

SULLIVAN, MOUNTJOY, STAINBACK & MILLER PSC
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July 6, 2010

Via Federal Express

Jeff DeRouen
Executive Director
Public Service Commission
211 Sower Boulevard, P.O. Box 615
Frankfort, Kentucky 40602-0615

RECEIVED

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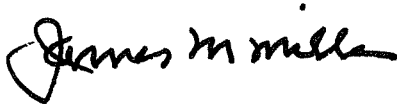
PUBLIC SERVICE
COMMISSION

Re: Big Rivers Electric Corporation
PSC Case No. 2009-00441

Dear Mr. DeRouen:

Enclosed are an original and nine copies of the compliance filing of Big Rivers Electric Corporation in this case. I certify that a copy of this letter and attachments has been served upon each person shown on the attached service list.

Sincerely yours,



James M. Miller

JMM/ej
Enclosures

cc: Bill Blackburn
Albert Yockey
Service List

Telephone (270) 926-4000
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100 St. Ann Building
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42302-0727

SERVICE LIST
PSC CASE NO. 2009-00441

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**Counsel for Alcan Primary Products Corporation
and Century Aluminum of Kentucky General Partnership**

COMMONWEALTH OF KENTUCKY

BEFORE THE PUBLIC SERVICE COMMISSION OF KENTUCKY

In the Matter of:

THE APPLICATION OF BIG RIVERS)
ELECTRIC CORPORATION FOR APPROVAL) CASE NO. 2009-00441
TO ISSUE EVIDENCES OF INDEBTEDNESS)

COMPLIANCE FILING

Big Rivers Electric Corporation (“Big Rivers”), in compliance with ordering paragraph 7 of the Public Service Commission’s March 31, 2010 order in this matter, states:

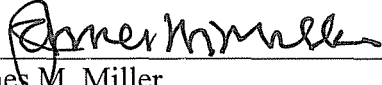
1. Refunding bonds in the amount of \$83.3 million (the “2010A Bonds”) were issued by the County of Ohio, Kentucky, on June 8, 2010. The outstanding 2001A Bonds in the same amount were defeased. A call notice for the 2001A Bonds was issued, and the 2001A Bonds were retired on June 23, 2010. The 2010A Bonds bear an interest rate of 6.0%. The maturity date of the 2010A Bonds is July 15, 2031.
2. All fees and expenses for which Big Rivers has been billed at this time are listed on the attached Exhibit A, along with estimates of certain fees for which Big Rivers has not yet been billed but Big Rivers is comfortable estimating. There are other miscellaneous fees and expenses for which Big Rivers will be billed in the future and cannot know at this time because invoices have not been received and are not available within the 30 days in which this report is due. Big Rivers states that those remaining fees and expenses are minor in nature, and will not materially impact the overall cost of this bond refunding.

3. The guaranty arrangement with the National Rural Utilities Cooperative Finance Corporation approved by the Commission was not entered into by Big Rivers.

This the 6th day of July, 2010.

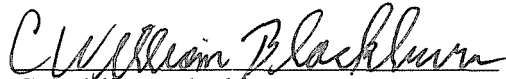
Respectfully submitted,

Sullivan, Mountjoy, Stainback & Miller,
PSC

By: 
James M. Miller
Tyson Kamuf
100 St. Ann Street
P.O.Box 727
Owensboro, Kentucky 42302-0727
Telephone No. (270) 926-4000
Counsel for Big Rivers Electric Corporation


VERIFICATION

I, C. William Blackburn, Senior Vice President, Financial and Energy Services, and Chief Financial Officer for Big Rivers Electric Corporation, hereby state that I have read the foregoing Application and that the statements contained therein are true and correct to the best of my knowledge and belief, on this the 6th day of July, 2010.


C. William Blackburn
Chief Financial Officer and Senior Vice
President, Financial and Energy Services
Big Rivers Electric Corporation

COMMONWEALTH OF KENTUCKY)
COUNTY OF HENDERSON)

The foregoing verification statement was SUBSCRIBED AND SWORN to before me by C. William Blackburn, as Senior Vice President, Financial and Energy Services, and Chief Financial Officer of Big Rivers Electric Corporation, on this the 6th day of July, 2010.


Notary Public, Ky., State at Large
My commission expires: 03-03-2014

**Big Rivers Electric Corporation
2010A Bond Refunding Expense
PSC Case #2009-00441**

Goldman Sachs & Co.	\$ 941,505.50
Orrick, Herrington, & Sutcliffe	736,585.11
Sullivan, Mountjoy, Stainback and Miller, P.S.C.	94,797.00
Deloitte & Touche LLP	43,821.00
Standard & Poors	31,000.00
Shipman & Goodwin	28,299.00
Southerland Asbill & Brennan LLP	282,125.00
FedEx	133.17
Netroadshow, Inc.	7,500.00
ImageMaster, Inc	3,668.97
Fitch, Inc. (estimate)	35,000.00
Moody's Investors Service (estimate)	37,000.00
Total*	<u>\$ 2,241,434.75</u>

*Balance as of July 1, 2010

Exhibit A