

COMMONWEALTH OF KENTUCKY  
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPLICATION OF LOUISVILLE GAS )  
AND ELECTRIC COMPANY FOR AN )  
ORDER AUTHORIZING THE ISSUANCE ) CASE NO. 10,076  
OF COMMON STOCK )

O R D E R

On November 2, 1987, Louisville Gas and Electric Company ("LG&E") filed an application seeking authority to issue and sell to its present and future shareholders not to exceed an additional 1,000,000 shares of its authorized but unissued Common Stock, without par value, pursuant to its Automatic Dividend Reinvestment and Stock Purchase Plan. These shares are to be sold during 1987 and in subsequent years. The net proceeds from the sale of these securities will be expended principally in connection with LG&E's construction program or any other lawful corporate purpose.

The Commission, having considered the evidence of record and being advised, is of the opinion and finds that the issuance of the above securities by LG&E is for lawful objects within the corporate purposes of LG&E's utility operations, is necessary and appropriate for and consistent with the proper performance of its service to the public and will not impair its ability to perform that service, and is reasonably necessary and appropriate for such purposes and should, therefore, be approved.

IT IS THEREFORE ORDERED that:

1. LG&E be and it hereby is authorized to issue during 1987 and subsequent years up to an additional 1,000,000 shares of its Common Stock pursuant to its Automatic Dividend Reinvestment and Stock Purchase Plan at prices to be determined according to the formula set forth in the Plan.

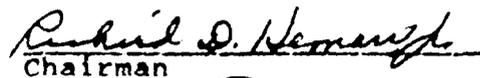
2. LG&E shall, within a reasonable time after each sale of Common Stock through its Automatic Dividend Reinvestment and Stock Purchase Plan, notify the Commission of the number of shares sold and the price received.

3. The proceeds from the transactions authorized herein shall be used only for the lawful purposes as set out in the application.

Nothing contained herein shall be construed as a finding of value for any purpose or as a warranty on the part of the Commonwealth of Kentucky or any agency thereof as to the securities authorized herein.

Done at Frankfort, Kentucky, this 3rd day of December, 1987.

PUBLIC SERVICE COMMISSION

  
Chairman

  
Vice Chairman

ATTEST:

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Executive Director

  
Commissioner