

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

**IN THE MATTER OF:**

<b>COMPLIANCE OF KENTUCKY-AMERICAN )</b>	
<b>WATER COMPANY, AMERICAN WATER WORKS )</b>	
<b>COMPANY, RWE AKTIENGESELLSCHAFT AND )</b>	
<b>THAMES WATER AQUA HOLDINGS GMBH WITH )</b>	
<b>THE PROVISIONS OF THE ORDERS )</b>	<b>CASE NO.</b>
<b>APPROVING THE TRANSFER OF CONTROL OF )</b>	<b>2002-00277</b>
<b>KENTUCKY-AMERICAN WATER COMPANY TO )</b>	
<b>RWE AKTIENGESELLSCHAFT AND THAMES )</b>	
<b>WATER AQUA HOLDINGS GMBH )</b>	

**NOTICE OF CONDITION 34 REPORTS – ANNUAL REPORTS**

Come Thames Water Aqua Holdings GmbH, RWE Aktiengesellschaft, American Water Works Company, Inc. and Kentucky-American Water Company, and pursuant to Condition 34 of the Commission's Order dated December 20, 2002, in Case No. 2002-00317, herewith give notice of the Annual Report of RWE AG, which is available at [www.rwe.com](http://www.rwe.com) and attached hereto electronically, and Financial Statements of Thames Water Aqua Holdings GmbH for 2002 attached hereto electronically.

The auditor's reports are available at page 155 of the RWE AG report and at page 14 of the Thames Water Aqua Holdings GmbH report.

The Income Statement and Balance Sheet contained in the Thames Water Aqua Holdings GmbH Financial Statements have been expressed in dollars. Attached hereto are the Consolidated Cash Flow Statement, Consolidated Balance Sheet and Consolidated Income Statement for RWE AG in euros and dollars. The conversion of these statements to dollars is

made pursuant to Condition 27 of the Commission's Order dated December 20, 2002, in Case No. 2002-00317, and the converted statements should not be used for any other purpose.

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## CERTIFICATION

In conformity with paragraph 7 of the Commission's Order dated January 30, 2002, in Case No. 2002-00018, 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. 2002-00018 by electronic mail on March 28, 2003, that the electronic version of this pleading has been transmitted to the Commission, and that a copy has been served by mail upon:

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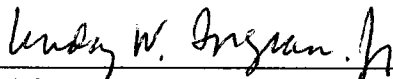
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and that the original and three copies have been filed with the Public Service Commission in paper medium on the 28th day of March, 2003.



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