		33,172.00		33,172.00
27						
28 Total Transmission Revenue from Arbitrage		<u>654,630.00</u>		<u>654,630.00</u>		<u>654,630.00</u>
29 (A/C # 456.100, 456.193, 456.255)						
30						
31 Total Net Arbitrage including Transmission		<u>3,050,815.00</u>		<u>2,276,954.00</u>		<u>1,694,426.00</u>

Big River Electric Corporation  
 Net Arbitrage Calculation - PROFORMA  
 KIUC Q2-14

	OCTOBER		NOVEMBER		DECEMBER	
	MWh	Amount	MWh	Amount	MWh	Amount
1 Sales:						
2 Sales to Kenergy-Century/Alcan, Domtar Cogen, ACES	159,364	5,885,862.00	140,225	5,104,612.00	142,250	5,873,456.00
3						
4 Total Arbitrage Sales		<u>5,885,862.00</u>		<u>5,104,612.00</u>		<u>5,873,456.00</u>
5						
6 Purchases:						
7 Non-Member purchases (see worksheet calculation)	160,616	<u>(4,102,919.00)</u>	141,328	<u>(3,710,852.00)</u>	143,368	<u>(3,768,889.00)</u>
8						
9 Other Cost:						
10 TVA Reserved Transmission Reservation Cost (565.100)		<u>(213,500.00)</u>		<u>(213,500.00)</u>		<u>(213,500.00)</u>
11 Net Other Cost		<u>(213,500.00)</u>		<u>(213,500.00)</u>		<u>(213,500.00)</u>
12						
13						
14 Net Arbitrage Sales		<u>1,569,443.00</u>		<u>1,180,260.00</u>		<u>1,891,067.00</u>
15						
16 Benefit from Lower Cost Arbitrage Purchases:						
17 ACES Purchases at LEM Base Power Cost	0	0.00	0	0.00	0	0.00
18 Less actual ACES Purchased Cost (A/C #555.188)	0	0.00	0	0.00	0	0.00
19 Less 100% of LEM Penalties		<u>0.00</u>		<u>0.00</u>		<u>0.00</u>
20 Base Power Avoided Cost		<u>0.00</u>		<u>0.00</u>		<u>0.00</u>
21						
22 Total Net Arbitrage Margins		<u>1,569,443.00</u>		<u>1,180,260.00</u>		<u>1,891,067.00</u>
23						
24 Transmission Revenue resulting from Arbitrage Activities:						
25 Transmission - BREC Power Supply (J.E. 01) (456.100)		621,458.00		621,458.00		621,458.00
26 Transmission - Domtar (J.E. 01) (456.193)		33,172.00		33,172.00		33,172.00
27						
28 Total Transmission Revenue from Arbitrage		<u>654,630.00</u>		<u>654,630.00</u>		<u>654,630.00</u>
29 (A/C # 456.100, 456.193, 456.255)						
30						
31 Total Net Arbitrage including Transmission		<u>2,224,073.00</u>		<u>1,834,890.00</u>		<u>2,545,697.00</u>

Big River Electric Corporation  
 Net Arbitrage Calculation - PROFORMA  
 KIUC Q2-14

		YEAR TO DATE	
		MWh	Amount
1	<b>Sales:</b>		
2	Sales to Kenergy-Century/Alcan, Domtar Cogen, ACES	1,685,495	73,868,466.00
3			<u>73,868,466.00</u>
4	<b>Total Arbitrage Sales</b>		
5			
6	<b>Purchases:</b>		
7	Non-Member purchases (see worksheet calculation)	1,698,745	(47,010,419.00)
8			
9	<b>Other Cost:</b>		
10	TVA Reserved Transmission Reservation Cost (565.100)		(2,562,000.00)
11	<b>Net Other Cost</b>		<u>(2,562,000.00)</u>
12			
13			<u>24,296,047.00</u>
14	<b>Net Arbitrage Sales</b>		
15			
16	<b>Benefit from Lower Cost Arbitrage Purchases:</b>	0	0.00
17	ACES Purchases at LEM Base Power Cost	0	0.00
18	Less actual ACES Purchased Cost (A/C #555.188)		<u>0.00</u>
19	Less 100% of LEM Penalties		<u>0.00</u>
20	<b>Base Power Avoided Cost</b>		<u>24,296,047.00</u>
21			
22	<b>Total Net Arbitrage Margins</b>		
23			
24	<b>Transmission Revenue resulting from Arbitrage Activities:</b>		7,457,496.00
25	Transmission - BREC Power Supply (J.E. 01) (456.100)		398,064.00
26	Transmission - Domtar (J.E. 01) (456.193)		<u>7,855,560.00</u>
27	<b>Total Transmission Revenue from Arbitrage</b>		
28	(A/C # 456.100, 456.193, 456.255)		<u>32,151,607.00</u>
29			
30	<b>Total Net Arbitrage including Transmission</b>		
31			

