THIS FILING IS	
Item 1: ☒ An Initial (Original) Submission	OR ☐ Resubmission No. ____

Form 1 Approved
OMB No.1902-0021
(Expires 12/31/2014)
Form 1-F Approved
OMB No.1902-0029
(Expires 12/31/2014)
Form 3-Q Approved
OMB No.1902-0205
(Expires 05/31/2014)

FERC FINANCIAL REPORT
FERC FORM No. 1: Annual Report of Major Electric Utilities, Licensees and Others and Supplemental Form 3-Q: Quarterly Financial Report

These reports are mandatory under the Federal Power Act, Sections 3, 4(a), 304 and 309, and 18 CFR 141.1 and 141.400. Failure to report may result in criminal fines, civil penalties and other sanctions as provided by law. The Federal Energy Regulatory Commission does not consider these reports to be of confidential nature

Exact Legal Name of Respondent (Company)	Year/Period of Report
Kentucky Utilities Company	End of 2011/Q4

ERNST & YOUNG

Ernst & Young LLP
Suite 2400
400 West Market Street
Louisville, KY 40202
Tel: +1 502 585 1400
Fax: +1 502 584 4221

REPORT OF INDEPENDENT AUDITORS

To the Board of Directors and Stockholder of Kentucky Utilities Company:

We have audited the accompanying regulatory-basis balance sheets of Kentucky Utilities Company as of December 31, 2011 and the related regulatory-basis statements of income, retained earnings and cash flows for the year then ended and the accompanying footnotes to the regulatory financial statements, included on pages 110 through 123.59 in the Federal Energy Regulatory Commission ("FERC") Form No. 1. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As described in Note 1, these financial statements were prepared in conformity with the accounting practices prescribed or permitted by the FERC as set forth in its applicable Uniform System of Accounts and published accounting releases, which is a comprehensive basis of accounting other than U.S. generally accepted accounting principles.

In our opinion, the financial statements referred to above present fairly, in all material respects, the assets, liabilities, and proprietary capital of Kentucky Utilities Company as of December 31, 2011 and its income and expenses and its cash flows for the year then ended, in conformity with accounting practices prescribed or permitted by the FERC.

This report is intended solely for the information and use of the Company and for filing with the FERC and is not intended to be and should not be used by anyone other than these specified parties.

Ernst & Young LLP

Louisville, Kentucky
April 17, 2012

INSTRUCTIONS FOR FILING FERC FORM NOS. 1 and 3-Q

GENERAL INFORMATION

I. Purpose

FERC Form No. 1 (FERC Form 1) is an annual regulatory requirement for Major electric utilities, licensees and others (18 C.F.R. § 141.1). FERC Form No. 3-Q (FERC Form 3-Q)is a quarterly regulatory requirement which supplements the annual financial reporting requirement (18 C.F.R. § 141.400). These reports are designed to collect financial and operational information from electric utilities, licensees and others subject to the jurisdiction of the Federal Energy Regulatory Commission. These reports are also considered to be non-confidential public use forms.

II. Who Must Submit

Each Major electric utility, licensee, or other, as classified in the Commission's Uniform System of Accounts Prescribed for Public Utilities and Licensees Subject To the Provisions of The Federal Power Act (18 C.F.R. Part 101), must submit FERC Form 1 (18 C.F.R. § 141.1), and FERC Form 3-Q (18 C.F.R. § 141.400).

Note: Major means having, in each of the three previous calendar years, sales or transmission service that exceeds one of the following:

(1) one million megawatt hours of total annual sales,
(2) 100 megawatt hours of annual sales for resale,
(3) 500 megawatt hours of annual power exchanges delivered, or
(4) 500 megawatt hours of annual wheeling for others (deliveries plus losses).

III. What and Where to Submit

(a) Submit FERC Forms 1 and 3-Q electronically through the forms submission software. Retain one copy of each report for your files. Any electronic submission must be created by using the forms submission software provided free by the Commission at its web site: http://www.ferc.gov/docs-filing/eforms/form-1/elec-subm-soft.asp. The software is used to submit the electronic filing to the Commission via the Internet.

(b) The Corporate Officer Certification must be submitted electronically as part of the FERC Forms 1 and 3-Q filings.

(c) Submit immediately upon publication, by either eFiling or mail, two (2) copies to the Secretary of the Commission, the latest Annual Report to Stockholders. Unless eFiling the Annual Report to Stockholders, mail the stockholders report to the Secretary of the Commission at:

Secretary
Federal Energy Regulatory Commission
888 First Street, NE
Washington, DC 20426

(d) For the CPA Certification Statement, submit within 30 days after filing the FERC Form 1, a letter or report (not applicable to filers classified as Class C or Class D prior to January 1, 1984). The CPA Certification Statement can be either eFiled or mailed to the Secretary of the Commission at the address above.

The CPA Certification Statement should:

a) Attest to the conformity, in all material aspects, of the below listed (schedules and pages) with the Commission's applicable Uniform System of Accounts (including applicable notes relating thereto and the Chief Accountant's published accounting releases), and

b) Be signed by independent certified public accountants or an independent licensed public accountant certified or licensed by a regulatory authority of a State or other political subdivision of the U. S. (See 18 C.F.R. §§ 41.10-41.12 for specific qualifications.)

Reference Schedules	Pages
Comparative Balance Sheet	110-113
Statement of Income	114-117
Statement of Retained Earnings	118-119
Statement of Cash Flows	120-121
Notes to Financial Statements	122-123

e) The following format must be used for the CPA Certification Statement unless unusual circumstances or conditions, explained in the letter or report, demand that it be varied. Insert parenthetical phrases only when exceptions are reported.

"In connection with our regular examination of the financial statements of _____ for the year ended on which we have reported separately under date of ___________ , we have also reviewed schedules ___________________of FERC Form No. 1 for the year filed with the Federal Energy Regulatory Commission, for conformity in all material respects with the requirements of the Federal Energy Regulatory Commission as set forth in its applicable Uniform System of Accounts and published accounting releases. Our review for this purpose included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

Based on our review, in our opinion the accompanying schedules identified in the preceding paragraph (except as noted below) conform in all material respects with the accounting requirements of the Federal Energy Regulatory Commission as set forth in its applicable Uniform System of Accounts and published accounting releases."

The letter or report must state which, if any, of the pages above do not conform to the Commission's requirements. Describe the discrepancies that exist.

(f) Filers are encouraged to file their Annual Report to Stockholders, and the CPA Certification Statement using eFiling. To further that effort, new selections, "Annual Report to Stockholders," and "CPA Certification Statement" have been added to the dropdown "pick list" from which companies must choose when eFiling. Further instructions are found on the Commission's website at http://www.ferc.gov/help/how-to.asp.

(g) Federal, State and Local Governments and other authorized users may obtain additional blank copies of FERC Form 1 and 3-Q free of charge from http://www.ferc.gov/docs-filing/eforms/form-1/form-1.pdf and http://www.ferc.gov/docs-filing/eforms.asp#3Q-gas .

IV. When to Submit:

FERC Forms 1 and 3-Q must be filed by the following schedule:

a) FERC Form 1 for each year ending December 31 must be filed by April 18th of the following year (18 CFR § 141.1), and

b) FERC Form 3-Q for each calendar quarter must be filed within 60 days after the reporting quarter (18 C.F.R. § 141.400).

V. Where to Send Comments on Public Reporting Burden.

The public reporting burden for the FERC Form 1 collection of information is estimated to average 1,144 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data-needed, and completing and reviewing the collection of information. The public reporting burden for the FERC Form 3-Q collection of information is estimated to average 150 hours per response.

Send comments regarding these burden estimates or any aspect of these collections of information, including suggestions for reducing burden, to the Federal Energy Regulatory Commission, 888 First Street NE, Washington, DC 20426 (Attention: Information Clearance Officer); and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503 (Attention: Desk Officer for the Federal Energy Regulatory Commission). No person shall be subject to any penalty if any collection of information does not display a valid control number (44 U.S.C. § 3512 (a)).

GENERAL INSTRUCTIONS

I. Prepare this report in conformity with the Uniform System of Accounts (18 CFR Part 101) (USofA). Interpret all accounting words and phrases in accordance with the USofA.

II. Enter in whole numbers (dollars or MWH) only, except where otherwise noted. (Enter cents for averages and figures per unit where cents are important. The truncating of cents is allowed except on the four basic financial statements where rounding is required.) The amounts shown on all supporting pages must agree with the amounts entered on the statements that they support. When applying thresholds to determine significance for reporting purposes, use for balance sheet accounts the balances at the end of the current reporting period, and use for statement of income accounts the current year's year to date amounts.

III Complete each question fully and accurately, even if it has been answered in a previous report. Enter the word "None" where it truly and completely states the fact.

IV. For any page(s) that is not applicable to the respondent, omit the page(s) and enter "NA," "NONE," or "Not Applicable" in column (d) on the List of Schedules, pages 2 and 3.

V. Enter the month, day, and year for all dates. Use customary abbreviations. **The "Date of Report" included in the header of each page is to be completed only for resubmissions** (see VII. below).

VI. Generally, except for certain schedules, all numbers, whether they are expected to be debits or credits, must be reported as positive. Numbers having a sign that is different from the expected sign must be reported by enclosing the numbers in parentheses.

VII For any resubmissions, submit the electronic filing using the form submission software only. Please explain the reason for the resubmission in a footnote to the data field.

VIII. Do not make references to reports of previous periods/years or to other reports in lieu of required entries, except as specifically authorized.

IX. Wherever (schedule) pages refer to figures from a previous period/year, the figures reported must be based upon those shown by the report of the previous period/year, or an appropriate explanation given as to why the different figures were used.

Definitions for statistical classifications used for completing schedules for transmission system reporting are as follows:

FNS - Firm Network Transmission Service for Self. "Firm" means service that can not be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. "Network Service" is Network Transmission Service as described in Order No. 888 and the Open Access Transmission Tariff. "Self" means the respondent.

FNO - Firm Network Service for Others. "Firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. "Network Service" is Network Transmission Service as described in Order No. 888 and the Open Access Transmission Tariff.

LFP - for Long-Term Firm Point-to-Point Transmission Reservations. "Long-Term" means one year or longer and" firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. "Point-to-Point Transmission Reservations" are described in Order No. 888 and the Open Access Transmission Tariff. For all transactions identified as LFP, provide in a footnote the

termination date of the contract defined as the earliest date either buyer or seller can unilaterally cancel the contract.

OLF - Other Long-Term Firm Transmission Service. Report service provided under contracts which do not conform to the terms of the Open Access Transmission Tariff. "Long-Term" means one year or longer and “firm” means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. For all transactions identified as OLF, provide in a footnote the termination date of the contract defined as the earliest date either buyer or seller can unilaterally get out of the contract.

SFP - Short-Term Firm Point-to-Point Transmission Reservations. Use this classification for all firm point-to-point transmission reservations, where the duration of each period of reservation is less than one-year.

NF - Non-Firm Transmission Service, where firm means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions.

OS - Other Transmission Service. Use this classification only for those services which can not be placed in the above-mentioned classifications, such as all other service regardless of the length of the contract and service FERC Form. Describe the type of service in a footnote for each entry.

AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment.

DEFINITIONS

I. Commission Authorization (Comm. Auth.) -- The authorization of the Federal Energy Regulatory Commission, or any other Commission. Name the commission whose authorization was obtained and give date of the authorization.

II. Respondent -- The person, corporation, licensee, agency, authority, or other Legal entity or instrumentality in whose behalf the report is made.

EXCERPTS FROM THE LAW

Federal Power Act, 16 U.S.C. § 791a-825r

Sec. 3. The words defined in this section shall have the following meanings for purposes of this Act, to with:

(3) ’Corporation' means any corporation, joint-stock company, partnership, association, business trust, organized group of persons, whether incorporated or not, or a receiver or receivers, trustee or trustees of any of the foregoing. It shall not include 'municipalities, as hereinafter defined;

(4) 'Person' means an individual or a corporation;

(5) 'Licensee, means any person, State, or municipality Licensed under the provisions of section 4 of this Act, and any assignee or successor in interest thereof;

(7) 'municipality means a city, county, irrigation district, drainage district, or other political subdivision or agency of a State competent under the Laws thereof to carry and the business of developing, transmitting, unitizing, or distributing power; ......

(11) "project' means. a complete unit of improvement or development, consisting of a power house, all water conduits, all dams and appurtenant works and structures (including navigation structures) which are a part of said unit, and all storage, diverting, or fore bay reservoirs directly connected therewith, the primary line or lines transmitting power there from to the point of junction with the distribution system or with the interconnected primary transmission system, all miscellaneous structures used and useful in connection with said unit or any part thereof, and all water rights, rights-of-way, ditches, dams, reservoirs, Lands, or interest in Lands the use and occupancy of which are necessary or appropriate in the maintenance and operation of such unit;

"Sec. 4. The Commission is hereby authorized and empowered

(a) To make investigations and to collect and record data concerning the utilization of the water 'resources of any region to be developed, the water-power industry and its relation to other industries and to interstate or foreign commerce, and concerning the location, capacity, development -costs, and relation to markets of power sites; ... to the extent the Commission may deem necessary or useful for the purposes of this Act."

"Sec. 304. (a) Every Licensee and every public utility shall file with the Commission such annual and other periodic or special* reports as the Commission may be rules and regulations or other prescribe as necessary or appropriate to assist the Commission in the -proper administration of this Act. The Commission may prescribe the manner and FERC Form in which such reports salt be made, and require from such persons specific answers to all questions upon which the Commission may need information. The Commission may require that such reports shall include, among other things, full information as to assets and Liabilities, capitalization, net investment, and reduction thereof, gross receipts, interest due and paid, depreciation, and other reserves, cost of project and other facilities, cost of maintenance and operation of the project and other facilities, cost of renewals and replacement of the project works and other facilities, depreciation, generation, transmission, distribution, delivery, use, and sale of electric energy. The Commission may require any such person to make adequate provision for currently determining such costs and other facts. Such reports shall be made under oath unless the Commission otherwise specifies*.10

"Sec. 309. The Commission shall have power to perform any and all acts, and to prescribe, issue, make, and rescind such orders, rules and regulations as it may find necessary or appropriate to carry out the provisions of this Act. Among other things, such rules and regulations may define accounting, technical, and trade terms used in this Act; and may prescribe the FERC Form or FERC Forms of all statements, declarations, applications, and reports to be filed with the Commission, the information which they shall contain, and the time within which they shall be field..."

General Penalties

The Commission may assess up to $1 million per day per violation of its rules and regulations. *See* FPA § 316(a) (2005), 16 U.S.C. § 825o(a).

FERC FORM NO. 1/3-Q:
REPORT OF MAJOR ELECTRIC UTILITIES, LICENSEES AND OTHER

IDENTIFICATION

01 Exact Legal Name of Respondent Kentucky Utilities Company	02 Year/Period of Report End of 2011/Q4
03 Previous Name and Date of Change *(if name changed during year)* / /	
04 Address of Principal Office at End of Period *(Street, City, State, Zip Code)* 220 West Main Street, P.O. Box 32030, Louisville, KY 40202	
05 Name of Contact Person Eric Raible	06 Title of Contact Person Mgr- Regulatory Acct & Reprt
07 Address of Contact Person *(Street, City, State, Zip Code)* 220 West Main Street, P.O. Box 32030, Louisville, KY 40232	

08 Telephone of Contact Person,*Including Area Code* (502) 627-3426	09 This Report Is (1) [X] An Original (2) [ ] A Resubmission	10 Date of Report *(Mo, Da, Yr)* / /

ANNUAL CORPORATE OFFICER CERTIFICATION

The undersigned officer certifies that:

I have examined this report and to the best of my knowledge, information, and belief all statements of fact contained in this report are correct statements of the business affairs of the respondent and the financial statements, and other financial information contained in this report, conform in all material respects to the Uniform System of Accounts.

01 Name Kent W. Blake 02 Title Chief Financial Officer	03 Signature Kent W. Blake	04 Date Signed *(Mo, Da, Yr)* 04/17/2012

Title 18, U.S.C. 1001 makes it a crime for any person to knowingly and willingly to make to any Agency or Department of the United States any false, fictitious or fraudulent statements as to any matter within its jurisdiction.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

LIST OF SCHEDULES (Electric Utility)

Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".

Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)
1	General Information	101	
2	Control Over Respondent	102	
3	Corporations Controlled by Respondent	103	None
4	Officers	104	
5	Directors	105	
6	Information on Formula Rates	106(a)(b)	
7	Important Changes During the Year	108-109	
8	Comparative Balance Sheet	110-113	
9	Statement of Income for the Year	114-117	
10	Statement of Retained Earnings for the Year	118-119	
11	Statement of Cash Flows	120-121	
12	Notes to Financial Statements	122-123	
13	Statement of Accum Comp Income, Comp Income, and Hedging Activities	122(a)(b)	
14	Summary of Utility Plant & Accumulated Provisions for Dep, Amort & Dep	200-201	
15	Nuclear Fuel Materials	202-203	None
16	Electric Plant in Service	204-207	
17	Electric Plant Leased to Others	213	None
18	Electric Plant Held for Future Use	214	
19	Construction Work in Progress-Electric	216	
20	Accumulated Provision for Depreciation of Electric Utility Plant	219	
21	Investment of Subsidiary Companies	224-225	
22	Materials and Supplies	227	
23	Allowances	228(ab)-229(ab)	
24	Extraordinary Property Losses	230	None
25	Unrecovered Plant and Regulatory Study Costs	230	None
26	Transmission Service and Generation Interconnection Study Costs	231	None
27	Other Regulatory Assets	232	
28	Miscellaneous Deferred Debits	233	
29	Accumulated Deferred Income Taxes	234	
30	Capital Stock	250-251	
31	Other Paid-in Capital	253	
32	Capital Stock Expense	254	
33	Long-Term Debt	256-257	
34	Reconciliation of Reported Net Income with Taxable Inc for Fed Inc Tax	261	
35	Taxes Accrued, Prepaid and Charged During the Year	262-263	
36	Accumulated Deferred Investment Tax Credits	266-267	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

LIST OF SCHEDULES (Electric Utility) (continued)

Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".

Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)
37	Other Deferred Credits	269	
38	Accumulated Deferred Income Taxes-Accelerated Amortization Property	272-273	None
39	Accumulated Deferred Income Taxes-Other Property	274-275	
40	Accumulated Deferred Income Taxes-Other	276-277	
41	Other Regulatory Liabilities	278	
42	Electric Operating Revenues	300-301	
43	Sales of Electricity by Rate Schedules	304	
44	Sales for Resale	310-311	
45	Electric Operation and Maintenance Expenses	320-323	
46	Purchased Power	326-327	
47	Transmission of Electricity for Others	328-330	
48	Transmission of Electricity by ISO/RTOs	331	None
49	Transmission of Electricity by Others	332	
50	Miscellaneous General Expenses-Electric	335	
51	Depreciation and Amortization of Electric Plant	336-337	
52	Regulatory Commission Expenses	350-351	
53	Research, Development and Demonstration Activities	352-353	
54	Distribution of Salaries and Wages	354-355	
55	Common Utility Plant and Expenses	356	None
56	Amounts included in ISO/RTO Settlement Statements	397	
57	Purchase and Sale of Ancillary Services	398	
58	Monthly Transmission System Peak Load	400	
59	Monthly ISO/RTO Transmission System Peak Load	400a	None
60	Electric Energy Account	401	
61	Monthly Peaks and Output	401	
62	Steam Electric Generating Plant Statistics	402-403	
63	Hydroelectric Generating Plant Statistics	406-407	
64	Pumped Storage Generating Plant Statistics	408-409	None
65	Generating Plant Statistics Pages	410-411	None
66	Transmission Line Statistics Pages	422-423	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

LIST OF SCHEDULES (Electric Utility) (continued)

Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".

Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)
67	Transmission Lines Added During the Year	424-425	
68	Substations	426-427	
69	Transactions with Associated (Affiliated) Companies	429	
70	Footnote Data	450	
	Stockholders' Reports Check appropriate box: [ ] Two copies will be submitted [X] No annual report to stockholders is prepared		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

GENERAL INFORMATION

1. Provide name and title of officer having custody of the general corporate books of account and address of office where the general corporate books are kept, and address of office where any other corporate books of account are kept, if different from that where the general corporate books are kept.

Kent Blake, Chief Financial Officer
220 West Main Street
Louisville, KY 40202

2. Provide the name of the State under the laws of which respondent is incorporated, and date of incorporation. If incorporated under a special law, give reference to such law. If not incorporated, state that fact and give the type of organization and the date organized.

Kentucky August 17, 1912
Virginia December 1, 1991

3. If at any time during the year the property of respondent was held by a receiver or trustee, give (a) name of receiver or trustee, (b) date such receiver or trustee took possession, (c) the authority by which the receivership or trusteeship was created, and (d) date when possession by receiver or trustee ceased.

Not Applicable

4. State the classes or utility and other services furnished by respondent during the year in each State in which the respondent operated.

Respondent furnishes electric services in Kentucky, Virginia, and Tennessee.

5. Have you engaged as the principal accountant to audit your financial statements an accountant who is not the principal accountant for your previous year's certified financial statements?

(1) [X] Yes...Enter the date when such independent accountant was initially engaged: 02/23/2011
(2) [ ] No

Name of Respondent	This Report Is:	Date of Report *(Mo, Da, Yr)*	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

CONTROL OVER RESPONDENT

1. If any corporation, business trust, or similar organization or a combination of such organizations jointly held control over the repondent at the end of the year, state name of controlling corporation or organization, manner in which control was held, and extent of control. If control was in a holding company organization, show the chain of ownership or control to the main parent company or organization. If control was held by a trustee(s), state name of trustee(s), name of beneficiary or beneficiearies for whom trust was maintained, and purpose of the trust.

Kentucky Utilities Company (KU) is a wholly-owned subsidiary of LG&E and KU Energy LLC. LG&E and KU Energy LLC is a wholly-owned subsidiary of PPL Corporation, based in Allentown, PA.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

CORPORATIONS CONTROLLED BY RESPONDENT

1. Report below the names of all corporations, business trusts, and similar organizations, controlled directly or indirectly by respondent at any time during the year. If control ceased prior to end of year, give particulars (details) in a footnote.
2. If control was by other means than a direct holding of voting rights, state in a footnote the manner in which control was held, naming any intermediaries involved.
3. If control was held jointly with one or more other interests, state the fact in a footnote and name the other interests.

Definitions
1. See the Uniform System of Accounts for a definition of control.
2. Direct control is that which is exercised without interposition of an intermediary.
3. Indirect control is that which is exercised by the interposition of an intermediary which exercises direct control.
4. Joint control is that in which neither interest can effectively control or direct action without the consent of the other, as where the voting control is equally divided between two holders, or each party holds a veto power over the other. Joint control may exist by mutual agreement or understanding between two or more parties who together have control within the meaning of the definition of control in the Uniform System of Accounts, regardless of the relative voting rights of each party.

Line No.	Name of Company Controlled (a)	Kind of Business (b)	Percent Voting Stock Owned (c)	Footnote Ref. (d)
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

OFFICERS

1. Report below the name, title and salary for each executive officer whose salary is $50,000 or more. An "executive officer" of a respondent includes its president, secretary, treasurer, and vice president in charge of a principal business unit, division or function (such as sales, administration or finance), and any other person who performs similar policy making functions.
2. If a change was made during the year in the incumbent of any position, show name and total remuneration of the previous incumbent, and the date the change in incumbency was made.

Line No.	Title (a)	Name of Officer (b)	Salary for Year (c)
1	CURRENT OFFICERS AT DECEMBER 31, 2011		
2	Chairman of the Board, President and		
3	Chief Executive Officer	Victor A. Staffieri	
4	Executive Vice President, General Counsel,		
5	Corporate Secretary and Chief Compliance Officer	John R. McCall	
6	Senior Vice President - Energy Delivery	Chris Hermann	
7	Chief Financial Officer	S. Bradford Rives	
8	Senior Vice President - Energy Services	Paul W. Thompson	
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			
26			
27			
28			
29			
30			
31			
32			
33			
34			
35			
36			
37			
38			
39			
40			
41			
42			
43			
44			

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 104 Line No.: 3 Column: c

Officers are employed by LG&E and KU Services Company. Amounts shown reflect the portion of their salary allocated to KU.

Schedule Page: 104 Line No.: 5 Column: b

John R. McCall's title changed to Executive Vice President, effective March 19, 2012.

Schedule Page: 104 Line No.: 7 Column: b

S. Bradford Rives was named Chief Administrative Officer and Kent W. Blake was named Chief Financial Officer effective February 1, 2012.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

DIRECTORS

1. Report below the information called for concerning each director of the respondent who held office at any time during the year. Include in column (a), abbreviated titles of the directors who are officers of the respondent.
2. Designate members of the Executive Committee by a triple asterisk and the Chairman of the Executive Committee by a double asterisk.

Line No.	Name (and Title) of Director (a)	Principal Business Address (b)
1	CURRENT BOARD OF DIRECTORS AT DECEMBER 31, 2011	
2		
3	Victor A. Staffieri, Chairman of the Board, President	
4	and Chief Executive Officer	220 West Main Street, Louisville, KY 40202
5	John R. McCall, EVP, General Counsel, Corporate	
6	Secretary and Chief Compliance Officer	220 West Main Street, Louisville, KY 40202
7	S. Bradford Rives, Chief Financial Officer	220 West Main Street, Louisville, KY 40202
8	Chris Hermann, SVP - Energy Delivery	220 West Main Street, Louisville, KY 40202
9	Paul W. Thompson, SVP - Energy Services	220 West Main Street, Louisville, KY 40202
10	Paul A. Farr, EVP and Chief Financial Officer of PPL	2 North Ninth Street, Allentown, PA 18101
11	William H. Spence, Chief Executive Officer of PPL	2 North Ninth Street, Allentown, PA 18101
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		
42		
43		
44		
45		
46		
47		
48		

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 105 Line No.: 11 Column: a

William H. Spence was named Chief Executive Officer of PPL in November 2011. He previously held the position of Executive Vice President and Chief Operating Officer of PPL.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

INFORMATION ON FORMULA RATES
FERC Rate Schedule/Tariff Number FERC Proceeding

Does the respondent have formula rates? [X] Yes [ ] No

1. Please list the Commission accepted formula rates including FERC Rate Schedule or Tariff Number and FERC proceeding (i.e. Docket No) accepting the rate(s) or changes in the accepted rate.

Line No.	FERC Rate Schedule or Tariff Number	FERC Proceeding
1	Various	
2	Open Access Transmission Tariff (OATT)	
3	Attachment O	Docket No. ER11-2955
4		
5	OATT Schedule 1	Docket No. ER10-1509
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 106 Line No.: 1 Column: a

Municipal	**Rate Schedule No. for Amended Agreement as Filed 4/30/09**
Barbourville	3rd Rev. 184
Bardstown	3rd Rev. 185
Bardwell	3rd Rev. 186
Benham	3rd Rev. 187
Berea	2nd Rev. 197
Corbin	3rd Rev. 188
Falmouth	3rd Rev. 189
Frankfort	3rd Rev. 190
Madisonville	3rd Rev. 161
Nicholasville	3rd Rev. 157
Paris	3rd Rev. 83
Providence	4th Rev. 195

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

INFORMATION ON FORMULA RATES
FERC Rate Schedule/Tariff Number FERC Proceeding

Does the respondent file with the Commission annual (or more frequent) filings containing the inputs to the formula rate(s)?

[X] Yes
[ ] No

2. If yes, provide a listing of such filings as contained on the Commission's eLibrary website

Line No.	Accession No.	Document Date \ Filed Date	Docket No.	Description	Formula Rate FERC Rate Schedule Number or Tariff Number
1	20110502-5547	05/02/2011	ER08-1588	Annual Updates to Generation	Various
2				Formula Rates	
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46					

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

INFORMATION ON FORMULA RATES
Formula Rate Variances

1. If a respondent does not submit such filings then indicate in a footnote to the applicable Form 1 schedule where formula rate inputs differ from amounts reported in the Form 1.
2. The footnote should provide a narrative description explaining how the "rate" (or billing) was derived if different from the reported amount in the Form 1.
3. The footnote should explain amounts excluded from the ratebase or where labor or other allocation factors, operating expenses, or other items impacting formula rate inputs differ from amounts reported in Form 1 schedule amounts.
4. Where the Commission has provided guidance on formula rate inputs, the specific proceeding should be noted in the footnote.

Line No.	Page No(s).	Schedule	Column	Line No
1	Not Applicable			
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42				
43				
44				

Name of Respondent	This Report Is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

IMPORTANT CHANGES DURING THE QUARTER/YEAR

Give particulars (details) concerning the matters indicated below. Make the statements explicit and precise, and number them in accordance with the inquiries. Each inquiry should be answered. Enter "none," "not applicable," or "NA" where applicable. If information which answers an inquiry is given elsewhere in the report, make a reference to the schedule in which it appears.

1. Changes in and important additions to franchise rights: Describe the actual consideration given therefore and state from whom the franchise rights were acquired. If acquired without the payment of consideration, state that fact.
2. Acquisition of ownership in other companies by reorganization, merger, or consolidation with other companies: Give names of companies involved, particulars concerning the transactions, name of the Commission authorizing the transaction, and reference to Commission authorization.
3. Purchase or sale of an operating unit or system: Give a brief description of the property, and of the transactions relating thereto, and reference to Commission authorization, if any was required. Give date journal entries called for by the Uniform System of Accounts were submitted to the Commission.
4. Important leaseholds (other than leaseholds for natural gas lands) that have been acquired or given, assigned or surrendered: Give effective dates, lengths of terms, names of parties, rents, and other condition. State name of Commission authorizing lease and give reference to such authorization.
5. Important extension or reduction of transmission or distribution system: State territory added or relinquished and date operations began or ceased and give reference to Commission authorization, if any was required. State also the approximate number of customers added or lost and approximate annual revenues of each class of service. Each natural gas company must also state major new continuing sources of gas made available to it from purchases, development, purchase contract or otherwise, giving location and approximate total gas volumes available, period of contracts, and other parties to any such arrangements, etc.
6. Obligations incurred as a result of issuance of securities or assumption of liabilities or guarantees including issuance of short-term debt and commercial paper having a maturity of one year or less. Give reference to FERC or State Commission authorization, as appropriate, and the amount of obligation or guarantee.
7. Changes in articles of incorporation or amendments to charter: Explain the nature and purpose of such changes or amendments.
8. State the estimated annual effect and nature of any important wage scale changes during the year.
9. State briefly the status of any materially important legal proceedings pending at the end of the year, and the results of any such proceedings culminated during the year.
10. Describe briefly any materially important transactions of the respondent not disclosed elsewhere in this report in which an officer, director, security holder reported on Page 104 or 105 of the Annual Report Form No. 1, voting trustee, associated company or known associate of any of these persons was a party or in which any such person had a material interest.
11. (Reserved.)
12. If the important changes during the year relating to the respondent company appearing in the annual report to stockholders are applicable in every respect and furnish the data required by Instructions 1 to 11 above, such notes may be included on this page.
13. Describe fully any changes in officers, directors, major security holders and voting powers of the respondent that may have occurred during the reporting period.
14. In the event that the respondent participates in a cash management program(s) and its proprietary capital ratio is less than 30 percent please describe the significant events or transactions causing the proprietary capital ratio to be less than 30 percent, and the extent to which the respondent has amounts loaned or money advanced to its parent, subsidiary, or affiliated companies through a cash management program(s). Additionally, please describe plans, if any to regain at least a 30 percent proprietary ratio.

PAGE 108 INTENTIONALLY LEFT BLANK
SEE PAGE 109 FOR REQUIRED INFORMATION.

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	(Mo, Da, Yr) / /	2011/Q4

IMPORTANT CHANGES DURING THE QUARTER/YEAR (Continued)

1. None.

2. None.

3. During November 2010, Kentucky Utilities Company (“KU”) transferred 149 railcars owned by KU to Trinity Industries Leasing Company as part of a lease transaction under which KU is leasing 150 new aluminum railcars. The railcars had an original value of $7,296,251 and a net book value of $1,258,141. KU received a trade-in allowance for the railcars of $774,800. KU has classified this trade-in allowance as prepaid rent as it will reduce the monthly lease payments over the life of the lease by this amount. KU will recognize a loss of $483,341, which is the difference between the net book value of the existing railcars and the trade-in allowance given by the lessor. This loss was recorded in Plant Account 102 (Electric Plant Purchased or Sold). The journal entries for this transaction were filed with the FERC on April 11, 2011.

   In September 2011, KU and Louisville Gas and Electric Company ("LG&E") entered into an agreement with Bluegrass Generation Company, L.L.C. for the purchase of three existing natural gas simple cycle combustion turbine units in LaGrange, Kentucky, aggregating approximately 495 MW, plus certain associated assets for a purchase price of $110 million. KU and LG&E will jointly acquire the assets as tenants in common, with KU and LG&E having 31% and 69% respective undivided interests. The purchase is subject to receipt of approvals from the Kentucky Public Service Commission, the Virginia Commission, the FERC, and other conditions. On November 14, 2011, a FERC application was submitted in Docket No.EC12-29, including draft accounting entries.

4. None of a material nature.

5. In 2011, 1.69 miles of transmission lines went into service. As these were interconnect transmission lines, no customers were added.

6. KU received FERC authorization in FERC Docket No. ES11-48-000 for up to $500 million in short-term debt through November 30, 2013. KU's money pool balance was zero and $10 million at December 31, 2011, and December 31, 2010, respectively.

   On November 1, 2010, KU entered into a new $400 million revolving credit facility maturing December 31, 2014. In October 2011, KU amended its syndicated credit facility. The amendment includes extending the expiration date from December 2014 to October 2016. Under this facility, KU continues to have the ability to make cash borrowings and to request the lenders to issue letters of credit. The facility is consistent with the above FERC authorization and was approved by the Kentucky Commission Order, Case No. 2010-00206, on September 30, 2010, by the Virginia Commission on October 19, 2010, in Case No. PUE-2010-00094 and Case No. PUE-2010-00130, and by the Tennessee Regulatory Authority on October 21, 2010 in Docket No. 10-00119. There was no balance outstanding under this facility at December 31, 2011, and December 31, 2010 although letters of credit totaling $198 million were issued under the facility at December 31, 2010.

   In April 2011, KU entered into a new letter of credit facility totaling approximately $198 million.

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

IMPORTANT CHANGES DURING THE QUARTER/YEAR (Continued)

Letters of credit totaling $198 million were outstanding under this facility at December 31, 2011. These letters of credit replaced prior letters of credit of the same amount issued under the revolving credit facility described above. The facility is consistent with the above FERC authorization and was approved by the Kentucky Commission Order, Case No. 2008-00309 on September 16, 2008, by the Virginia Commission on August 29, 2008, in Case No. PUE-2008-00077, and by the Tennessee Regulatory Authority on September 15, 2008 in Docket No. 08-00144.

7. None.

8. During the first quarter of 2011, exempt and non exempt employees received routine wage increases in accordance with annual salary reviews. During July 2011, KU hourly employees and employees represented by an USWA Local 9447 and by IBEW Local 2100 received a routine wage increase as a result of separate contract negotiations**.**

9. See Notes 4 and 11 of Notes to Financial Statements.

10. None.

11. N/A

12. See attached Notes to Financial Statements.

13. Edwin R. Staton was named Vice President of Transmission effective March 28, 2011. Brad Rives was named Chief Administrative Officer and Kent Blake was named Chief Financial Officer effective February 1, 2012. John R. McCall's title was changed to Executive Vice President and Gerald Reynolds was named General Counsel, Corporate Secretary and Chief Compliance Officer effective March 19, 2012.

