

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

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**PUBLIC SERVICE
COMMISSION**

In the Matter of:

**THE APPLICATION OF KENTUCKY)
UTILITIES COMPANY FOR AN ORDER)
AUTHORIZING THE ISSUANCE OF)
SECURITIES AND THE ASSUMPTION)
OF OBLIGATIONS)**

CASE NO. 2009- 00449

**MOTION FOR DEVIATION FROM RULES AND FOR INCORPORATION BY
REFERENCE**

Kentucky Utilities Company ("KU") hereby moves, pursuant to 807 KAR 5:001(14), for a deviation from 807 KAR 5:001(11) and for incorporation by reference pursuant to 807 KAR 5:001(5)(5). In support of this Motion, KU states as follows:

1. This case concerns KU's request, pursuant to KRS 278.300, for authorization for the issuance of securities, assumption of obligations and entrance into all necessary agreements and other documents relating thereto.

2. Among the reasons for KU's need for debt financing cited in KU's Application were capital expenditures in connection with construction of Trimble County Unit Two ("TC2") and in connection with KU's pollution control project at the Ghent and E.W. Brown generating stations. Commission Rule 807 KAR 5:001(11)(d) provides that a copy of KU's Engineering, Procurement, and Construction Contract with Bechtel Power Corporation (the "EPC Contract") for Construction of TC2 and a copy of KU's construction contract with Fluor Enterprises, Inc. (the "Construction Contract") for construction of KU's pollution control project be annexed to KU's Application.

3. The EPC Contract has been previously filed with the Commission in a prior case requesting authority for financing, Case No. 2007-00024 (*In the Matter of: The Application of Kentucky Utilities Company for an Order Authorizing the Issuance of Securities and the Assumption of Obligations*). In Case No. 2007-00024, KU requested and was granted confidential protection for portions of the EPC Contract. Subsequently, the EPC Contract was incorporated by reference only into the record of Case No. 2007-00115 (*In the Matter of: The Application of Kentucky Utilities Company for an Order Authorizing the Issuance of Securities and the Assumption of Obligations*), Case No. 2007-00548 (*In the Matter of: The Application of Louisville Gas and Electric Company for an Order Authorizing the Issuance of Securities and the Assumption of Obligations*), Case No. 2007-00550 (*In the Matter of: The Application of Kentucky Utilities Company for an Order Authorizing the Issuance of Securities and the Assumption of Obligations*), and Case No. 2008-00426 (*In the Matter of: The Application of Kentucky Utilities Company for an Order Authorizing the Issuance of Securities and the Assumption of Obligations*).

4. The Construction Contract has also been previously filed with the Commission in a prior case requesting authority for financing, Case No. 2006-00187 (*In the Matter of: The Application of Kentucky Utilities Company for an Order Authorizing the Issuance of Securities and the Assumption of Obligations*). In Case No. 2006-00187, KU requested and was granted confidential protection for portions of the Construction Contract. Additionally, in Case No. 2006-00414 (*In the Matter of: The Application of Kentucky Utilities Company for an Order Authorizing the Issuance of Securities and the Assumption of Obligations*), Case No. 2007-00024 (*In the Matter of: The Application of Kentucky Utilities Company for an Order Authorizing the Issuance of Securities and the Assumption of Obligations*), Case No. 2007-00115 (*In the Matter*

of: The Application of Kentucky Utilities Company for an Order Authorizing the Issuance of Securities and the Assumption of Obligations), Case No. 2007-00437 (*In the Matter of: The Application of Kentucky Utilities Company for an Order Authorizing the Issuance of Securities and the Assumption of Obligations*), Case No. 2007-00550 (*In the Matter of: The Application of Kentucky Utilities Company for an Order Authorizing the Issuance of Securities and the Assumption of Obligations*), Case No. 2008-00309 (*In the Matter of: The Application of Kentucky Utilities Company for an Order Authorizing the Issuance of Securities and the Assumption of Obligations*), and Case No. 2008-00426 (*In the Matter of: The Application of Kentucky Utilities Company for an Order Authorizing the Issuance of Securities and the Assumption of Obligations*) KU requested and was granted a deviation from Commission rules and incorporation of the Construction Contract filed in Case No. 2006-00187 by reference only.

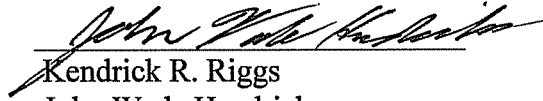
5. If either the EPC Contract or the Construction Contract were filed in the present case, KU would again request confidential protection for portions of those contracts.

6. If either the EPC Contract or the Construction Contract were filed in the record of this case, these duplicative filings of information already contained in the Commission files would serve no purpose and represent a needless burden on the Company for photocopying and would also needlessly burden the Commission which would again have to consider the issue of whether the confidential information in those contracts should be protected.

THEREFORE, Kentucky Utilities Company respectfully requests that the redacted EPC Contract, contained in the recorded Case No. 2007-0024, and the redacted Construction Contract contained in the record of Case No. 2006-00187, be made a part of the record in the present case by reference only, pursuant to 807 KAR 5:001(5)(5).

Dated: November 19, 2009.

Respectfully submitted,



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