**BIG RIVERS ELECTRIC CORPORATION  
 KIUC SECOND DATA REQUEST  
 Q.2-14**

	JANUARY 2009		FEBRUARY 2009		MARCH 2009		APRIL 2009	
	MWh	COST	MWh	COST	MWh	COST	MWh	COST
1 PRO FORMA								
2 <u>SOURCES &amp; DISTRIBUTION OF ENERGY</u>								
3 Domtar Paper Cogen	744.000	40,920	672.000	36,960	744.000	40,920	720.000	39,600
4 LG&E Energy Marketing	430,254.000	8,760,773	369,465.000	7,525,115	376,215.000	7,662,322	343,768.000	7,002,772
5 Reliant Energy (fixed reservation fee)		89,900		89,900		89,900		89,900
6 Southeastern Power Administration	22,037.000	540,146	36,574.000	724,330	44,630.000	826,399	46,938.000	855,641
7 Southern Illinois Power Coop	37,200.000	2,018,100	33,600.000	1,822,800	0.000	0	0.000	0
8 Market Power (various sources)	4,000.000	600,000	0.000	0	0.000	0	0.000	0
9 Total	<u>494,235.000</u>	<u>12,049,839</u>	<u>440,311.000</u>	<u>10,199,105</u>	<u>421,589.000</u>	<u>8,619,541</u>	<u>391,426.000</u>	<u>7,987,913</u>

**BIG RIVERS ELECTRIC CORPORATION  
 KIUC SECOND DATA REQUEST  
 Q.2-14**

PRO FORMA SOURCES & DISTRIBUTION OF ENERGY	MAY 2009		JUNE 2009		JULY 2009		AUGUST 2009	
	MWh	COST	MWh	COST	MWh	COST	MWh	COST
Domtar Paper Cogen	744.000	40,920	720.000	39,600	744.000	40,920	744.000	40,920
LG&E Energy Marketing	372,854.000	7,594,003	391,010.000	7,963,060	424,643.000	8,646,718	401,544.000	8,177,185
Reliant Energy (fixed reservation fee)		89,900		89,900		89,900		89,900
Southeastern Power Administration	22,376.000	544,441	9,651.000	383,215	4,899.000	323,007	5,742.000	333,688
Southern Illinois Power Coop	0.000	0	0.000	0	0.000	0	0.000	0
Market Power (various sources)	0.000	0	1,600.000	240,000	8,000.000	1,200,000	8,000.000	1,200,000
<b>Total</b>	<b>395,974.000</b>	<b>8,269,264</b>	<b>402,981.000</b>	<b>8,715,775</b>	<b>438,286.000</b>	<b>10,300,545</b>	<b>416,030.000</b>	<b>9,841,693</b>

**BIG RIVERS ELECTRIC CORPORATION  
 KIUC SECOND DATA REQUEST  
 Q.2-14**

PRO FORMA SOURCES & DISTRIBUTION OF ENERGY	SEPTEMBER 2009		OCTOBER 2009		NOVEMBER 2009		DECEMBER 2009	
	MWh	COST	MWh	COST	MWh	COST	MWh	COST
Domtar Paper Cogen	720.000	39,600	744.000	40,920	720.000	39,600	744.000	40,920
LG&E Energy Marketing	357,300.000	7,277,837	396,566.000	8,075,997	394,824.000	8,040,587	429,881.000	8,753,191
Reliant Energy (fixed reservation fee)		89,900		89,900		89,900		89,900
Southeastern Power Administration	4,722.000	320,765	3,833.000	309,501	4,147.000	313,479	15,656.000	459,299
Southern Illinois Power Coop	0.000	0	0.000	0	0.000	0	0.000	0
Market Power (various sources)	1,600.000	240,000	0.000	0	0.000	0	0.000	0
<b>Total</b>	<b>364,342.000</b>	<b>7,968,102</b>	<b>401,143.000</b>	<b>8,516,318</b>	<b>399,691.000</b>	<b>8,483,566</b>	<b>446,281.000</b>	<b>9,343,310</b>



BIG RIVERS ELECTRIC CORPORATION  
 KIUC SECOND DATA REQUEST  
 Q.2-14

PRO FORMA SOURCES & DISTRIBUTION OF ENERGY	TOTAL	
	MWh	COST
Domtar Paper Cogen	8,760.000	481,800
LG&E Energy Marketing	4,688,324.000	95,479,560
Reliant Energy (fixed reservation fee)	0.000	1,078,800
Southeastern Power Administration	221,205.000	5,933,911
Southern Illinois Power Coop	70,800.000	3,840,900
Market Power (various sources)	23,200.000	3,480,000
Total	5,012,289.000	110,294,971

BIG RIVERS ELECTRIC CORPORATION'S RESPONSE  
TO THE KENTUCKY INDUSTRIAL UTILITY CUSTOMERS, INC.  
SECOND DATA REQUEST TO BIG RIVERS ELECTRIC CORPORATION  
PSC CASE NO. 2008-00040  
May 4, 2009

1 **Item 15)** For each month over the period January 2008 to the present, please  
2 provide the amount of bonus payments made to any employee or director of Big Rivers,  
3 and the number of employees or directors receiving the bonus.