14. KU is a participant in a cash pooling arrangement, but its proprietary capital ratio is above 30 percent.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
1	**UTILITY PLANT**			
2	Utility Plant (101-106, 114)	200-201	6,443,488,241	5,542,351,018
3	Construction Work in Progress (107)	200-201	339,711,432	954,430,277
4	TOTAL Utility Plant (Enter Total of lines 2 and 3)		6,783,199,673	6,496,781,295
5	(Less) Accum. Prov. for Depr. Amort. Depl. (108, 110, 111, 115)	200-201	2,395,037,773	2,261,926,782
6	Net Utility Plant (Enter Total of line 4 less 5)		4,388,161,900	4,234,854,513
7	Nuclear Fuel in Process of Ref., Conv.,Enrich., and Fab. (120.1)	202-203	0	0
8	Nuclear Fuel Materials and Assemblies-Stock Account (120.2)		0	0
9	Nuclear Fuel Assemblies in Reactor (120.3)		0	0
10	Spent Nuclear Fuel (120.4)		0	0
11	Nuclear Fuel Under Capital Leases (120.6)		0	0
12	(Less) Accum. Prov. for Amort. of Nucl. Fuel Assemblies (120.5)	202-203	0	0
13	Net Nuclear Fuel (Enter Total of lines 7-11 less 12)		0	0
14	Net Utility Plant (Enter Total of lines 6 and 13)		4,388,161,900	4,234,854,513
15	Utility Plant Adjustments (116)		0	0
16	Gas Stored Underground - Noncurrent (117)		0	0
17	**OTHER PROPERTY AND INVESTMENTS**			
18	Nonutility Property (121)		179,121	179,121
19	(Less) Accum. Prov. for Depr. and Amort. (122)		0	0
20	Investments in Associated Companies (123)		0	0
21	Investment in Subsidiary Companies (123.1)	224-225	30,566,563	30,289,224
22	(For Cost of Account 123.1, See Footnote Page 224, line 42)			
23	Noncurrent Portion of Allowances	228-229	0	0
24	Other Investments (124)		0	0
25	Sinking Funds (125)		0	0
26	Depreciation Fund (126)		0	0
27	Amortization Fund - Federal (127)		0	0
28	Other Special Funds (128)		0	0
29	Special Funds (Non Major Only) (129)		0	0
30	Long-Term Portion of Derivative Assets (175)		0	1,564
31	Long-Term Portion of Derivative Assets – Hedges (176)		0	0
32	TOTAL Other Property and Investments (Lines 18-21 and 23-31)		30,745,684	30,469,909
33	**CURRENT AND ACCRUED ASSETS**			
34	Cash and Working Funds (Non-major Only) (130)		0	0
35	Cash (131)		31,096,140	3,132,600
36	Special Deposits (132-134)		45,500	418,600
37	Working Fund (135)		39,030	39,025
38	Temporary Cash Investments (136)		43,674	200,847
39	Notes Receivable (141)		0	0
40	Customer Accounts Receivable (142)		71,373,905	87,296,102
41	Other Accounts Receivable (143)		13,700,580	28,510,674
42	(Less) Accum. Prov. for Uncollectible Acct.-Credit (144)		2,004,312	6,041,458
43	Notes Receivable from Associated Companies (145)		0	0
44	Accounts Receivable from Assoc. Companies (146)		39,616	11,996,433
45	Fuel Stock (151)	227	96,745,429	94,898,528
46	Fuel Stock Expenses Undistributed (152)	227	0	0
47	Residuals (Elec) and Extracted Products (153)	227	0	0
48	Plant Materials and Operating Supplies (154)	227	34,036,932	32,560,243
49	Merchandise (155)	227	0	0
50	Other Materials and Supplies (156)	227	0	0
51	Nuclear Materials Held for Sale (157)	202-203/227	0	0
52	Allowances (158.1 and 158.2)	228-229	450,462	566,579

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)(Continued)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
53	(Less) Noncurrent Portion of Allowances		0	0
54	Stores Expense Undistributed (163)	227	9,914,010	8,854,899
55	Gas Stored Underground - Current (164.1)		0	0
56	Liquefied Natural Gas Stored and Held for Processing (164.2-164.3)		0	0
57	Prepayments (165)		7,285,321	8,173,725
58	Advances for Gas (166-167)		0	0
59	Interest and Dividends Receivable (171)		21,219	21,219
60	Rents Receivable (172)		0	0
61	Accrued Utility Revenues (173)		81,180,950	88,688,000
62	Miscellaneous Current and Accrued Assets (174)		0	0
63	Derivative Instrument Assets (175)		0	20,501
64	(Less) Long-Term Portion of Derivative Instrument Assets (175)		0	1,564
65	Derivative Instrument Assets - Hedges (176)		0	0
66	(Less) Long-Term Portion of Derivative Instrument Assets - Hedges (176		0	0
67	Total Current and Accrued Assets (Lines 34 through 66)		343,968,456	359,334,953
68	**DEFERRED DEBITS**			
69	Unamortized Debt Expenses (181)		17,191,160	16,587,219
70	Extraordinary Property Losses (182.1)	230a	0	0
71	Unrecovered Plant and Regulatory Study Costs (182.2)	230b	0	0
72	Other Regulatory Assets (182.3)	232	280,059,195	231,807,962
73	Prelim. Survey and Investigation Charges (Electric) (183)		4,051,457	3,594,690
74	Preliminary Natural Gas Survey and Investigation Charges 183.1)		0	0
75	Other Preliminary Survey and Investigation Charges (183.2)		0	0
76	Clearing Accounts (184)		0	5,281
77	Temporary Facilities (185)		0	0
78	Miscellaneous Deferred Debits (186)	233	788,507,896	834,531,734
79	Def. Losses from Disposition of Utility Plt. (187)		0	0
80	Research, Devel. and Demonstration Expend. (188)	352-353	0	0
81	Unamortized Loss on Reaquired Debt (189)		11,775,117	12,380,090
82	Accumulated Deferred Income Taxes (190)	234	144,267,426	115,372,945
83	Unrecovered Purchased Gas Costs (191)		0	0
84	Total Deferred Debits (lines 69 through 83)		1,245,852,251	1,214,279,921
85	TOTAL ASSETS (lines 14-16, 32, 67, and 84)		6,008,728,291	5,838,939,296

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 110 Line No.: 2 Column: c

This Form 1 is filed reflecting purchase accounting consistent with final accounting entries approved on October 14, 2011, in Docket No. AC11-83-000.

Schedule Page: 110 Line No.: 2 Column: d

The majority of the note below provides a summary of all the purchase accounting included in the financial statements for Kentucky Utilities Company ("KU"). These descriptions are provided as early as possible in this document as these descriptions relate to many separate disclosures of purchase accounting adjustments and are intended to prevent repetition throughout the document.

On November 1, 2010, PPL Corporation ("PPL") completed its acquisition of LG&E and KU Energy LLC (“LKE”) and its subsidiaries. The push-down basis of accounting was used to record the fair value adjustments of assets and liabilities on LKE at the acquisition date. PPL paid a cash consideration for LKE and its subsidiaries of $2,493 million as well as a capital contribution on November 1, 2010, of $1,565 million; included within this transaction was the consideration paid for KU of $2,656 million. The allocation of the KU purchase price was based on the fair value of assets acquired and liabilities assumed.

The allocation of the purchase price to the fair value of assets acquired and liabilities assumed is as follows (in millions):

Current assets	$ 364
Investments	30
Property, plant and equipment	4,531
Other intangible assets	178
Regulatory and other non-current assets	274
Current liabilities (excluding current portion of long-term debt)	(367)
Affiliated debt	(1,331)
Debt (current and non-current)	(352)
Other non-current liabilities	(1,278)
Net identifiable assets acquired	2,049
Goodwill	607
Total purchase price	$ 2,656

Goodwill represents value paid for the rate regulated business of KU, which is located in a defined service area with a constructive regulatory environment, which provides for future investment, earnings and cash flow growth, as well as the assembled workforce. KU’s franchise values are being attributed to the going concern value of the business, and thus were recorded as goodwill rather than a separately identifiable intangible asset. None of the goodwill recognized is deductible for income tax purposes or included in regulated customer rates.

Adjustments to KU’s assets and liabilities that contributed to goodwill were as follows:

The fair value adjustment on the EEI investment was calculated using the discounted cash flow valuation method. The result was an increase in KU’s value of the investment in EEI; the fair value of EEI was calculated to be $30 million and a fair value adjustment of $18 million was recorded on KU. The fair value adjustment to EEI is amortized over the expected remaining useful life of plant and equipment at EEI, which is estimated to be over 20 years.

The pollution control bonds had a fair value adjustment of $1 million. All variable bonds were valued at par while the fixed rate bonds were valued with a yield curve based on average credit spreads for similar bonds.

As a result of the purchase accounting associated with the acquisition, the following items had a fair value adjustment but no effect on goodwill as the offset was either a

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

regulatory asset or liability. The regulatory asset or liability has been recorded to eliminate any ratemaking impact of the fair value adjustments:

> The value of OVEC was determined to be $39 million based upon an announced transaction by another owner. KU's stock was valued at less than $1 million and the power purchase agreement has been valued at $39 million. An intangible asset was recorded with the offset to regulatory liability and will be amortized using the units of production method until March 2026, the end of the purchase agreement at the time of the acquisition.
> KU recorded an emission allowance intangible asset and regulatory liability as the result of adjusting the fair value of the emission allowances at KU. The emission allowance fair value of $9 million represents allocated and purchased SO_2 and NOx emission allowances that are unused as of the valuation date or allocated for use in future years. KU had previously recorded emission allowances as other materials and supplies. The emission allowance fair value adjustment is amortized as the emission allowances are consumed, which is expected to occur through 2040.
> KU recorded a coal contract intangible asset of $145 million and non-current liability of $22 million on the Balance Sheet. An offsetting regulatory asset was recorded for those contracts with unfavorable terms relative to market. An offsetting regulatory liability was recorded for those contracts that had favorable terms relative to market. All coal contracts held by KU, wherein it had entered into arrangements to buy amounts of coal at fixed prices from counterparties at a future date, were fair valued. The intangible assets and other liabilities, as well as the regulatory assets and liabilities, are being amortized over the same terms as the related contracts, which expire through 2016.

The fair value of intangible assets and liabilities (e.g. contracts that have favorable or unfavorable terms relative to market), including coal contracts and power purchase agreements, as well as emission allowances, have been reflected on the Balance Sheet with offsetting regulatory assets or liabilities. Prior to the acquisition, KU recovered the cost of the coal contracts, power purchases and emission allowances and this rate treatment will continue after the acquisition. As a result, management believes the regulatory assets and liabilities created to offset the fair value adjustments meet the recognition criteria established by existing accounting guidance and eliminate any ratemaking impact of the fair value adjustments. KU's customer rates will continue to reflect these items (e.g. coal, purchased power, emission allowances) at their original contracted prices.

KU also considered whether a separate fair value should be assigned to KU's rights to operate within its various electric service areas but concluded that these rights only provided the opportunity to earn a regulated return and barriers to market entry, which in management's judgment is not considered a separately identifiable intangible asset under applicable accounting guidance; rather, it is considered going-concern value, or goodwill.

Schedule Page: 110 Line No.: 21 Column: c

The balance in Investment in Subsidiary Companies (123.1) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value in Investment in Subsidiary Companies, a step-up in value compared to the net book value of the investment in EEI was recorded. The step-up in value was assumed to relate to EEI's plant and is amortized over the average life of EEI's plant assets. The following reflects the purchase accounting adjustment:

Investment in Subsidiary Companies (123.1) Without Purchase Accounting	$ 13,878,645
Purchase Accounting Adjustment	17,721,683
2011 Amortization of Purchase Accounting Adjustment	(886,084)
2010 Amortization of Purchase Accounting Adjustment	(147,681)
Total for Investment in Subsidiary Companies (123.1)	$ 30,566,563

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 110 Line No.: 21 Column: d

The balance in Investment in Subsidiary Companies (123.1) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value in Investment in Subsidiary Companies, a step-up in value compared to the net book value of the investment in EEI was recorded. The step-up in value was assumed to relate to EEI's plant and is amortized over the average life of EEI's plant assets. The following reflects the purchase accounting adjustment:

Investment in Subsidiary Companies (123.1) Without Purchase Accounting	$ 12,715,222
Purchase Accounting Adjustment	17,721,683
Amortization of Purchase Accounting Adjustment	(147,681)
Total for Investment in Subsidiary Companies (123.1)	$ 30,289,224

Schedule Page: 110 Line No.: 40 Column: c

The balance in Customer Accounts Receivable (142) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value of Customer Accounts Receivable, KU netted previously recorded Accumulated Provision for Uncollectible Accounts against the book value of assets as of the acquisition date. The fair value adjustment is amortized over the period accounts receivable are written off. See footnote for Page 110, Line 42, Column c. The following reflects the purchase accounting adjustment:

Customer Accounts Receivable (142) Without Purchase Accounting	$ 71,373,905
Purchase Accounting Adjustment	(2,205,992)
2011 Amortization of Purchase Accounting Adjustment	1,102,996
2010 Amortization of Purchase Accounting Adjustment	1,102,996
Total for Customer Accounts Receivable (142)	$ 71,373,905

Schedule Page: 110 Line No.: 40 Column: d

The balance in Customer Accounts Receivable (142) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value of Customer Accounts Receivable, KU netted previously recorded Accumulated Provision for Uncollectible Accounts against the book value of assets as of the acquisition date. The fair value adjustment is amortized over the period accounts receivable are written off. See footnote for Page 110, Line 42, Column d. The following reflects the purchase accounting adjustment:

Customer Accounts Receivable (142) Without Purchase Accounting	$ 88,399,098
Purchase Accounting Adjustment	(2,205,992)
Amortization of Purchase Accounting Adjustment	1,102,996
Total for Customer Accounts Receivable (142)	$ 87,296,102

Schedule Page: 110 Line No.: 41 Column: c

The balance in Other Accounts Receivable (143) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value of Other Accounts Receivable, KU netted previously recorded Accumulated Provision for Uncollectible Accounts against the book value of assets as of the acquisition date. The fair value adjustment is amortized over the period the accounts receivable are written off. See footnote for Page 110, Line 42, Column c. The following reflects the purchase accounting adjustment:

Other Accounts Receivable (143) Without Purchase Accounting	$ 13,700,580
Purchase Accounting Adjustment	(4,669,408)

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

2011 Amortization of Purchase Accounting Adjustment	4,643,204
2010 Amortization of Purchase Accounting Adjustment	26,204
Total for Other Accounts Receivable (143)	$ 13,700,580

Schedule Page: 110 Line No.: 41 Column: d

The balance in Other Accounts Receivable (143) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value of Other Accounts Receivable, KU netted previously recorded Accumulated Provision for Uncollectible Accounts against the book value of assets as of the acquisition date. The fair value adjustment is amortized over the period the accounts receivable are written off. See footnote for Page 110, Line 42, Column d. The following reflects the purchase accounting adjustment:

Other Accounts Receivable (143) Without Purchase Accounting	$ 33,153,878
Purchase Accounting Adjustment	(4,669,408)
Amortization of Purchase Accounting Adjustment	26,204
Total for Other Accounts Receivable (143)	$ 28,510,674

Schedule Page: 110 Line No.: 42 Column: c

The balance in Accumulated Provision For Uncollectible Accounts (144) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value of Customer Accounts Receivable and Other Accounts Receivable, KU netted previously recorded Accumulated Provision for Uncollectible Accounts against the book value of assets as of the acquisition date. Amortization of purchase accounting entries in accounts 142 and 143 is offset in this account. The following reflects the purchase accounting adjustment:

Accum. Prov. For Uncollectible Acct. (144) Without Purchase Accounting	$ 2,004,312
Purchase Accounting Adjustment	(6,875,400)
2011 Amortization of Purchase Accounting Adjustment	5,746,200
2010 Amortization of Purchase Accounting Adjustment	1,129,200
Total for Accum. Prov. For Uncollectible Acct. (144)	$ 2,004,312

Schedule Page: 110 Line No.: 42 Column: d

The balance in Accumulated Provision For Uncollectible Accounts (144) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value of Customer Accounts Receivable and Other Accounts Receivable, KU netted previously recorded Accumulated Provision for Uncollectible Accounts against the book value of assets as of the acquisition date. Amortization of purchase accounting entries in accounts 142 and 143 is offset in this account. The following reflects the purchase accounting adjustment:

Accum. Prov. For Uncollectible Acct. (144) Without Purchase Accounting	$ 11,787,658
Purchase Accounting Adjustment	(6,875,400)
Amortization of Purchase Accounting Adjustment	1,129,200
Total for Accum. Prov. For Uncollectible Acct. (144)	$ 6,041,458

Schedule Page: 110 Line No.: 44 Column: c

The decrease is due to intercompany tax settlements that were outstanding at December 31, 2010.

Schedule Page: 110 Line No.: 63 Column: c

All derivative transactions were liquidated and settled in the fourth quarter of 2011 due to MF Global's bankruptcy.

