

**COMMONWEALTH OF KENTUCKY**  
**BEFORE THE PUBLIC SERVICE COMMISSION**

**IN THE MATTER OF:**

**COMPLIANCE OF KENTUCKY-AMERICAN )  
WATER COMPANY, AMERICAN WATER WORKS )  
COMPANY, RWE AKTIENGESELLSCHAFT AND )  
THAMES WATER AQUA HOLDINGS GMBH )  
WITH THE PROVISIONS OF THE ORDERS )  
APPROVING THE TRANSFER OF CONTROL )  
OF KENTUCKY-AMERICAN WATER COMPANY )  
TO RWE AKTIENGESELLSCHAFT AND )  
THAMES WATER AQUA HOLDINGS GMBH )**

**CASE NO.  
2002-00277**

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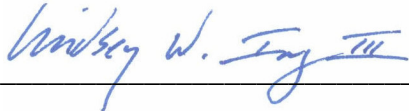
**REQUEST**

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Come Kentucky-American Water Company; Thames Water Aqua Holdings GmbH; Thames Water Aqua U.S. Holdings, Inc.; RWE Aktiengesellschaft; and American Water Works Company, Inc. and request the Public Service Commission's approval, pursuant to Condition 32 of the Order of December 20, 2002, in Case No. 2002-00317, of the payment of a dividend on common stock by Kentucky-American Water Company on December 4, 2006, in the amount of \$1,253,912.80. This dividend was declared on October 25, 2006 in conformity with the existing policy of the payment of 75% of earnings available for common dividends. The common dividends paid on June 19, 2006 and September 18, 2006 and the October 25, 2006 declared dividend collectively represent more than 5% of the retained earnings of Kentucky-American Water Company as of December 31, 2005, as shown on the spreadsheet attached hereto.

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Lindsey W. Ingram, Jr.  
Lindsey W. Ingram III  
STOLL KEENON OGDEN PLLC  
300 West Vine Street, Suite 2100  
Lexington, Kentucky 40507  
(859) 231-3000

BY:  \_\_\_\_\_

Counsel for Kentucky-American Water Company,  
Thames Water Aqua Holdings GmbH, Thames  
Water Aqua US Holdings, Inc., RWE AG and  
American Water Works Company, Inc.

**CERTIFICATION**

This is to certify that the electronic version of this pleading is a true and accurate copy of the pleading filed in paper medium; that the Petitioners have notified the Commission and the parties in Case No. 2002-00317 by electronic mail on November 10, 2006 that the electronic version of this pleading has been transmitted to the Commission, and that a copy has been served by mail upon:

Foster Ockerman, Jr., Esq.  
Martin, Ockerman & Brabant  
200 North Upper Street  
Lexington, Kentucky 40507

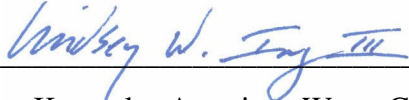
Gerald E. Wuetcher, Esq.  
Angela Curry, Esq.  
Public Service Commission  
211 Sower Boulevard  
Frankfort, Kentucky 40601

David J. Barberie, Esq.  
Lexington-Fayette Urban County Gov't.  
Department of Law  
200 East Main Street  
Lexington, Kentucky 40507

David Edward Spenard, Esq.  
Dennis G. Howard II, Esq.  
Assistant Attorneys General  
1024 Capitol Center Drive, Suite 200  
Frankfort, Kentucky 40601

Anthony G. Martin, Esq.  
P.O. Box 1812  
Lexington, Kentucky 40588

and that the original and three copies will be filed with the Public Service Commission in paper medium on the 13<sup>th</sup> day of November, 2006.

BY:   
Counsel for Kentucky-American Water Company,  
Thames Water Aqua Holdings GmbH, Thames  
Water Aqua US Holdings, Inc., RWE AG and  
American Water Works Company, Inc.

Kentucky American Water Company - Dividend Record

Quarter Ending	Earnings Available	Dividend	%	Payable Date	Rate Per Share	Earnings Adjustments
12/31/2001	\$985,286.00	\$736,673.77	0.7477	3/29/2001	0.47	\$54,941.00
3/31/2001	1,041,891.00	783,695.50	0.7522	6/28/2001	0.50	2,480.00
6/30/2001	2,119,261.00	1,583,064.91	0.7470	9/27/2001	1.01	151,574.00
9/30/2001	2,250,146.00	1,692,782.28	0.7523	12/28/2001	1.08	152,301.00
12/31/2001	1,520,074.00	1,144,195.43	0.7527	3/28/2002	0.73	151,574.00
3/31/2002	769,122.00	579,934.67	0.7540	6/27/2002	0.37	61,812.00
6/30/2002	1,506,594.00	1,128,521.52	0.7491	9/27/2002	0.72	325,152.00
9/30/2002	2,490,126.00	1,865,195.29	0.7490	12/30/2002	0.85	172,665.00
12/31/2002	1,281,941.00	956,108.51	0.7458	3/28/2003	0.61	0.00
3/28/2003	607,466.00	454,543.39	0.7483	6/23/2003	0.29	0.00
6/27/2003	990,033.00	752,347.68	0.7599	9/22/2003	0.48	0.00
9/26/2003	1,656,661.00	1,238,238.89	0.7474	12/15/2003	0.79	0.00
12/12/2003	1,059,560.00	799,369.41	0.7544	3/29/2004	0.51	0.00
4/2/2004	160,286.00	109,717.37	0.6845	6/28/2004	0.07	0.00
6/25/2004	806,206.00	611,282.49	0.7582	9/20/2004	0.39	0.00
9/24/2004	515,915.00	391,847.75	0.7595	12/6/2004	0.25	0.00
12/10/2004	49,559.00	\$31,347.82	0.6325	3/21/2005	0.02	0.00
3/25/2005	124,982.00	862,065.05	6.8975	6/20/2005	0.55	0.00
6/24/2005	-632,171.00	0.00	0.0000	9/19/2005	0.00	0.00
9/23/2005	2,761,477.00	830,717.23	0.3008	12/5/2005	0.53	0.00
12/9/2005	-556,372.00	0.00	0.0000	3/20/2006	0.00	0.00
3/24/2006	635,759.00	62,695.64	0.0986	6/19/2006	0.04	0.00
6/30/2006	918,150.00	689,652.04	0.7511	9/18/2006	0.44	0.00
9/30/2006	1,683,018.00	1,253,912.80	0.7450	12/4/2006	0.80	0.00