4  
5 **Response)** The amount of each incentive payment made to any employee of Big  
6 Rivers for each month January 2008 through March 2009 is attached hereto.

7  
8 **Witness)** C. William Blackburn

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# BIG RIVERS ELECTRIC CORPORATION

## Monthly Bonus Payments by Employee

January 2008 through March 2009

Employee Code Number	January 2008	March 2008	January 2009	February 2009
1	2,627.95			2,395.19
2	2,777.89			2,315.82
3	27,976.22		19,773.00	7,750.94
4	23,622.87		4,943.00	6,459.09
5	15,268.42			6,108.04
6	3,091.20		2,777.00	2,721.22
7	3,763.03			3,228.81
8	2,834.06			2,379.39
9	16,812.45		9,601.00	4,704.38
10	4,080.60			3,474.10
11	3,359.27			3,143.25
12	17,121.77		11,842.00	4,642.15
13	28,861.16		20,494.00	8,033.72
14	4,388.10		4,715.00	3,696.27
15	1,829.12			1,309.05
16	3,490.28			2,888.07
17	5,588.81		3,115.00	2,442.02
18	2,751.36			2,406.88
19	2,851.78			2,396.76
20	3,128.13			2,747.42
21	3,828.62			3,285.62
22	2,154.82			1,889.42
23	3,745.50			3,718.30
24	10,171.78			5,027.49
25	16,978.10			7,055.26
26	5,448.42			4,596.00
27	4,923.08			4,136.43
28	4,052.12			3,427.51
29	1,249.44			
30	3,741.32			3,208.27
31	3,422.18		933.00	1,829.19
32	1,894.61			1,608.74
33	3,975.79	2,828.30	3,592.00	3,520.53
34	1,581.37			1,340.03
35	4,630.82		5,260.00	4,123.58
36	4,298.21		4,594.00	3,601.90
37	4,575.62		2,945.00	3,848.45
38	1,935.95			1,699.95
39	3,585.79			3,302.40
40	3,274.65			2,957.97
41	4,066.76	2,893.02		3,340.28
42	8,446.73		4,270.00	3,347.94
43	2,012.96			1,642.60
44	4,056.90			3,459.30
45	4,873.82			4,079.68

**BIG RIVERS ELECTRIC CORPORATION**  
**Monthly Bonus Payments by Employee**  
**January 2008 through March 2009**

Employee Code Number	January 2008	March 2008	January 2009	February 2009
46	2,971.53			1,478.54
47	3,893.72		4,402.00	3,451.23
48	6,944.82			3,601.90
49	8,047.56		5,034.00	3,946.90
50	16,523.20			13,846.41
51	3,923.78			3,247.87
52	2,172.45		1,372.00	1,792.69
53	3,081.79			2,655.63
54	1,410.59			1,171.64
55	4,104.77			3,301.57
56	1,930.68			1,569.74
57	14,841.00		10,649.00	4,174.57
58	1,610.78			1,438.98
59	382.44			
60	2,732.56		2,601.00	2,549.39
61	1,573.16			1,412.20
62	16,074.17		11,494.00	4,505.50
63	2,969.31			2,690.45
64	2,452.99			2,196.89
65	7,540.21			4,145.34
66	3,410.99		828.00	1,623.61
67	2,418.11			2,457.70
68	3,081.06			2,633.33
69	8,730.52		2,137.00	4,189.07
70	4,167.45			3,659.94
71	3,341.03			2,814.76
72	2,914.27			2,591.76
73	3,358.15		2,336.00	3,052.08
74	2,493.05			2,174.35
75	2,310.14			2,342.88
76	2,539.61			2,180.60
77	3,827.39		2,506.00	3,275.08
78	7,814.50		3,517.00	3,446.67
79	2,224.89			2,003.43
80	3,130.35			3,151.67
81	12,797.20		4,647.00	6,071.57
82	1,052.79			1,577.17
83	7,838.31			
84	1,943.85	2,355.81		3,371.71
85				1,615.68
86			6,973.00	5,466.88
87				5,548.27
<b>Total paid in Month</b>	<b>473,725.00</b>	<b>8,077.13</b>	<b>157,350.00</b>	<b>283,715.06</b>