Schedule Page: 110 Line No.: 69 Column: c

The balance in Unamortized Debt Expenses (181) was adjusted due to the purchase

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

FOOTNOTE DATA

of KU by PPL in November 2010, as these costs are considered to have no fair value in purchase accounting under US GAAP. However, since KU receives recovery of these costs in rates through the embedded cost of capital, the balance of $4,662,536 was reclassified to Other Regulatory Assets (182.3) in purchase accounting. The balance continues to amortize over the remaining term of the debt. The following reflects the purchase accounting adjustment:

Unamortized Debt Expense (181) Without Purchase Accounting	$ 21,600,912
Purchase Accounting Adjustment	(4,662,536)
2011 Amortization of Purchase Accounting Adjustment	216,672
2010 Amortization of Purchase Accounting Adjustment	36,112
Total Unamortized Debt Expenses (181)	$ 17,191,160

Schedule Page: 110 Line No.: 69 Column: d

The balance in Unamortized Debt Expenses (181) was adjusted due to the purchase of KU by PPL in November 2010, as these costs are considered to have no fair value in purchase accounting under US GAAP. However, since KU receives recovery of these costs in rates through the embedded cost of capital, the balance of $4,662,536 was reclassified to Other Regulatory Assets (182.3) in purchase accounting. The balance continues to amortize over the remaining term of the debt. The following reflects the purchase accounting adjustment:

Unamortized Debt Expense (181) Without Purchase Accounting	$ 21,213,643
Purchase Accounting Adjustment	(4,662,536)
Amortization of Purchase Accounting Adjustment	36,112
Total Unamortized Debt Expenses (181)	$ 16,587,219

First mortgage bonds were issued November 16, 2010, resulting in debt issuance expenses of $12,620,048 to be amortized over the life of the related issues, of which $119,194 was amortized through December 31, 2010. A revolving credit facility was set up on November 1, 2010, resulting in setup fees of $4,255,435 to be amortized over the term of the credit facility, of which $169,070 was amortized through December 31, 2010.

Schedule Page: 110 Line No.: 72 Column: c

The balance in Other Regulatory Assets (182.3) was adjusted to reflect regulatory offsets due to the purchase of KU by PPL in November 2010. The adjustments represent the fair value of coal supply contracts based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts, the reclassification of Unamortized Debt Expenses, and the fair value of a lease contract based upon the difference between the estimated market price of the leased property and the actual lease costs. The balances will be amortized as the underlying purchase accounting adjustments are amortized. See footnotes for Page 110, Line 69, Column c and Page 112, Line 59, Column c.

Other Regulatory Assets (182.3) Without Purchase Accounting	$ 268,828,297
Purchase Accounting Adjustment – unamortized debt expenses	4,662,536
2011 Amortization of Purchase Accounting Adjustment – unamortized debt expenses	(216,672)
2010 Amortization of Purchase Accounting Adjustment – unamortized debt expenses	(36,112)
Purchase Accounting Adjustment – coal supply contracts	22,605,479
2011 Amortization of Purchase Accounting Adjustment – coal supply contracts	(11,735,750)
2010 Amortization of Purchase Accounting Adjustment – coal supply contracts	(4,728,247)
Purchase Accounting Adjustments – rent commitments	900,950
2011 Amortization of Purchase Accounting Adjustment – rent commitments	(221,286)

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Total for Other Regulatory Assets (182.3)	$ 280,059,195

Schedule Page: 110 Line No.: 72 Column: d

The balance in Other Regulatory Assets (182.3) was adjusted to reflect regulatory offsets due to the purchase of KU by PPL in November 2010. The adjustments represent the fair value of coal supply contracts based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts, the reclassification of Unamortized Debt Expenses, and the fair value of a lease contract based upon the difference between the estimated market price of the leased property and the actual lease costs. The balances will be amortized as the underlying purchase accounting adjustments are amortized. See footnotes for Page 110, Line 69, Column d and Page 112, Line 59, Column d.

Other Regulatory Assets (182.3) Without Purchase Accounting	$ 208,403,356
Purchase Accounting Adjustment – unamortized debt expenses	4,662,536
Amortization of Purchase Accounting Adjustment – unamortized debt expenses	(36,112)
Purchase Accounting Adjustment – coal supply contracts	22,605,479
Amortization of Purchase Accounting Adjustment – coal supply contracts	(4,728,247)
Purchase Accounting Adjustments – rent commitments	900,950
Total for Other Regulatory Assets (182.3)	$ 231,807,962

Schedule Page: 110 Line No.: 78 Column: c

The balance in Miscellaneous Deferred Debits (186) was adjusted due to the purchase of KU by PPL in November 2010. The account was adjusted for coal supply contracts, a power purchase contract, emission allowances and goodwill attributed to KU. Coal supply contracts were adjusted to reflect the fair value based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts. Using the offer of a transaction by another owner as an indication of the fair value, the fair value of the power purchase contract was calculated using a weighted average of the announced offer and the allotted megawatt multiplied by KU's megawatt capacity. The value assigned to the purchase power contract was the difference between KU's original investment and the $39 million for KU. Emission allowances were adjusted to current market prices of SO2 and NOx at the acquisition date.

The adjustments for coal supply contracts, emission allowances and the power purchase contract were recorded with a regulatory liability offset since the actual costs of these contracts are recoverable through rate mechanisms. The value of the coal contracts is amortized ratably by year over the life of the contracts. The value of emission allowances is amortized over the life of the allowances. The value of the power purchase agreement is amortized over the term of the contract, ending in March 2026. The value assigned to goodwill will not be amortized. See footnote for Page 112, Line 60, Column c. The following reflects the purchase accounting adjustments:

Miscellaneous Deferred Debits (186) Without Purchase Accounting	$ 41,140,563
Purchase Accounting Adjustment – purchase power contract	38,582,028
2011 Amortization of Purchase Accounting Adjustment – purchase power contract	(2,432,244)
2010 Amortization of Purchase Accounting Adjustment – purchase power contract	(464,152)
Purchase Accounting Adjustment – emission allowances	9,259,090
2011 Amortization of Purchase Accounting Adjustment – emission allowances	(5,771,743)

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

2010 Amortization of Purchase Accounting Adjustment – emission allowances	(983,780)
Purchase Accounting Adjustment – coal supply contracts	144,919,879
2011 Amortization of Purchase Accounting Adjustment – coal supply contracts	(39,807,234)
2010 Amortization of Purchase Accounting Adjustment – coal supply contracts	(3,338,879)
Goodwill	607,404,368
Total for Miscellaneous Deferred Debits (186)	$ 788,507,896

Schedule Page: 110 Line No.: 78 Column: d

The balance in Miscellaneous Deferred Debits (186) was adjusted due to the purchase of KU by PPL in November 2010. The account was adjusted for coal supply contracts, a power purchase contract, emission allowances and goodwill attributed to KU. Coal supply contracts were adjusted to reflect the fair value based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts. Using the offer of a transaction by another owner as an indication of the fair value, the fair value of the power purchase contract was calculated using a weighted average of the announced offer and the allotted megawatt multiplied by KU’s megawatt capacity. The value assigned to the purchase power contract was the difference between KU’s original investment and the $39 million for KU. Emission allowances were adjusted to current market prices of SO2 and NOx at the acquisition date.

The adjustments for coal supply contracts, emission allowances and the power purchase contract were recorded with a regulatory liability offset since the actual costs of these contracts are recoverable through rate mechanisms. The value of the coal contracts is amortized ratably by year over the life of the contracts. The value of emission allowances is amortized over the life of the allowances. The value of the power purchase agreement is amortized over the term of the contract, ending in March 2026. The value assigned to goodwill will not be amortized. See footnote for Page 112, Line 60, Column d. The following reflects the purchase accounting adjustments:

Miscellaneous Deferred Debits (186) Without Purchase Accounting	$ 39,153,180
Purchase Accounting Adjustment – purchase power contract	38,582,028
Amortization of Purchase Accounting Adjustment – purchase power contract	(464,152)
Purchase Accounting Adjustment – emission allowances	9,259,090
Amortization of Purchase Accounting Adjustment – emission allowances	(983,780)
Purchase Accounting Adjustment – coal supply contracts	144,919,879
Amortization of Purchase Accounting Adjustment – coal supply contracts	(3,338,879)
Goodwill	607,404,368
Total for Miscellaneous Deferred Debits (186)	$ 834,531,734

Schedule Page: 110 Line No.: 82 Column: c

The balance in Accumulated Deferred Income Taxes (190) was adjusted due to the purchase of KU by PPL in November 2010. The purchase accounting adjustments were to reflect the deferred income tax impact of purchase accounting adjustments related to fixed interest rate pollution control bonds, coal supply contracts and a lease contract, and regulatory liabilities for a power purchase contract, emission allowances and coal supply contracts as of the acquisition date. The deferred income taxes are amortized as the underlying purchase accounting adjustments are amortized. See footnotes for Page 112, Line 21, Column c; Page 112, Line 59, Column c; and, Page 112, Line 60, Column c. The following reflects the purchase accounting adjustments:

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Accumulated Deferred Income Taxes (190) Without Purchase Accounting	$ 86,746,693
Purchase Accounting Adjustment – pollution control bonds	451,806
2011 Amortization of Purchase Accounting Adjustment – pollution control bonds	(25,793)
2010 Amortization of Purchase Accounting Adjustment – pollution control bonds	(4,299)
Purchase Accounting Adjustment – regulatory liability for power purchase contract	15,008,409
2011 Amortization of Purchase Accounting Adjustment – regulatory liability for power purchase contract	(946,143)
2010 Amortization of Purchase Accounting Adjustment – regulatory liability for power purchase contract	(180,555)
Purchase Accounting Adjustment – regulatory liability for emission allowances	3,601,785
2011 Amortization of Purchase Accounting Adjustment – regulatory liability for emission allowances	(2,245,208)
2010 Amortization of Purchase Accounting Adjustment – regulatory liability for emission allowances	(382,690)
Purchase Accounting Adjustment – regulatory liability for coal supply contracts	56,373,833
2011 Amortization of Purchase Accounting Adjustment – regulatory liability for coal supply contracts	(15,485,014)
2010 Amortization of Purchase Accounting Adjustment – regulatory liability for coal supply contracts	(1,298,823)
Purchase Accounting Adjustment – coal supply contracts	8,793,531
2011 Amortization of Purchase Accounting Adjustment – coal supply contracts	(4,565,207)
2010 Amortization of Purchase Accounting Adjustment – coal supply contracts	(1,839,288)
Purchase Accounting Adjustment – rent commitment	350,470
2011 Amortization of Purchase Accounting Adjustment – rent commitment	(73,783)
2010 Amortization of Purchase Accounting Adjustment – rent commitment	(12,298)
Total for Accumulated Deferred Income Taxes (190)	$ 144,267,426

Schedule Page: 110 Line No.: 82 Column: d

The balance in Accumulated Deferred Income Taxes (190) was adjusted due to the purchase of KU by PPL in November 2010. The purchase accounting adjustments were to reflect the deferred income tax impact of purchase accounting adjustments related to fixed interest rate pollution control bonds, coal supply contracts and a lease contract, and regulatory liabilities for a power purchase contract, emission allowances and coal supply contracts as of the acquisition date. The deferred income taxes are amortized as the underlying purchase accounting adjustments are amortized. See footnotes for Page 112, Line 21, Column d; Page 112, Line 59, Column d; and, Page 112, Line 60, Column d. The following reflects the purchase accounting adjustments:

Accumulated Deferred Income Taxes (190) Without Purchase Accounting	$34,511,064
Purchase Accounting Adjustment – pollution control bonds	451,806
Amortization of Purchase Accounting Adjustment – pollution control bonds	(4,299)
Purchase Accounting Adjustment – regulatory liability for power purchase contract	15,008,409
Amortization of Purchase Accounting Adjustment – regulatory liability for power purchase contract	(180,555)

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Purchase Accounting Adjustment – regulatory liability for emission allowances	3,601,785
Amortization of Purchase Accounting Adjustment – regulatory liability for emission allowances	(382,690)
Purchase Accounting Adjustment – regulatory liability for coal supply contracts	56,373,833
Amortization of Purchase Accounting Adjustment – regulatory liability for coal supply contracts	(1,298,823)
Purchase Accounting Adjustment – coal supply contracts	8,793,531
Amortization of Purchase Accounting Adjustment – coal supply contracts	(1,839,288)
Purchase Accounting Adjustment – rent commitment	350,470
Amortization of Purchase Accounting Adjustment – rent commitment	(12,298)
Total for Accumulated Deferred Income Taxes (190)	$115,372,945

Name of Respondent	This Report is:	Date of Report (mo, da, yr)	Year/Period of Report
Kentucky Utilities Company	(1) [x] An Original (2) [ ] A Resubmission	/ /	end of 2011/Q4

COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
1	PROPRIETARY CAPITAL			
2	Common Stock Issued (201)	250-251	308,139,978	308,139,978
3	Preferred Stock Issued (204)	250-251	0	0
4	Capital Stock Subscribed (202, 205)		0	0
5	Stock Liability for Conversion (203, 206)		0	0
6	Premium on Capital Stock (207)		0	0
7	Other Paid-In Capital (208-211)	253	2,348,446,834	2,348,446,834
8	Installments Received on Capital Stock (212)	252	0	0
9	(Less) Discount on Capital Stock (213)	254	0	0
10	(Less) Capital Stock Expense (214)	254b	321,289	321,289
11	Retained Earnings (215, 215.1, 216)	118-119	88,297,104	35,351,542
12	Unappropriated Undistributed Subsidiary Earnings (216.1)	118-119	1,081,010	43,895
13	(Less) Reaquired Capital Stock (217)	250-251	0	0
14	Noncorporate Proprietorship (Non-major only) (218)		0	0
15	Accumulated Other Comprehensive Income (219)	122(a)(b)	-467,077	-2,854
16	Total Proprietary Capital (lines 2 through 15)		2,745,176,560	2,691,658,106
17	LONG-TERM DEBT			
18	Bonds (221)	256-257	1,850,779,405	1,850,779,405
19	(Less) Reaquired Bonds (222)	256-257	0	0
20	Advances from Associated Companies (223)	256-257	0	0
21	Other Long-Term Debt (224)	256-257	1,084,098	1,150,404
22	Unamortized Premium on Long-Term Debt (225)		0	0
23	(Less) Unamortized Discount on Long-Term Debt-Debit (226)		10,187,844	10,823,094
24	Total Long-Term Debt (lines 18 through 23)		1,841,675,659	1,841,106,715
25	OTHER NONCURRENT LIABILITIES			
26	Obligations Under Capital Leases - Noncurrent (227)		0	0
27	Accumulated Provision for Property Insurance (228.1)		0	0
28	Accumulated Provision for Injuries and Damages (228.2)		2,695,348	2,422,714
29	Accumulated Provision for Pensions and Benefits (228.3)		151,503,931	180,134,598
30	Accumulated Miscellaneous Operating Provisions (228.4)		0	0
31	Accumulated Provision for Rate Refunds (229)		0	0
32	Long-Term Portion of Derivative Instrument Liabilities		0	902
33	Long-Term Portion of Derivative Instrument Liabilities - Hedges		0	0
34	Asset Retirement Obligations (230)		61,789,582	53,981,306
35	Total Other Noncurrent Liabilities (lines 26 through 34)		215,988,861	236,539,520
36	CURRENT AND ACCRUED LIABILITIES			
37	Notes Payable (231)		0	0
38	Accounts Payable (232)		119,658,899	76,307,787
39	Notes Payable to Associated Companies (233)		0	10,434,000
40	Accounts Payable to Associated Companies (234)		33,178,775	45,351,362
41	Customer Deposits (235)		22,862,412	22,839,133
42	Taxes Accrued (236)	262-263	10,729,938	24,614,783
43	Interest Accrued (237)		10,619,839	8,149,642
44	Dividends Declared (238)		0	0
45	Matured Long-Term Debt (239)		0	0

Name of Respondent	This Report is:	Date of Report (mo, da, yr)	Year/Period of Report
Kentucky Utilities Company	(1) [x] An Original (2) [ ] A Resubmission	/ /	end of 2011/Q4

COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)(continued)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
46	Matured Interest (240)		0	0
47	Tax Collections Payable (241)		3,805,278	4,205,425
48	Miscellaneous Current and Accrued Liabilities (242)		15,371,962	15,078,609
49	Obligations Under Capital Leases-Current (243)		0	0
50	Derivative Instrument Liabilities (244)		0	229,225
51	(Less) Long-Term Portion of Derivative Instrument Liabilities		0	902
52	Derivative Instrument Liabilities - Hedges (245)		0	0
53	(Less) Long-Term Portion of Derivative Instrument Liabilities-Hedges		0	0
54	Total Current and Accrued Liabilities (lines 37 through 53)		216,227,103	207,209,064
55	DEFERRED CREDITS			
56	Customer Advances for Construction (252)		3,155,939	2,869,274
57	Accumulated Deferred Investment Tax Credits (255)	266-267	101,407,768	104,094,169
58	Deferred Gains from Disposition of Utility Plant (256)		0	0
59	Other Deferred Credits (253)	269	13,766,748	27,238,013
60	Other Regulatory Liabilities (254)	278	248,276,621	243,086,816
61	Unamortized Gain on Reaquired Debt (257)		0	0
62	Accum. Deferred Income Taxes-Accel. Amort.(281)	272-277	0	0
63	Accum. Deferred Income Taxes-Other Property (282)		495,624,689	346,844,638
64	Accum. Deferred Income Taxes-Other (283)		127,428,343	138,292,981
65	Total Deferred Credits (lines 56 through 64)		989,660,108	862,425,891
66	TOTAL LIABILITIES AND STOCKHOLDER EQUITY (lines 16, 24, 35, 54 and 65)		6,008,728,291	5,838,939,296

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 112 Line No.: 7 Column: c

The balance in Other Paid-in Capital (208-211) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value, the balance was adjusted for a step-up in value compared to the net book value of the investment in EEI net of deferred taxes, the fixed rate pollution control bonds net of taxes and goodwill. The balance also includes elimination of Retained Earnings (215, 215.1, 216) at October 31, 2010. See footnotes for Page 110, Lines 21, Column c, Page 110, Line 78, Column c, Page 110, Line 82, Column c, Page 112, Line 11, Column c, Page 112, Line 21, Column c and Page 112, Line 64, Column c. The following reflects the purchase accounting adjustment:

