

S T O L L | K E E N O N | & | P A R K | L L P

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LINDSEY INGRAM, JR.
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October 29, 2003

RECEIVED

OCT 29 2003

PUBLIC SERVICE
COMMISSION

Via Hand Delivery

Mr. Thomas Dorman
Executive Director
Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40601

RE: Case No. 2002-00277

Dear Tom:

I deliver herewith the original and three copies of Kentucky-American Water Company's Request for Commission approval of the payment of a dividend on common stock on December 15, 2003, pursuant to Condition 32 of the Order of December 20, 2002, in Case No. 2002-00317.

I herewith certify that an electronic version of the Request was filed with the Commission today and all parties were notified by electronic mail of that filing.

Very truly yours,

STOLL, KEENON & PARK, LLP

By



Lindsey W. Ingram, Jr.

/sl

Encs.

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Mr. Thomas Dorman
October 29, 2003
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cc w/enc.: David E. Spenard, Esq.
Dennis Howard, Esq.
Office of the Attorney General
Utility and Rate Intervention Division
1024 Capital Center Drive, Suite 200
Frankfort, Kentucky 40601

David J. Barberie, Esq.
Lexington-Fayette Urban Co. Gov't.
200 East Main Street
Lexington, Kentucky 40507

Anthony G. Martin, Esq.
325 Henry Clay Blvd.
Lexington, Kentucky 40502

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

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

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

RECEIVED
OCT 28 2003
P.S. 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**

REQUEST

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 15, 2003, in the amount of \$1,238,238.89. This dividend was declared on October 24, 2003 in conformity with the existing policy of the payment of 75% of earnings available for common dividends, and together with the common dividends paid on March 28, June 23, and September 22, 2003, collectively represents more than 5% of the retained earnings of Kentucky-American Water Company as of December 31, 2002.

Respectfully submitted,
John N. Hughes, Esq.
124 West Todd Street
Frankfort, Kentucky 40601

and

Lindsey W. Ingram, Jr., Esq.
Robert M. Watt, III, Esq.
STOLL, KEENON & PARK, LLP
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Lexington, Kentucky 40507
(859) 231-3000

BY: *Lindsey W. Ingram, Jr.*
Counsel for Kentucky-American Water Company,
Thames Water Aqua Holding GmbH, Thames
Water Aqua US Holdings, Inc., RWE AG and
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 October 29, 2003, 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.
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200 North Upper Street
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David Edward Spenard, Esq.
Assistant Attorneys General
1024 Capitol Center Drive, Suite 200
Frankfort, Kentucky 40601

and that the original and three copies have been filed with the Public Service Commission in paper medium on the 29th day of October, 2003.

BY: *Ludwig Ingram, Jr.*

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

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