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January 20, 2010

VIA HAND DELIVERY

Jeff DeRouen
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, KY 40601

RECEIVED

JAN 20 2010

PUBLIC SERVICE
COMMISSION

**RE: Louisville Gas and Electric Company and Kentucky Utilities Company 2009
Application for Approval of Purchased Power Agreements and Recovery of
Associated Costs**
Case No. 2009-00353

Dear Mr. DeRouen:

Please find enclosed and accept for filing the original and ten copies of the Second Supplemental Response of Louisville Gas and Electric Company and Kentucky Utilities Company to the Initial Requests for Information of Joint Intervenors Attorney General and Kentucky Industrial Utility Customers, dated December 21, 2009, in the above-referenced matter. The Supplemental Response concerns Question No. 20 of the Initial Requests, and provides additional documents responsive to the request. Because the responsive documents are voluminous—over 56,000 pages—they are being provided to the Commission on discs. A number of the documents provided on the discs are confidential and are being filed pursuant to the Petition for Confidential Protection filed in this proceeding on January 6, 2010. The confidential version of the discs is attached to the original of the Second Supplemental Response; the redacted versions of the discs are attached to the ten copies of the Second Supplemental Response.

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

Yours very truly,

W. Duncan Crosby III

W. Duncan Crosby III

Jeff DeRouen
January 20, 2010
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WDC:ec
cc: Parties of Record

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPLICATION OF LOUISVILLE GAS AND)
ELECTRIC COMPANY AND KENTUCKY) CASE NO.
UTILITIES COMPANY FOR APPROVAL OF) 2009-00353
PURCHASED POWER AGREEMENTS AND)
RECOVERY OF ASSOCIATED COSTS)

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PUBLIC SERVICE
COMMISSION

SECOND SUPPLEMENTAL RESPONSE OF
LOUISVILLE GAS AND ELECTRIC COMPANY
AND
KENTUCKY UTILITIES COMPANY
TO JOINT INTERVENORS' INITIAL DATA REQUEST
DATED DECEMBER 21, 2009

FILED: JANUARY 20, 2010

**LOUISVILLE GAS AND ELECTRIC COMPANY
AND
KENTUCKY UTILITIES COMPANY**

**Response to Joint Intervenors' Initial Data Request
Dated December 21, 2009**

Case No. 2009-00353

Question No. 20

Witness: Counsel

Q-20. Please provide all memos, emails, or other documents in the possession of the Companies which discuss, describe or relate to the wind power contracts.

A-20. **Original response:**

To the extent that the request for the production of documents is overly broad and unduly burdensome and seeks the production of documents that are irrelevant to the issues in this case or are privileged, objections are made to the request. Without waiver of these objections, please see the over 600 documents, produced in electronic format, that have been identified within the time permitted for this response and that are responsive to the request. Counsel for LG&E and KU is continuing to undertake a reasonable and diligent search for other such documents and will seasonably supplement this response through a rolling production of documents until the hearing in this case. Please note that the Companies are seeking confidential protection for portions of certain documents being provided hereunder. Also a privilege log concerning documents responsive to this request, but which the Companies are not providing on the ground that they are exempt from production will be subsequently provided in a supplemental response. This log will be supplemented as appropriate with the production of other documents or completion of the search. Counsel for LG&E and KU will update counsel for the AG and KIUC on a weekly basis on the status of the production of further documents.

Supplemental response:

LG&E and KU incorporate by reference the objections stated above. Without waiving those objections, attached to this response are discs containing additional responsive documents totaling more than 37,000 pages. Including the Companies' original production, the Companies have produced over 39,000 pages in response to this request to date. The Companies provided a portion of these documents to

the AG and KIUC on Monday, January 11, 2010; the AG and KIUC should receive the remainder of these documents by overnight delivery to arrive today, Wednesday, January 13, 2010.

Please note that the Companies are seeking confidential protection for certain documents being provided hereunder pursuant to the Petition for Confidential Protection the Companies filed in this proceeding on January 6, 2010.

The Companies' counsel presently anticipates being able to complete document review and production, including the production of a privilege log, by Wednesday, January 20, 2010.

Second supplemental response:

LG&E and KU incorporate by reference the objections stated above. Without waiving those objections, attached to this response are discs containing additional responsive documents totaling more than 56,000 pages. Including the Companies' original production, the Companies have produced over 95,000 pages in response to this request to date. The Companies are sending the AG and KIUC a confidential, unredacted copy of this response and the attached documents by overnight delivery, which they should receive on Thursday, January 21.

Please note that the Companies are seeking confidential protection for certain documents being provided hereunder pursuant to the Petition for Confidential Protection the Companies filed in this proceeding on January 6, 2010.

The Companies' counsel presently anticipates being able to complete a privilege log by Friday, January 29, 2010.