Other Paid-in Capital (208-211) Without Purchase Accounting	$ 315,858,083
Purchase Accounting Adjustment - goodwill	607,404,368
Purchase Accounting Adjustment – EEI investment	7,569,645
Purchase Accounting Adjustment – pollution control bonds	(709,649)
Purchase Accounting Adjustment – prior retained earnings	1,418,324,387
Total for Other Paid-in Capital (208-211)	$ 2,348,446,834

Schedule Page: 112 Line No.: 7 Column: d

The balance in Other Paid-in Capital (208-211) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value, the balance was adjusted for a step-up in value compared to the net book value of the investment in EEI net of deferred taxes, the fixed rate pollution control bonds net of taxes and goodwill. The balance also includes elimination of Retained Earnings (215, 215.1, 216) at October 31, 2010. See footnotes for Page 110, Lines 21, Column d, Page 110, Line 78, Column d, Page 110, Line 82, Column d, Page 112, Line 11, Column d, Page 112, Line 21, Column d and Page 112, Line 64, Column d. The following reflects the purchase accounting adjustment:

Other Paid-in Capital (208-211) Without Purchase Accounting	$ 315,858,083
Purchase Accounting Adjustment - goodwill	607,404,368
Purchase Accounting Adjustment – EEI investment	7,569,645
Purchase Accounting Adjustment – pollution control bonds	(709,649)
Purchase Accounting Adjustment – prior retained earnings	1,418,324,387
Total for Other Paid-in Capital (208-211)	$ 2,348,446,834

Schedule Page: 112 Line No.: 11 Column: c

The balance in Retained Earnings (215, 215.1, 216) was adjusted due to the purchase of KU by PPL in November 2010. The adjustment eliminated Retained Earnings at October 31, 2010 and included amortization of purchase accounting adjustments recorded as of the acquisition date. See footnotes for Page 112, Line 7, Column c; Page 114, Line 4, Column c; Page 114, Line 17, Column c; Page 114, Line 18, Column c; Page 114, Line 36, Column c and Page 114, Line 62, Column c. The following reflects the purchase accounting adjustment:

Retained Earnings (215, 215.1, 216) Without Purchase Accounting	$ 1,490,663,791
Elimination of Retained Earnings	(1,404,083,567)
2011 Amortization of Purchase Accounting Adjustment – rent commitment (net of deferred taxes of $(12,297))	(19,315)
2010 Amortization of Purchase Accounting Adjustment – rent commitment (net of deferred taxes of $12,297)	19,315
2011 Amortization of Purchase Accounting Adjustment – pollution control bonds (net of deferred taxes of $25,793)	40,513
2010 Amortization of Purchase Accounting Adjustment – pollution control bonds (net of deferred taxes of	

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

$4,299)	6,752
2011 Deferred Tax on Amortization of Purchase Accounting Adjustment – EEI investment (see Line 12 Column c footnote for related Purchase Accounting Adjustment)	344,678
2010 Deferred Tax on Amortization of Purchase Accounting Adjustment – EEI investment (see Line 12 Column c footnote for related Purchase Accounting Adjustment)	57,448
Eliminate Deferred Tax on Purchase Accounting Adjustment – Other Comprehensive Income	1,267,489
Total for Retained Earnings (215, 215.1, 216)	$ 88,297,104

Schedule Page: 112 Line No.: 11 Column: d

The balance in Retained Earnings (215, 215.1, 216) was adjusted due to the purchase of KU by PPL in November 2010. The adjustment eliminated Retained Earnings at October 31, 2010 and included amortization of purchase accounting adjustments recorded as of the acquisition date. See footnotes for Page 112, Line 7, Column d. The following reflects the purchase accounting adjustment:

Retained Earnings (215, 215.1, 216) Without Purchase Accounting	$ 1,439,351,594
Elimination of Retained Earnings	(1,404,083,567)
2010 Amortization of Purchase Accounting Adjustment – rent commitment (net of deferred taxes of $12,297)	19,315
2010 Amortization of Purchase Accounting Adjustment – pollution control bonds (net of deferred taxes of $4,299)	6,752
2010 Deferred Tax on Amortization of Purchase Accounting Adjustment – EEI investment (see Line 12 Column d footnote for related Purchase Accounting Adjustment)	57,448
Total for Retained Earnings (215, 215.1, 216)	$ 35,351,542

Schedule Page: 112 Line No.: 12 Column: c

The balance in Unappropriated Undistributed Subidiary Earnings (216.1) was adjusted for Equity in Earnings for year (418.1) due to the purchase of KU by PPL in November 2010. This adjustment represents the amortization of KU's purchase accounting adjustment related to KU's investment in EEI:

Unappropriated Undistributed Subsidary Earnings (216.1) Without Purchase Accounting	$ 16,355,595
Purchase Accounting Adjustment	(14,240,820)
2011 Amortization of Purchase Accounting Adjustment (see Line 11 Column c footnote for related deferred tax)	(886,084)
2010 Amortization of Purchase Accounting Adjustment (see Line 11 Column c footnote for related deferred tax)	(147,681)
Total for Undistributed Subsidary Earnings (216.1)	$ 1,081,010

Schedule Page: 112 Line No.: 12 Column: d

The balance in Unappropriated Undistributed Subidiary Earnings (216.1) was adjusted for Equity in Earnings for year (418.1) due to the purchase of KU by PPL in November 2010. This adjustment represents the amortization of KU's purchase accounting adjustment related to KU's investment in Electric Energy, Inc:

Unappropriated Undistributed Subsidary Earnings (216.1) Without Purchase Accounting	$ 14,432,396
Purchase Accounting Adjustment	(14,240,820)
2010 Amortization of Purchase Accounting Adjustment (see Line 11 Column d footnote for related deferred tax)	(147,681)

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Total for Undistributed Subsidary Earnings (216.1)	$	43,895

Schedule Page: 112 Line No.: 15 Column: c

The balance in Accumulated Other Comprehensive Income (219) was adjusted due to the purchase of KU by PPL in November 2010. The adjustment eliminated EEI's Accumulated Other Comprehensive Income to Other Paid-In Capital (211) related to its pension and postretirement plans. See footnote for Page 110, Line 21, Column c, Page 112, Line 7, Column c and Page 112, Line 64, Column c. The following reflects the purchase accounting adjustment:

Accumulated Other Comprehensive Income (219) Without Purchase Accounting	$	(2,457,900)
Purchase Accounting Adjustment		1,990,823
Total for Accumulated Other Comprehensive Income (219)	$	(467,077)

Schedule Page: 112 Line No.: 15 Column: d

The balance in Accumulated Other Comprehensive Income (219) was adjusted due to the purchase of KU by PPL in November 2010. The adjustment eliminated EEI's Accumulated Other Comprehensive Income to Other Paid-In Capital (211) related to its pension and postretirement plans. See footnote for Page 110, Line 21, Column d, Page 112, Line 7, Column d and Page 112, Line 64, Column d. The following reflects the purchase accounting adjustment:

Accumulated Other Comprehensive Income (219) Without Purchase Accounting	$	(1,993,677)
Purchase Accounting Adjustment		1,990,823
Total for Accumulated Other Comprehensive Income (219)	$	(2,854)

Schedule Page: 112 Line No.: 21 Column: c

The balance in Other Long-Term Debt (224) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to reflect the fair value of the fixed rate pollution control bonds as of the acquisition date. The adjustment is the difference between the market value of the bonds using a market interest rate and the actual interest rate. The adjustment will be amortized over the remaining life of the bonds. The following reflects the purchase accounting adjustment:

Other Long-Term Debt (224) Without Purchase Accounting	$	-
Purchase Accounting Adjustment		1,161,455
2011 Amortization of Purchase Accounting Adjustment		(66,306)
2010 Amortization of Purchase Accounting Adjustment		(11,051)
Total for Other Long-Term Debt (224)	$	1,084,098

Schedule Page: 112 Line No.: 21 Column: d

The balance in Other Long-Term Debt (224) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to reflect the fair value of the fixed rate pollution control bonds as of the acquisition date. The adjustment is the difference between the market value of the bonds using a market interest rate and the actual interest rate. The adjustment will be amortized over the remaining life of the bonds. The following reflects the purchase accounting adjustment:

Other Long-Term Debt (224) Without Purchase Accounting	$	-
Purchase Accounting Adjustment		1,161,455
Amortization of Purchase Accounting Adjustment		(11,051)
Total for Other Long-Term Debt (224)	$	1,150,404

Schedule Page: 112 Line No.: 39 Column: c

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Balance represents drawdown of money pool in fourth quarter 2010 paid off during the first quarter of 2011.

Schedule Page: 112 Line No.: 50 Column: c

All derivative transactions were liquidated and settled in the fourth quarter 2011 due to MF Global's bankruptcy.

Schedule Page: 112 Line No.: 59 Column: c

The balance in Other Deferred Credits (253) was adjusted due to the purchase of KU by PPL in November 2010. The adjustments represent the fair value of certain coal supply contracts based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts and the fair value of a lease contract based upon the difference between the estimated market price of the leased property and the actual lease costs. The adjustments were recorded with a regulatory liability offset since the actual costs of these contracts are recoverable through rate mechanisms. The value of the coal contracts is amortized ratably by year over the life of the contracts. The value of the lease contract is amortized over the term of the lease. See footnote for Page 110, Line 72, Column c. The following reflects the purchase accounting adjustments:

Other Deferred Credits (253) Without Purchase Accounting	$ 6,945,601
Purchase Accounting Adjustment – coal supply contracts	22,605,479
2011 Amortization of purchase accounting adjustment – coal supply contracts	(11,735,750)
2010 Amortization of purchase accounting adjustment – coal supply contracts	(4,728,247)
Purchase Accounting Adjustment – rent commitment	900,950
2011 Amortization of purchase accounting adjustment – rent commitment	(189,673)
2010 Amortization of purchase accounting adjustment – rent commitment	(31,612)
Total for Other Deferred Credits (253)	$ 13,766,748

Schedule Page: 112 Line No.: 59 Column: d

The balance in Other Deferred Credits (253) was adjusted due to the purchase of KU by PPL in November 2010. The adjustments represent the fair value of certain coal supply contracts based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts and the fair value of a lease contract based upon the difference between the estimated market price of the leased property and the actual lease costs. The adjustments were recorded with a regulatory liability offset since the actual costs of these contracts are recoverable through rate mechanisms. The value of the coal contracts is amortized ratably by year over the life of the contracts. The value of the lease contract is amortized over the term of the lease. See footnote for Page 110, Line 72, Column c. The following reflects the purchase accounting adjustments:

Other Deferred Credits (253) Without Purchase Accounting	$ 8,491,443
Purchase Accounting Adjustment – coal supply contracts	22,605,479
Amortization of purchase accounting adjustment – coal supply contracts	(4,728,247)
Purchase Accounting Adjustment – rent commitment	900,950
Amortization of purchase accounting adjustment – rent commitment	(31,612)
Total for Other Deferred Credits (253)	$ 27,238,013

Schedule Page: 112 Line No.: 60 Column: c

The balance in Other Regulatory Liabilities (254) was adjusted to reflect regulatory offsets due to the purchase of KU by PPL in November 2010. The

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

account was adjusted for coal supply contracts, emissions allowances and a power purchase contract. Coal contracts were adjusted to reflect the fair value based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts. Emissions allowances were adjusted to reflect the fair value based upon the difference between the estimated market prices and the actual cost of the allowances. Using the offer of a transaction by another owner as an indication of the fair value, the fair value of the power purchase contract was calculated using a weighted average of the announced offer and the allotted megawatt multiplied by KU’s megawatt capacity. The value assigned to the purchase power contract was the difference between KU’s original investment and the $39 million for KU.

The balances will be amortized as the underlying purchase accounting adjustments are amortized. See footnote for Page 110, Line 78, Column c. The following reflects the purchase accounting adjustments:

Other Regulatory Liabilities (254) Without Purchase Accounting	$ 108,313,656
Purchase Accounting Adjustment - coal supply contracts	144,919,879
2011 Amortization of Purchase Accounting Adjustment - coal supply contracts	(39,807,234)
2010 Amortization of Purchase Accounting Adjustment – coal supply contracts	(3,338,879)
Purchase Accounting Adjustment - Allowances	9,259,090
2011 Amortization of Purchase Accounting Adjustment - emission allowances	(5,771,743)
2010 Amortization of Purchase Accounting Adjustment - emission allowances	(983,780)
Purchase Accounting Adjustment - power purchase contract	38,582,028
2011 Amortization of Purchase Accounting Adjustment - power purchase contract	(2,432,244)
2010 Amortization of Purchase Accounting Adjustment - power purchase contract	(464,152)
Total for Other Regulatory Liabilities (254)	$ 248,276,621

Schedule Page: 112 Line No.: 60 Column: d

The balance in Other Regulatory Liabilities (254) was adjusted to reflect regulatory offsets due to the purchase of KU by PPL in November 2010. The account was adjusted for coal supply contracts, emissions allowances, and a power purchase contract. Coal contracts were adjusted to reflect the fair value based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts. Emissions allowances were adjusted to reflect the fair value based upon the difference between the estimated market prices and the actual cost of the allowances. Using the offer of a transaction by another owner as an indication of the fair value, the fair value of the power purchase contract was calculated using a weighted average of the announced offer and the allotted megawatt multiplied by KU’s megawatt capacity. The value assigned to the purchase power contract was the difference between KU’s original investment and the $39 million for KU.

The balances will be amortized as the underlying purchase accounting adjustments are amortized. See footnote for Page 110, Line 78, Column d. The following reflects the purchase accounting adjustments:

Other Regulatory Liabilities (254) Without Purchase Accounting	$ 55,112,630
Purchase Accounting Adjustment - coal supply contracts	144,919,879
Amortization of Purchase Accounting Adjustment - coal supply contracts	(3,338,879)

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) _ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

FOOTNOTE DATA

Purchase Accounting Adjustment - Allowances	9,259,090
Amortization of Purchase Accounting Adjustment - emission allowances	(983,780)
Purchase Accounting Adjustment - power purchase contract	38,582,028
Amortization of Purchase Accounting Adjustment - power purchase contract	(464,152)
Total for Other Regulatory Liabilities (254)	$ 243,086,816

Schedule Page: 112 Line No.: 64 Column: c

The balance in Accumulated Deferred Income Taxes – Other (283) was adjusted due to the purchase of KU by PPL in November 1, 2010. The purchase accounting adjustments were to reflect the deferred income tax impact of purchase accounting adjustments related to emission allowances, certain coal supply contracts and a power purchase contract, and regulatory assets for certain coal contracts and a lease contract as of the acquisition date. The deferred income taxes are amortized as the underlying purchase accounting adjustments are amortized. See footnotes for Page 110, Line 21, Column c; Page 110, Line 72, Column c; and, Page 110, Line 78, Column c. The following reflects the purchase accounting adjustments:

Accumulated Deferred Income Taxes (283) Without Purchase Accounting	$ 63,837,724
Purchase Accounting Adjustment – power purchase contract	15,008,409
2011 Amortization of purchase accounting adjustment – power purchase contract	(946,143)
2010 Amortization of purchase accounting adjustment – power purchase contract	(180,555)
Purchase Accounting Adjustment – emission allowances	3,601,785
2011 Amortization of purchase accounting adjustment – emission allowances	(2,245,208)
2010 Amortization of purchase accounting adjustment – emission allowances	(382,690)
Purchase Accounting Adjustment – coal supply contracts	56,373,833
2011 Amortization of purchase accounting adjustment – coal supply contracts	(15,485,014)
2010 Amortization of purchase accounting adjustment – coal supply contracts	(1,298,823)
Purchase Accounting Adjustment – regulatory asset for coal supply contracts	8,793,531
2011 Amortization of purchase accounting adjustment – regulatory asset for coal supply contracts	(4,565,207)
2010 Amortization of purchase accounting adjustment – regulatory asset for coal supply contracts	(1,839,288)
Purchase Accounting Adjustment – regulatory asset for lease contract	350,470
2011 Amortization of purchase accounting adjustment – lease contract	(86,080)
Purchase Accounting Adjustment – EEI investment	8,161,214
2011 Amortization of purchase accounting adjustment – EEI investment	(344,678)
2010 Amortization of purchase accounting adjustment – EEI investment	(57,448)
Eliminate Deferred Tax on Purchase Accounting Adjustment – Other Comprehensive Income	(1,267,489)
Total for Accumulated Deferred Income Taxes (283)	$ 127,428,343

Schedule Page: 112 Line No.: 64 Column: d

The balance in Accumulated Deferred Income Taxes – Other (283) was adjusted due to the purchase of KU by PPL in November 1, 2010. The purchase

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

accounting adjustments were to reflect the deferred income tax impact of purchase accounting adjustments related to emission allowances, certain coal supply contracts and a power purchase contract, and regulatory assets for certain coal contracts and a lease contract as of the acquisition date. The deferred income taxes are amortized as the underlying purchase accounting adjustments are amortized. See footnotes for Page 110, Line 21, Column d; Page 110, Line 72, Column d; and, Page 110, Line 78, Column d. The following reflects the purchase accounting adjustments:

Accumulated Deferred Income Taxes (283) Without Purchase Accounting	$ 49,762,543
Purchase Accounting Adjustment – power purchase contract	15,008,409
Amortization of purchase accounting adjustment – power purchase contract	(180,555)
Purchase Accounting Adjustment – emission allowances	3,601,785
Amortization of purchase accounting adjustment – emission allowances	(382,690)
Purchase Accounting Adjustment – coal supply contracts	56,373,833
Amortization of purchase accounting adjustment – coal supply contracts	(1,298,823)
Purchase Accounting Adjustment – regulatory asset for coal supply contracts	8,793,531
Amortization of purchase accounting adjustment – regulatory asset for coal supply contracts	(1,839,288)
Purchase Accounting Adjustment – regulatory asset for lease contract	350,470
Purchase Accounting Adjustment – EEI investment	8,161,214
Amortization of purchase accounting adjustment – EEI investment	(57,448)
Total for Accumulated Deferred Income Taxes (283)	$ 138,292,981

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STATEMENT OF INCOME

Quarterly
1. Report in column (c) the current year to date balance. Column (c) equals the total of adding the data in column (g) plus the data in column (i) plus the data in column (k). Report in column (d) similar data for the previous year. This information is reported in the annual filing only.
2. Enter in column (e) the balance for the reporting quarter and in column (f) the balance for the same three month period for the prior year.
3. Report in column (g) the quarter to date amounts for electric utility function; in column (i) the quarter to date amounts for gas utility, and in column (k) the quarter to date amounts for other utility function for the current year quarter.
4. Report in column (h) the quarter to date amounts for electric utility function; in column (j) the quarter to date amounts for gas utility, and in column (l) the quarter to date amounts for other utility function for the prior year quarter.
5. If additional columns are needed, place them in a footnote.

Annual or Quarterly if applicable
5. Do not report fourth quarter data in columns (e) and (f)
6. Report amounts for accounts 412 and 413, Revenues and Expenses from Utility Plant Leased to Others, in another utility columnin a similar manner to a utility department. Spread the amount(s) over lines 2 thru 26 as appropriate. Include these amounts in columns (c) and (d) totals.
7. Report amounts in account 414, Other Utility Operating Income, in the same manner as accounts 412 and 413 above.

Line No.	Title of Account (a)	(Ref.) Page No. (b)	Total Current Year to Date Balance for Quarter/Year (c)	Total Prior Year to Date Balance for Quarter/Year (d)	Current 3 Months Ended Quarterly Only No 4th Quarter (e)	Prior 3 Months Ended Quarterly Only No 4th Quarter (f)
1	UTILITY OPERATING INCOME					
2	Operating Revenues (400)	300-301	1,547,516,986	1,511,709,712		
3	Operating Expenses					
4	Operation Expenses (401)	320-323	865,303,893	887,321,741		
5	Maintenance Expenses (402)	320-323	116,303,369	107,813,985		
6	Depreciation Expense (403)	336-337	178,898,265	137,631,388		
7	Depreciation Expense for Asset Retirement Costs (403.1)	336-337	3,028,523	1,650,652		
8	Amort. & Depl. of Utility Plant (404-405)	336-337	7,263,444	6,603,464		
9	Amort. of Utility Plant Acq. Adj. (406)	336-337				
10	Amort. Property Losses, Unrecov Plant and Regulatory Study Costs (407)					
11	Amort. of Conversion Expenses (407)					
12	Regulatory Debits (407.3)					
13	(Less) Regulatory Credits (407.4)		5,855,640	5,149,557		
14	Taxes Other Than Income Taxes (408.1)	262-263	28,115,766	19,893,479		
15	Income Taxes - Federal (409.1)	262-263	-6,941,452	61,659,449		
16	- Other (409.1)	262-263	4,455,179	12,756,393		
17	Provision for Deferred Income Taxes (410.1)	234, 272-277	277,430,626	227,248,544		
18	(Less) Provision for Deferred Income Taxes-Cr. (411.1)	234, 272-277	165,853,891	201,702,906		
19	Investment Tax Credit Adj. - Net (411.4)	266				
20	(Less) Gains from Disp. of Utility Plant (411.6)					
21	Losses from Disp. of Utility Plant (411.7)					
22	(Less) Gains from Disposition of Allowances (411.8)		3,293	56,751		
23	Losses from Disposition of Allowances (411.9)					
24	Accretion Expense (411.10)		2,827,117	3,498,905		
25	TOTAL Utility Operating Expenses (Enter Total of lines 4 thru 24)		1,304,971,906	1,259,168,786		
26	Net Util Oper Inc (Enter Tot line 2 less 25) Carry to Pg117,line 27		242,545,080	252,540,926		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STATEMENT OF INCOME FOR THE YEAR (Continued)

9. Use page 122 for important notes regarding the statement of income for any account thereof.
10. Give concise explanations concerning unsettled rate proceedings where a contingency exists such that refunds of a material amount may need to be made to the utility's customers or which may result in material refund to the utility with respect to power or gas purchases. State for each year effected the gross revenues or costs to which the contingency relates and the tax effects together with an explanation of the major factors which affect the rights of the utility to retain such revenues or recover amounts paid with respect to power or gas purchases.
11 Give concise explanations concerning significant amounts of any refunds made or received during the year resulting from settlement of any rate proceeding affecting revenues received or costs incurred for power or gas purches, and a summary of the adjustments made to balance sheet, income, and expense accounts.
12. If any notes appearing in the report to stokholders are applicable to the Statement of Income, such notes may be included at page 122.
13. Enter on page 122 a concise explanation of only those changes in accounting methods made during the year which had an effect on net income, including the basis of allocations and apportionments from those used in the preceding year. Also, give the appropriate dollar effect of such changes.
14. Explain in a footnote if the previous year's/quarter's figures are different from that reported in prior reports.
15. If the columns are insufficient for reporting additional utility departments, supply the appropriate account titles report the information in a footnote to this schedule.

ELECTRIC UTILITY		GAS UTILITY		OTHER UTILITY		
Current Year to Date (in dollars) (g)	Previous Year to Date (in dollars) (h)	Current Year to Date (in dollars) (i)	Previous Year to Date (in dollars) (j)	Current Year to Date (in dollars) (k)	Previous Year to Date (in dollars) (l)	Line No.
						1
1,547,516,986	1,511,709,712					2
						3
865,303,893	887,321,741					4
116,303,369	107,813,985					5
178,898,265	137,631,388					6
3,028,523	1,650,652					7
7,263,444	6,603,464					8
						9
						10
						11
						12
5,855,640	5,149,557					13
28,115,766	19,893,479					14
-6,941,452	61,659,449					15
4,455,179	12,756,393					16
277,430,626	227,248,544					17
165,853,891	201,702,906					18
						19
						20
						21
3,293	56,751					22
						23
2,827,117	3,498,905					24
1,304,971,906	1,259,168,786					25
242,545,080	252,540,926					26

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STATEMENT OF INCOME FOR THE YEAR (continued)

Line No.	Title of Account (a)	(Ref.) Page No. (b)	TOTAL Current Year (c)	TOTAL Previous Year (d)	Current 3 Months Ended Quarterly Only No 4th Quarter (e)	Prior 3 Months Ended Quarterly Only No 4th Quarter (f)
27	Net Utility Operating Income (Carried forward from page 114)		242,545,080	252,540,926		
28	Other Income and Deductions					
29	Other Income					
30	Nonutilty Operating Income					
31	Revenues From Merchandising, Jobbing and Contract Work (415)		29,710	144,377		
32	(Less) Costs and Exp. of Merchandising, Job. & Contract Work (416)		635	107,737		
33	Revenues From Nonutility Operations (417)		56,169	288,620		
34	(Less) Expenses of Nonutility Operations (417.1)					
35	Nonoperating Rental Income (418)					
36	Equity in Earnings of Subsidiary Companies (418.1)	119	1,037,115	3,613,346		
37	Interest and Dividend Income (419)		101,284	118,845		
38	Allowance for Other Funds Used During Construction (419.1)		42,662	521,152		
39	Miscellaneous Nonoperating Income (421)		381,873	-3,347,311		
40	Gain on Disposition of Property (421.1)		78,505	14,885		
41	TOTAL Other Income (Enter Total of lines 31 thru 40)		1,726,683	1,246,177		
42	Other Income Deductions					
43	Loss on Disposition of Property (421.2)		1,602			
44	Miscellaneous Amortization (425)					
45	Donations (426.1)		1,054,767	716,135		
46	Life Insurance (426.2)		-1,979,269	-1,887,393		
47	Penalties (426.3)		250,395	3,119		
48	Exp. for Certain Civic, Political & Related Activities (426.4)		1,114,497	1,145,405		
49	Other Deductions (426.5)		808,004	1,086,637		
50	TOTAL Other Income Deductions (Total of lines 43 thru 49)		1,249,996	1,063,903		
51	Taxes Applic. to Other Income and Deductions					
52	Taxes Other Than Income Taxes (408.2)	262-263	2,004	2,004		
53	Income Taxes-Federal (409.2)	262-263	-921,896	-2,299,144		
54	Income Taxes-Other (409.2)	262-263	-252,272	-413,222		
55	Provision for Deferred Inc. Taxes (410.2)	234, 272-277	1,212,718	2,972,746		
56	(Less) Provision for Deferred Income Taxes-Cr. (411.2)	234, 272-277	2,082,341	1,511,495		
57	Investment Tax Credit Adj.-Net (411.5)					
58	(Less) Investment Tax Credits (420)		2,686,401	71,100		
59	TOTAL Taxes on Other Income and Deductions (Total of lines 52-58)		-4,728,188	-1,320,211		
60	Net Other Income and Deductions (Total of lines 41, 50, 59)		5,204,875	1,502,485		
61	Interest Charges					
62	Interest on Long-Term Debt (427)		61,174,245	10,418,088		
63	Amort. of Debt Disc. and Expense (428)		3,123,234	584,124		
64	Amortization of Loss on Reaquired Debt (428.1)		604,973	604,818		
65	(Less) Amort. of Premium on Debt-Credit (429)					
66	(Less) Amortization of Gain on Reaquired Debt-Credit (429.1)					
67	Interest on Debt to Assoc. Companies (430)		6,321	64,142,346		
68	Other Interest Expense (431)		5,371,461	3,832,380		
69	(Less) Allowance for Borrowed Funds Used During Construction-Cr. (432)		12,955	968,597		
70	Net Interest Charges (Total of lines 62 thru 69)		70,267,279	78,613,159		
71	Income Before Extraordinary Items (Total of lines 27, 60 and 70)		177,482,676	175,430,252		
72	Extraordinary Items					
73	Extraordinary Income (434)					
74	(Less) Extraordinary Deductions (435)					
75	Net Extraordinary Items (Total of line 73 less line 74)					
76	Income Taxes-Federal and Other (409.3)	262-263				
77	Extraordinary Items After Taxes (line 75 less line 76)					
78	Net Income (Total of line 71 and 77)		177,482,676	175,430,252		

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 114 Line No.: 2 Column: d

Includes rates subject to refunds of $632,384, which were collected through rates.

Schedule Page: 114 Line No.: 4 Column: c

The balance in Operation Expenses (401) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the purchase accounting adjustment related to the rent commitment for the Corporate Headquarters building. The rent commitment amortization inadvertently charged to Operation Expense in 2010 was reclassified to Other Regulatory Liabilities (254) in January 2011. The following reflects the purchase accounting adjustment:

Operation Expenses (401) Without Purchase Accounting	$ 865,272,281
Purchase Accounting Adjustment - rent commitment	31,612
Total for Operation Expenses (401)	$ 865,303,893

Schedule Page: 114 Line No.: 4 Column: d

The balance in Operation Expenses (401) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the purchase accounting adjustment related to the rent commitment for the Corporate Headquarters building. The rent commitment amortization inadvertently charged to Operation Expense in 2010 was reclassified to Other Regulatory Liabilities (254) in January 2011. The following reflects the purchase accounting adjustment:

Operation Expenses (401) Without Purchase Accounting	$ 887,353,353
Purchase Accounting Adjustment - rent commitment	(31,612)
Total for Operation Expenses (401)	$ 887,321,741

Schedule Page: 114 Line No.: 4 Column: g

The balance in Operation Expenses (401) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the purchase accounting adjustment related to the rent commitment for the Corporate Headquarters building. The rent commitment amortization inadvertently charged to Operation Expense in 2010 was reclassified to Other Regulatory Liabilities (254) in January 2011. The following reflects the purchase accounting adjustment:

Operation Expenses (401) Without Purchase Accounting	$ 865,272,281
Purchase Accounting Adjustment - rent commitment	31,612
Total for Operation Expenses (401)	$ 865,303,893

Schedule Page: 114 Line No.: 4 Column: h

The balance in Operation Expenses (401) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the purchase accounting adjustment related to the rent commitment for the Corporate Headquarters building. The rent commitment amortization inadvertently charged to Operation Expense in 2010 was reclassified to Other Regulatory Liabilities (254) in January 2011. The following reflects the purchase accounting adjustment:

Operation Expenses (401) Without Purchase Accounting	$ 887,353,353
Purchase Accounting Adjustment - rent commitment	(31,612)
Total for Operation Expenses (401)	$ 887,321,741

Schedule Page: 114 Line No.: 17 Column: c

The balance in Provision for Deferred Income Taxes (410.1) was adjusted due to the purchase of KU by PPL in November 2010. The following reflects the

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

purchase accounting adjustment:

Provision for Deferred Income Taxes (410.1) Without Purchase Accounting	$ 250,984,982
Purchase Accounting Adjustment - coal contract	22,215,026
Purchase Accounting Adjustment - emission allowance	2,487,623
Purchase Accounting Adjustment - pensions	561,594
Purchase Accounting Adjustment - pollution control bonds	27,185
Purchase Accounting Adjustment - post retirement	23,318
Purchase Accounting Adjustment - OVEC	1,048,297
Purchase Accounting Adjustment - rent commitment	82,413
Purchase Accounting Adjustment - other	188
Total for Provision for Deferred Income Taxes (410.1)	$ 277,430,626

Schedule Page: 114 Line No.: 17 Column: d

The balance in Provision for Deferred Income Taxes (410.1) was adjusted due to the purchase of KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Provision for Deferred Income Taxes (410.1) Without Purchase Accounting	$ 227,227,951
Purchase Accounting Adjustment - EEI Investments	3,101
Purchase Accounting Adjustment - pollution control bonds	4,531
Purchase Accounting Adjustment - rent commitment	12,961
Total for Provision for Deferred Income Taxes (410.1)	$ 227,248,544

Schedule Page: 114 Line No.: 17 Column: g

The balance in Provision for Deferred Income Taxes (410.1) was adjusted due to the purchase of KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Provision for Deferred Income Taxes (410.1) Without Purchase Accounting	$ 250,984,982
Purchase Accounting Adjustment - coal contract	22,215,026
Purchase Accounting Adjustment - emission allowance	2,487,623
Purchase Accounting Adjustment - pensions	561,594
Purchase Accounting Adjustment - pollution control bonds	27,185
Purchase Accounting Adjustment - post retirement	23,318
Purchase Accounting Adjustment - OVEC	1,048,297
Purchase Accounting Adjustment - rent commitment	82,413
Purchase Accounting Adjustment - other	188
Total for Provision for Deferred Income Taxes (410.1)	$ 277,430,626

Schedule Page: 114 Line No.: 17 Column: h

The balance in Provision for Deferred Income Taxes (410.1) was adjusted due to the purchase of KU by PPL Corporation in November 2010. The following reflects the purchase accounting adjustment:

Provision for Deferred Income Taxes (410.1) Without Purchase Accounting	$ 227,227,951
Purchase Accounting Adjustment - EEI Investments	3,101
Purchase Accounting Adjustment - pollution control bonds	4,531
Purchase Accounting Adjustment - rent commitment	12,961
Total for Provision for Deferred Income Taxes (410.1)	$ 227,248,544

Schedule Page: 114 Line No.: 18 Column: c

The balance in Provision for Deferred Income Taxes (411.1) was adjusted due to the purchase of KU by PPL in November 2010. The following reflects the

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

purchase accounting adjustment:

Provision for Deferred Income Taxes (411.1) Without Purchase Accounting	$ 139,421,743
Purchase Accounting Adjustment - coal contract	22,215,026
Purchase Accounting Adjustment - emission allowance	2,487,623
Purchase Accounting Adjustment - pensions	561,594
Purchase Accounting Adjustment - pollution control bonds	1,392
Purchase Accounting Adjustment - post retirement	23,318
Purchase Accounting Adjustment - OVEC	1,048,297
Purchase Accounting Adjustment - rent commitment	94,710
Purchase Accounting Adjustment - other	188
Total for Provision for Deferred Income Taxes (411.1)	$ 165,853,891

Schedule Page: 114 Line No.: 18 Column: d

The balance in Provision for Deferred Income Taxes (411.1) was adjusted due to the purchase of KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Provision for Deferred Income Taxes (411.1) Without Purchase Accounting	$ 201,641,461
Purchase Accounting Adjustment - EEI Investments	60,549
Purchase Accounting Adjustment - pollution control bonds	232
Purchase Accounting Adjustment - rent commitment	664
Total for Provision for Deferred Income Taxes (411.1)	$ 201,702,906

Schedule Page: 114 Line No.: 18 Column: g

The balance in Provision for Deferred Income Taxes (411.1) was adjusted due to the purchase of KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Provision for Deferred Income Taxes (411.1) Without Purchase Accounting	$ 139,421,743
Purchase Accounting Adjustment - coal contract	22,215,026
Purchase Accounting Adjustment - emission allowance	2,487,623
Purchase Accounting Adjustment - pensions	561,594
Purchase Accounting Adjustment - pollution control bonds	1,392
Purchase Accounting Adjustment - post retirement	23,318
Purchase Accounting Adjustment - OVEC	1,048,297
Purchase Accounting Adjustment - rent commitment	94,710
Purchase Accounting Adjustment - other	188
Total for Provision for Deferred Income Taxes (411.1)	$ 165,853,891

Schedule Page: 114 Line No.: 18 Column: h

The balance in Provision for Deferred Income Taxes (411.1) was adjusted due to the purchase of KU by PPL Corporation in November 2010. The following reflects the purchase accounting adjustment:

Provision for Deferred Income Taxes (411.1) Without Purchase Accounting	$ 201,641,461
Purchase Accounting Adjustment - EEI Investments	60,549
Purchase Accounting Adjustment - pollution control bonds	232
Purchase Accounting Adjustment - rent commitment	664
Total for Provision for Deferred Income Taxes (411.1)	$ 201,702,906

Schedule Page: 114 Line No.: 36 Column: c

The balance in Equity in Earnings of Subsidiary Companies (418.1) was adjusted due to the purchase of KU by PPL in November 2010. The balance was

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	(Mo, Da, Yr) / /	2011/Q4

FOOTNOTE DATA

adjusted to include amortization of the purchase accounting adjustment related to the investment in EEI. The following reflects the purchase accounting adjustment:

Equity in Earnings of Subsidiary Companies (418.1) Without Purchase Accounting	$	1,923,199
Purchase Accounting Adjustment - EEI Investment		(886,084)
Total for Equity in Earnings of Subsidiary Companies (418.1)	$	1,037,115

Schedule Page: 114 Line No.: 36 Column: d

The balance in Equity in Earnings of Subsidiary Companies (418.1) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the purchase accounting adjustment related to the investment in EEI. The following reflects the purchase accounting adjustment:

Equity in Earnings of Subsidiary Companies (418.1) Without Purchase Accounting	$	3,761,027
Purchase Accounting Adjustment - EEI Investment		(147,681)
Total for Equity in Earnings of Subsidiary Companies (418.1)	$	3,613,346

Schedule Page: 114 Line No.: 39 Column: d

The balance includes depreciation expense of $3,634,336 related to plant held for future use.

Schedule Page: 114 Line No.: 46 Column: c

The balance includes the increase in the cash surrender value less the monthly premium amounts that are paid from the cash surrender value balance.

Schedule Page: 114 Line No.: 46 Column: d

The balance includes the increase in the cash surrender value less the monthly premium amounts that are paid from the cash surrender value balance.

Schedule Page: 114 Line No.: 55 Column: c

The balance in Provision for Deferred Income Taxes (410.2) was adjusted due to the purchase of KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Provision for Deferred Income Taxes (410.2) Without Purchase Accounting	$	1,125,686
Purchase Accounting Adjustment – EEI investment		87,032
Total for Provision for Deferred Income Taxes (410.2)	$	1,212,718

Schedule Page: 114 Line No.: 56 Column: c

The balance in Provision for Deferred Income Taxes (411.2) was adjusted due to the purchase of KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Provision for Deferred Income Taxes (411.2) Without Purchase Accounting	$	383,142
Purchase Accounting Adjustment – EEI investment		1,699,199
Total for Provision for Deferred Income Taxes (411.2)	$	2,082,341

Schedule Page: 114 Line No.: 62 Column: c

The balance in Interest on Long-Term Debt (427) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the fair value adjustment related to the fixed rate pollution control bonds. The following reflects the purchase accounting adjustment:

Interest on Long-Term Debt (427) Without Purchase Accounting	$	61,240,551
Amortization of Purchase Accounting Adjustment -		

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

pollution control bonds	(66,306)
Total for Interest on Long-Term Debt (427)	$ 61,174,245

Schedule Page: 114 Line No.: 62 Column: d

The balance in Interest on Long-Term Debt (427) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the fair value adjustment related to the fixed rate pollution control bonds. The following reflects the purchase accounting adjustment:

Interest on Long-Term Debt (427) Without Purchase Accounting	$ 10,429,139
Amortization of Purchase Accounting Adjustment - pollution control bonds	(11,051)
Total for Interest on Long-Term Debt (427)	$ 10,418,088

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STATEMENT OF RETAINED EARNINGS

1. Do not report Lines 49-53 on the quarterly version.
2. Report all changes in appropriated retained earnings, unappropriated retained earnings, year to date, and unappropriated undistributed subsidiary earnings for the year.
3. Each credit and debit during the year should be identified as to the retained earnings account in which recorded (Accounts 433, 436 - 439 inclusive). Show the contra primary account affected in column (b)
4. State the purpose and amount of each reservation or appropriation of retained earnings.
5. List first account 439, Adjustments to Retained Earnings, reflecting adjustments to the opening balance of retained earnings. Follow by credit, then debit items in that order.
6. Show dividends for each class and series of capital stock.
7. Show separately the State and Federal income tax effect of items shown in account 439, Adjustments to Retained Earnings.
8. Explain in a footnote the basis for determining the amount reserved or appropriated. If such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
9. If any notes appearing in the report to stockholders are applicable to this statement, include them on pages 122-123.

Line No.	Item (a)	Contra Primary Account Affected (b)	Current Quarter/Year Year to Date Balance (c)	Previous Quarter/Year Year to Date Balance (d)
	UNAPPROPRIATED RETAINED EARNINGS (Account 216)			
1	Balance-Beginning of Period		35,351,542	1,317,618,203
2	Changes			
3	Adjustments to Retained Earnings (Account 439)			
4				
5				
6				
7				
8				
9	TOTAL Credits to Retained Earnings (Acct. 439)			
10	Purchase Accounting Adjustment			(1,404,083,567)
11	Rounding		1	
12				
13				
14				
15	TOTAL Debits to Retained Earnings (Acct. 439)		1	(1,404,083,567)
16	Balance Transferred from Income (Account 433 less Account 418.1)		176,445,561	171,816,906
17	Appropriations of Retained Earnings (Acct. 436)			
18				
19				
20				
21				
22	TOTAL Appropriations of Retained Earnings (Acct. 436)			
23	Dividends Declared-Preferred Stock (Account 437)			
24				
25				
26				
27				
28				
29	TOTAL Dividends Declared-Preferred Stock (Acct. 437)			
30	Dividends Declared-Common Stock (Account 438)			
31	Without Par Value		-123,500,000	(50,000,000)
32				
33				
34				
35				
36	TOTAL Dividends Declared-Common Stock (Acct. 438)		-123,500,000	(50,000,000)
37	Transfers from Acct 216.1, Unapprop. Undistrib. Subsidiary Earnings			
38	Balance - End of Period (Total 1,9,15,16,22,29,36,37)		88,297,104	35,351,542
	APPROPRIATED RETAINED EARNINGS (Account 215)			
39				
40				

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STATEMENT OF RETAINED EARNINGS

1. Do not report Lines 49-53 on the quarterly version.
2. Report all changes in appropriated retained earnings, unappropriated retained earnings, year to date, and unappropriated undistributed subsidiary earnings for the year.
3. Each credit and debit during the year should be identified as to the retained earnings account in which recorded (Accounts 433, 436 - 439 inclusive). Show the contra primary account affected in column (b)
4. State the purpose and amount of each reservation or appropriation of retained earnings.
5. List first account 439, Adjustments to Retained Earnings, reflecting adjustments to the opening balance of retained earnings. Follow by credit, then debit items in that order.
6. Show dividends for each class and series of capital stock.
7. Show separately the State and Federal income tax effect of items shown in account 439, Adjustments to Retained Earnings.
8. Explain in a footnote the basis for determining the amount reserved or appropriated. If such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
9. If any notes appearing in the report to stockholders are applicable to this statement, include them on pages 122-123.

Line No.	Item (a)	Contra Primary Account Affected (b)	Current Quarter/Year Year to Date Balance (c)	Previous Quarter/Year Year to Date Balance (d)
41				
42				
43				
44				
45	TOTAL Appropriated Retained Earnings (Account 215)			
	APPROP. RETAINED EARNINGS - AMORT. Reserve, Federal (Account 215.1)			
46	TOTAL Approp. Retained Earnings-Amort. Reserve, Federal (Acct. 215.1)			
47	TOTAL Approp. Retained Earnings (Acct. 215, 215.1) (Total 45,46)			
48	TOTAL Retained Earnings (Acct. 215, 215.1, 216) (Total 38, 47) (216.1)		88,297,104	35,351,542
	UNAPPROPRIATED UNDISTRIBUTED SUBSIDIARY EARNINGS (Account			
	Report only on an Annual Basis, no Quarterly			
49	Balance-Beginning of Year (Debit or Credit)		43,895	10,671,369
50	Equity in Earnings for Year (Credit) (Account 418.1)		1,037,115	3,613,346
51	(Less) Dividends Received (Debit)			
52	Purchase Accounting Adjustment			(14,240,820)
53	Balance-End of Year (Total lines 49 thru 52)		1,081,010	43,895

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 118 Line No.: 10 Column: d

The balance was adjusted due to the purchase of KU by PPL in November 2010. The adjustment eliminated Retained Earnings at October 31, 2010.

Schedule Page: 118 Line No.: 38 Column: c

The balance in Retained Earnings (215, 215.1, 216) was adjusted due to the purchase of KU by PPL in November 2010. The adjustment eliminated Retained Earnings at October 31, 2010 and included amortization of purchase accounting adjustments recorded as of the acquisition date. See footnotes for Page 112, Line 7, Column c; Page 114, Line 4, Column c; Page 114, Line 17, Column c; Page 114, Line 18, Column c; Page 114, Line 36, Column c and Page 114, Line 62, Column c. The following reflects the purchase accounting adjustment:

Retained Earnings (215, 215.1, 216) Without Purchase Accounting	$ 1,490,663,791
Elimination of Retained Earnings	(1,404,083,567)
2011 Amortization of Purchase Accounting Adjustment – rent commitment (net of deferred taxes of $(12,297))	(19,315)
2010 Amortization of Purchase Accounting Adjustment – rent commitment (net of deferred taxes of $12,297)	19,315
2011 Amortization of Purchase Accounting Adjustment – pollution control bonds (net of deferred taxes of $25,793)	40,513
2010 Amortization of Purchase Accounting Adjustment – pollution control bonds (net of deferred taxes of $4,299)	6,752
2011 Deferred Tax on Amortization of Purchase Accounting Adjustment – EEI investment (see Line 53 Column c footnote for related Purchase Accounting Adjustment)	344,678
2010 Deferred Tax on Amortization of Purchase Accounting Adjustment – EEI investment (see Line 53 Column c footnote for related Purchase Accounting Adjustment)	57,448
Eliminate Deferred Tax on Purchase Accounting Adjustment – Other Comprehensive Income	1,267,489
Total for Retained Earnings (215, 215.1, 216)	$ 88,297,104

Schedule Page: 118 Line No.: 38 Column: d

The balance in Retained Earnings (215, 215.1, 216) was adjusted due to the purchase of KU by PPL in November 2010. The adjustment eliminated Retained Earnings at October 31, 2010 and included amortization of purchase accounting adjustments recorded as of the acquisition date. See footnotes for Page 112, Line 7, Column d. The following reflects the purchase accounting adjustment:

Retained Earnings (215, 215.1, 216) Without Purchase Accounting	$ 1,439,351,594
Elimination of Retained Earnings	(1,404,083,567)
2010 Amortization of Purchase Accounting Adjustment – rent commitment (net of deferred taxes of $12,297)	19,315
2010 Amortization of Purchase Accounting Adjustment – pollution control bonds (net of deferred taxes of $4,299)	6,752
2010 Deferred Tax on Amortization of Purchase Accounting Adjustment – EEI investment (see Line 53 Column d footnote for related Purchase Accounting Adjustment)	57,448
Total for Retained Earnings (215, 215.1, 216)	$ 35,351,542

Schedule Page: 118 Line No.: 50 Column: c

The Unappropriated Undistributed Subsidiary Earnings (216.1) was adjusted for ($886,084)

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

included in Equity in Earnings for Year (418.1) due to the purchase of KU by PPL in November 2010. This adjustment represents twelve months of the amortization of KU's purchase accounting adjustment related to KU's investment in Electric Energy, Inc.:

Equity in Earnings for Year (418.1) Without Purchase Accounting	$	1,923,199
Amortization of Purchase Accounting Adjustment		(886,084)
Equity in Earnings for Year (418.1)	$	1,037,115

Schedule Page: 118 Line No.: 50 Column: d

The Unappropriated Undistributed Subsidiary Earnings (216.1) was adjusted for ($147,681) included in Equity in Earnings for Year (418.1) due to the purchase of KU by PPL in November 2010. This adjustment represents two months of the amortization of KU's purchase accounting adjustment related to KU's investment in Electric Energy, Inc.:

Equity in Earnings for Year (418.1) Without Purchase Accounting	$	3,761,027
Amortization of Purchase Accounting Adjustment		(147,681)
Equity in Earnings for Year (418.1)	$	3,613,346

Schedule Page: 118 Line No.: 52 Column: d

The balance was adjusted due to the purchase of KU by PPL in November 2010. The adjustment eliminated Undistributed Subsidiary Earnings at October 31, 2010.

Schedule Page: 118 Line No.: 53 Column: c

The balance in Unappropriated Undistributed Subidiary Earnings (216.1) was adjusted for Equity in Earnings for year (418.1) due to the purchase of KU by PPL in November 2010. This adjustment represents the amortization of KU's purchase accounting adjustment related to KU's investment in EEI:

Unappropriated Undistributed Subsidary Earnings (216.1) Without Purchase Accounting	$	16,355,595
Purchase Accounting Adjustment		(14,240,820)
2011 Amortization of Purchase Accounting Adjustment (see Line 38 Column c footnote for related deferred tax)		(886,084)
2010 Amortization of Purchase Accounting Adjustment (see Line 38 Column c footnote for related deferred tax)		(147,681)
Total for Undistributed Subsidary Earnings (216.1)	$	1,081,010

Schedule Page: 118 Line No.: 53 Column: d

The balance in Unappropriated Undistributed Subidiary Earnings (216.1) was adjusted for Equity in Earnings for year (418.1) due to the purchase of KU by PPL in November 2010. This adjustment represents the amortization of KU's purchase accounting adjustment related to KU's investment in Electric Energy, Inc:

Unappropriated Undistributed Subsidary Earnings (216.1) Without Purchase Accounting	$	14,432,396
Purchase Accounting Adjustment		(14,240,820)
2010 Amortization of Purchase Accounting Adjustment (see Line 38 Column d footnote for related deferred tax)		(147,681)
Total for Undistributed Subsidary Earnings (216.1)	$	43,895

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STATEMENT OF CASH FLOWS

(1) Codes to be used:(a) Net Proceeds or Payments;(b)Bonds, debentures and other long-term debt; (c) Include commercial paper; and (d) Identify separately such items as investments, fixed assets, intangibles, etc.
(2) Information about noncash investing and financing activities must be provided in the Notes to the Financial statements. Also provide a reconciliation between "Cash and Cash Equivalents at End of Period" with related amounts on the Balance Sheet.
(3) Operating Activities - Other: Include gains and losses pertaining to operating activities only. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show in the Notes to the Financials the amounts of interest paid (net of amount capitalized) and income taxes paid.
(4) Investing Activities: Include at Other (line 31) net cash outflow to acquire other companies. Provide a reconciliation of assets acquired with liabilities assumed in the Notes to the Financial Statements. Do not include on this statement the dollar amount of leases capitalized per the USofA General Instruction 20; instead provide a reconciliation of the dollar amount of leases capitalized with the plant cost.

Line No.	Description (See Instruction No. 1 for Explanation of Codes) (a)	Current Year to Date Quarter/Year (b)	Previous Year to Date Quarter/Year (c)
1	Net Cash Flow from Operating Activities:		
2	Net Income (Line 78(c) on page 117)	177,482,676	175,430,252
3	Noncash Charges (Credits) to Income:		
4	Depreciation and Depletion	181,926,788	139,282,040
5	Amortization of Plant	7,263,444	6,603,464
6			
7			
8	Deferred Income Taxes (Net)	110,548,505	28,662,845
9	Investment Tax Credit Adjustment (Net)	-2,615,303	
10	Net (Increase) Decrease in Receivables	35,883,200	-12,131,506
11	Net (Increase) Decrease in Inventory	-3,808,082	-618,958
12	Net (Increase) Decrease in Allowances Inventory	116,117	408,497
13	Net Increase (Decrease) in Payables and Accrued Expenses	-23,441,083	5,802,573
14	Net (Increase) Decrease in Other Regulatory Assets	-53,358,837	45,268,394
15	Net Increase (Decrease) in Other Regulatory Liabilities	53,342,425	10,868,189
16	(Less) Allowance for Other Funds Used During Construction	29,707	1,489,749
17	(Less) Undistributed Earnings from Subsidiary Companies	1,923,199	3,761,027
18	Other (provide details in footnote):	-43,771,829	-18,411,812
19	Change in other deferred debits	39,843	-2,358,473
20	Change in other deferred credits	-1,344,903	-1,458,452
21			
22	Net Cash Provided by (Used in) Operating Activities (Total 2 thru 21)	436,310,055	372,096,277
23			
24	Cash Flows from Investment Activities:		
25	Construction and Acquisition of Plant (including land):		
26	Gross Additions to Utility Plant (less nuclear fuel)	-258,840,832	-428,563,722
27	Gross Additions to Nuclear Fuel		
28	Gross Additions to Common Utility Plant		
29	Gross Additions to Nonutility Plant		
30	(Less) Allowance for Other Funds Used During Construction	-29,707	-1,489,749
31	Other (provide details in footnote):		
32			
33			
34	Cash Outflows for Plant (Total of lines 26 thru 33)	-258,811,125	-427,073,973
35			
36	Acquisition of Other Noncurrent Assets (d)		
37	Proceeds from Disposal of Noncurrent Assets (d)	92,810	-4,381
38			
39	Investments in and Advances to Assoc. and Subsidiary Companies		
40	Contributions and Advances from Assoc. and Subsidiary Companies		
41	Disposition of Investments in (and Advances to)		
42	Associated and Subsidiary Companies		
43			
44	Purchase of Investment Securities (a)		
45	Proceeds from Sales of Investment Securities (a)		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STATEMENT OF CASH FLOWS

(1) Codes to be used:(a) Net Proceeds or Payments;(b)Bonds, debentures and other long-term debt; (c) Include commercial paper; and (d) Identify separately such items as investments, fixed assets, intangibles, etc.
(2) Information about noncash investing and financing activities must be provided in the Notes to the Financial statements. Also provide a reconciliation between "Cash and Cash Equivalents at End of Period" with related amounts on the Balance Sheet.
(3) Operating Activities - Other: Include gains and losses pertaining to operating activities only. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show in the Notes to the Financials the amounts of interest paid (net of amount capitalized) and income taxes paid.
(4) Investing Activities: Include at Other (line 31) net cash outflow to acquire other companies. Provide a reconciliation of assets acquired with liabilities assumed in the Notes to the Financial Statements. Do not include on this statement the dollar amount of leases capitalized per the USofA General Instruction 20; instead provide a reconciliation of the dollar amount of leases capitalized with the plant cost.

Line No.	Description (See Instruction No. 1 for Explanation of Codes) (a)	Current Year to Date Quarter/Year (b)	Previous Year to Date Quarter/Year (c)
46	Loans Made or Purchased		
47	Collections on Loans		
48			
49	Net (Increase) Decrease in Receivables		
50	Net (Increase) Decrease in Inventory		
51	Net (Increase) Decrease in Allowances Held for Speculation		
52	Net Increase (Decrease) in Payables and Accrued Expenses		
53	Other (provide details in footnote):	-12,930,503	-55,328
54	Change in restricted cash	-45,500	
55	Change in Non-Hedging Derivatives		17,947
56	Net Cash Provided by (Used in) Investing Activities		
57	Total of lines 34 thru 55)	-271,694,318	-427,115,735
58			
59	Cash Flows from Financing Activities:		
60	Proceeds from Issuance of:		
61	Long-Term Debt (b)	-2,875,370	1,472,221,502
62	Preferred Stock		
63	Common Stock		
64	Other (provide details in footnote):		
65			
66	Net Increase in Short-Term Debt (c)		
67	Other (provide details in footnote):		
68			
69			
70	Cash Provided by Outside Sources (Total 61 thru 69)	-2,875,370	1,472,221,502
71			
72	Payments for Retirement of:		
73	Long-term Debt (b)		-1,298,000,000
74	Preferred Stock		
75	Common Stock		
76	Other (provide details in footnote):		
77			
78	Net Decrease in Short-Term Debt (c)	-10,434,000	-67,540,954
79			
80	Dividends on Preferred Stock		
81	Dividends on Common Stock	-123,500,000	-50,000,000
82	Net Cash Provided by (Used in) Financing Activities		
83	(Total of lines 70 thru 81)	-136,809,370	56,680,548
84			
85	Net Increase (Decrease) in Cash and Cash Equivalents		
86	(Total of lines 22,57 and 83)	27,806,367	1,661,090
87			
88	Cash and Cash Equivalents at Beginning of Period	3,333,447	1,672,357
89			
90	Cash and Cash Equivalents at End of period	31,139,814	3,333,447

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 120 Line No.: 18 Column: b

Other operating cash flows:

Depreciation charged to balance sheet accounts	$ (43,966,084)
Accumulated Provision for Uncollectible Accounts - Credit	(5,886,136)
Other changes in Net Utility Plant	39,224,309
Amortization of Debt Expenses and Losses on Bonds	3,093,073
Unamortized Discount on Long-Term Debt - Debit	635,250
Net increase in Prepayments and other assets	(7,101,062)
Net decrease in Preliminary Survey	675,183
Net increase in Other Comprehensive Income	(464,223)
Net increases in Customer Advances for Construction	286,665
Net increase in Asset Retirement Obligations	7,808,276
Net increase in the Provision for Pension and Postretirement Benefits	12,173,020
Pension and Postretirement Funding	(50,044,299)
Net increase in Change in Non-Hedging Derivatives	210,779
Gains and Losses on Interest Rate Swaps	208,723
Net increase in Other Liabilities	(259,968)
Gains on Disposals of Assets	(74,124)
Proceeds received on the sale of assets	(303,707)
Investment in subsidiary and other investments	759,776
Change in Deferred Income Taxes - purchase accounting	13,496
Change in Unappropriated Undistributed Subsidiary Earnings - purchase accounting	(726,082)
Change in Debt - purchase accounting	(66,306)
Change in Other Regulatory Assets - purchase accounting	31,612

Total	$ (43,771,829)

Schedule Page: 120 Line No.: 18 Column: c

Other operating cash flows:

Depreciation charged to balance sheet accounts	$ (36,909,643)
Other changes in Net Utility Plant	(1,916,116)
Amortization of Debt Expenses and Losses on Bonds	1,188,942
Net decrease in Prepayments and other current assets	19,193
Net decrease in Preliminary Survey	977,236
Net decrease in Other Comprehensive Income	(1,993,677)
Net decrease in Customer Advances for Construction	(58,648)
Net increase in Asset Retirement Obligations	10,095,490
Net increase in the Provision for Pension and Postretirement Benefits	27,106,897
Pension and Postretirement Funding	(20,373,490)
Net increase in Change in Non-Hedging Derivatives	65,279
Gains and Losses on Interest Rate Swaps	59,587
Gains on Disposals of Assets	10,504
Proceeds received on the sale of assets	(10,504)
Investment in subsidiary and other investments	3,262,974
Change in Deferred Income Taxes - purchase accounting	(40,852)
Change in Unappropriated Undistributed Subsidiary Earnings - purchase accounting	147,681
Change in Long-Term Debt - purchase accounting	(11,051)
Change in Miscellaneous Long-Term Liabilities - purchase accounting	(31,612)
Rounding	(2)

Total	$ (18,411,812)

Schedule Page: 120 Line No.: 53 Column: b

Other investing cash flows:

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

FOOTNOTE DATA

Costs incurred related to Asset Retirement Obligations $ (12,930,503)

Schedule Page: 120 Line No.: 53 Column: c

Other investing cash flows:

Costs incurred related to Asset Retirement Obligations $ (55,328)

Schedule Page: 120 Line No.: 90 Column: b

Cash and cash equivalents is comprised of the following amounts:

Cash (131)	$	31,096,140
Temporary Cash Investments (136)		43,674

Total Cash and Cash Equivalents at the End of Period	$	31,139,814

Schedule Page: 120 Line No.: 90 Column: c

Cash and cash equivalents is comprised of the following amounts:

Cash (131)	$	3,132,600
Temporary Cash Investments (136)		200,847

Total Cash and Cash Equivalents at the End of Period	$	3,333,447

Name of Respondent	This Report Is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

NOTES TO FINANCIAL STATEMENTS

1. Use the space below for important notes regarding the Balance Sheet, Statement of Income for the year, Statement of Retained Earnings for the year, and Statement of Cash Flows, or any account thereof. Classify the notes according to each basic statement, providing a subheading for each statement except where a note is applicable to more than one statement.
2. Furnish particulars (details) as to any significant contingent assets or liabilities existing at end of year, including a brief explanation of any action initiated by the Internal Revenue Service involving possible assessment of additional income taxes of material amount, or of a claim for refund of income taxes of a material amount initiated by the utility. Give also a brief explanation of any dividends in arrears on cumulative preferred stock.
3. For Account 116, Utility Plant Adjustments, explain the origin of such amount, debits and credits during the year, and plan of disposition contemplated, giving references to Cormmission orders or other authorizations respecting classification of amounts as plant adjustments and requirements as to disposition thereof.
4. Where Accounts 189, Unamortized Loss on Reacquired Debt, and 257, Unamortized Gain on Reacquired Debt, are not used, give an explanation, providing the rate treatment given these items. See General Instruction 17 of the Uniform System of Accounts.
5. Give a concise explanation of any retained earnings restrictions and state the amount of retained earnings affected by such restrictions.
6. If the notes to financial statements relating to the respondent company appearing in the annual report to the stockholders are applicable and furnish the data required by instructions above and on pages 114-121, such notes may be included herein.
7. For the 3Q disclosures, respondent must provide in the notes sufficient disclosures so as to make the interim information not misleading. Disclosures which would substantially duplicate the disclosures contained in the most recent FERC Annual Report may be omitted.
8. For the 3Q disclosures, the disclosures shall be provided where events subsequent to the end of the most recent year have occurred which have a material effect on the respondent. Respondent must include in the notes significant changes since the most recently completed year in such items as: accounting principles and practices; estimates inherent in the preparation of the financial statements; status of long-term contracts; capitalization including significant new borrowings or modifications of existing financing agreements; and changes resulting from business combinations or dispositions. However were material contingencies exist, the disclosure of such matters shall be provided even though a significant change since year end may not have occurred.
9. Finally, if the notes to the financial statements relating to the respondent appearing in the annual report to the stockholders are applicable and furnish the data required by the above instructions, such notes may be included herein.

PAGE 122 INTENTIONALLY LEFT BLANK
SEE PAGE 123 FOR REQUIRED INFORMATION.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

GLOSSARY OF TERMS AND ABBREVIATIONS

KU - Kentucky Utilities Company, a public utility subsidiary of LKE engaged in the regulated generation, transmission, distribution and sale of electricity, primarily in Kentucky. The subsidiary was acquired by PPL through the acquisition of LKE in November 2010.

LG&E - Louisville Gas and Electric Company, a public utility affiliate of KU and subsidiary of LKE engaged in the regulated generation, transmission, distribution and sale of electricity and the distribution and sale of natural gas in Kentucky. The subsidiary was acquired by PPL through the acquisition of LKE in November 2010.

LKE - LG&E and KU Energy LLC (formerly E.ON U.S. LLC), a subsidiary of PPL and the parent of KU, LG&E and other subsidiaries. PPL acquired E.ON U.S. LLC in November 2010 and changed the name to LG&E and KU Energy LLC. Within the context of this document, references to LKE also relate to the consolidated entity.

LKS - LG&E and KU Services Company, a subsidiary of LKE that provides services for LKE and its subsidiaries. The subsidiary was acquired by PPL through the acquisition of LKE in November 2010.

PPL - PPL Corporation, the parent holding company of PPL Electric, PPL Energy Funding, LKE and other subsidiaries.

PPL Energy Supply - PPL Energy Supply, LLC, an affiliate of KU, subsidiary of PPL Energy Funding and the parent company of PPL Generation, PPL EnergyPlus and other subsidiaries.

Other terms and abbreviations

2011 Registration Statement - refers to the registration statement on Form S-4 filed with the SEC by KU (Registration No. 333-173675) on April 22, 2011, as amended by Amendment No. 1 filed with the SEC on May 26, 2011 and effective June 1, 2011.

Acid Rain Program - allowance trading system established by the Clean Air Act to reduce levels of sulfur dioxide. Under this program, affected power plants are allocated allowances based on their fuel consumption during specified baseline years and a specific emissions rate.

AFUDC - Allowance for Funds Used During Construction. The cost of equity and debt funds used to finance construction projects of regulated businesses, which is capitalized as part of construction costs.

AOCI - accumulated other comprehensive income or loss.

ARO - asset retirement obligation.

Bluegrass CTs - Three natural gas combustion turbines owned by Bluegrass Generation. KU and LG&E entered into an Asset Purchase Agreement with Bluegrass Generation for the purchase of these combustion turbines, subject to certain conditions including receipt of applicable regulatory approvals and clearances.

Bluegrass Generation - Bluegrass Generation Company, L.L.C., an exempt wholesale electricity generator in LaGrange, Kentucky.

CAIR - the EPA's Clean Air Interstate Rule.

Clean Air Act - federal legislation enacted to address certain environmental issues related to air emissions, including acid

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

rain, ozone and toxic air emissions.

CPCN - Certificate of Public Convenience and Necessity. Authority granted by the KPSC pursuant to Kentucky Revised Statute 278.020 to provide utility service to or for the public or the construction of any plant, equipment, property or facility for furnishing of utility service to the public.

CSAPR - Cross-State Air Pollution Rule, the CSAPR implements Clean Air Act requirements concerning the transport of air pollution from power plants across state boundaries. The CSAPR replaces the 2005 CAIR, which the U.S. Court of Appeals for the D.C. Circuit ordered the EPA to revise in 2008. The court has granted a stay allowing CAIR to remain in place pending a ruling on the legal challenges to the CSAPR.

Dodd-Frank Act - the Dodd-Frank Wall Street Reform and Consumer Protection Act that was signed into law in July 2010.

DOE - Department of Energy, a U.S. government agency.

DSM - Demand Side Management. Pursuant to Kentucky Revised Statute 278.285, the KPSC may determine the reasonableness of DSM plans proposed by any utility under its jurisdiction. Proposed DSM mechanisms may seek full recovery of DSM programs and revenues lost by implementing those programs and/or incentives designed to provide financial rewards to the utility for implementing cost-effective DSM programs. The cost of such programs shall be assigned only to the class or classes of customers which benefit from the programs.

ECR - Environmental Cost Recovery. Pursuant to Kentucky Revised Statute 278.183, effective January 1993, Kentucky electric utilities are entitled to the current recovery of costs of complying with the Clean Air Act, as amended, and those federal, state or local environmental requirements which apply to coal combustion and by-products from the production of energy from coal.

EEI - Electric Energy, Inc., which owns and operates a coal-fired plant and a natural gas facility in southern Illinois.

EMF - electric and magnetic fields.

E.ON AG - a German corporation and the indirect parent of E.ON US Investments Corp., the former parent of LKE.

EPA - Environmental Protection Agency, a U.S. government agency.

FERC - Federal Energy Regulatory Commission, the federal agency that regulates, among other things, interstate transmission and wholesale sales of electricity, hydroelectric power projects and related matters.

GAAP - Generally Accepted Accounting Principles in the U.S.

GHG - greenhouse gas(es).

Health Care Reform - The Patient Protection and Affordable Care Act (HR 3590) and the Health Care and Education Reconciliation Act of 2010 (HR 4872), signed into law in March 2010.

IRP - Integrated Resource Plan. Pursuant to Kentucky Administrative Regulation 807 5:058, Kentucky electric utilities are required to file triennially an IRP with the KPSC. The filing is to provide the utilities' load forecasts and resource plans to meet future demand with an adequate and reliable supply of electricity at the lowest possible cost for all

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

customers while satisfying all related state and federal laws and regulations.

IRS - Internal Revenue Service, a U.S. government agency.

ISO - Independent System Operator.

KPSC - Kentucky Public Service Commission, the state agency that has jurisdiction over the regulation of rates and service of utilities in Kentucky.

KU 2010 Mortgage Indenture - KU's Indenture dated as of October 1, 2010, to The Bank of New York Mellon, as trustee, as supplemented.

kWh - kilowatt-hour, basic unit of electrical energy.

LIBOR - London Interbank Offered Rate.

MATS - Mercury and Air Toxics Standards.

MW - megawatt, one thousand kilowatts.

MWh - megawatt-hour, one thousand kilowatt-hours.

NERC - North American Electric Reliability Corporation.

NGCC - Natural gas-fired combined-cycle turbine.

NPDES - National Pollutant Discharge Elimination System.

NPNS - the normal purchases and normal sales exception as permitted by derivative accounting rules. Derivatives that qualify for this exception receive accrual accounting treatment.

OCI - other comprehensive income or loss.

Opacity - The degree to which emissions reduce the transmission of light and obscure the view of an object in the background. There are emission regulations that limit the opacity in power plant stack gas emissions.

OVEC - Ohio Valley Electric Corporation, located in Piketon, Ohio, an entity in which LKE indirectly owns an 8.13% interest (consists of LG&E's 5.63% and KU's 2.50% interests), which is accounted for as a cost-method investment. OVEC owns and operates two coal-fired power plants, the Kyger Creek Plant in Ohio and the Clifty Creek Plant in Indiana, with combined nameplate capacities of 2,390 MW.

PP&E - property, plant and equipment.

Predecessor - refers to the KU pre-acquisition activity covering the time period prior to November 1, 2010.

S&P - Standard & Poor's Ratings Services, a credit rating agency.

SCR - selective catalytic reduction, a pollution control process for the removal of nitrogen oxide from exhaust gases.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Scrubber - an air pollution control device that can remove particulates and/or gases (such as sulfur dioxide) from exhaust gases.

SEC - the U.S. Securities and Exchange Commission, a U.S. government agency whose primary mission is to protect investors and maintain the integrity of the securities markets.

Securities Act of 1933 - the Securities Act of 1933, 15 U.S. Code, Sections 77a-77aa, as amended.

Successor - refers to the KU post-acquisition activity covering the time period after October 31, 2010.

Superfund - federal environmental legislation that addresses remediation of contaminated sites; states also have similar statutes.

TC2 - Trimble County Unit 2, a coal-fired plant located in Kentucky with a net summer capacity of 732 MW. LKE indirectly owns a 75% interest (consists of LG&E's 14.25% and KU's 60.75% interests) in TC2, or 549 MW of the capacity.

TRA - Tennessee Regulatory Authority, the state agency that has jurisdiction over the regulation of rates and service of utilities in Tennessee.

VaR - value-at-risk, a statistical model that attempts to estimate the value of potential loss over a given holding period under normal market conditions at a given confidence level.

VIE - variable interest entity.

VSCC - Virginia State Corporation Commission, the state agency that has jurisdiction over the regulation of Virginia corporations, including utilities.

Name of Respondent	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company		/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

As permitted by the FERC for the Year Ended December 31, 2011 Form 1, the Notes to Financial Statements set forth below are principally from the Respondent's SEC Form 10-K for the Year Ended December 31, 2011, which was filed with the SEC on February 28, 2012. Accordingly, these Notes do not reflect updated information since this filing date.

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

General

Capitalized terms and abbreviations are explained in the glossary. Dollars are in millions unless otherwise noted.

Presentation

The accompanying financial statements are prepared on the regulatory basis of accounting in accordance with the requirements of the FERC, which is a comprehensive basis of accounting other than GAAP. The significant differences between GAAP and FERC reporting are as follows:

(a) Certain cost of removal obligations are recorded in accumulated depreciation for FERC reporting and recorded in regulatory liabilities for GAAP reporting;
(b) Long-term and short-term bonds are recorded in total in the long-term debt section for FERC reporting and are presented separately in current liabilities for the short-term portion and in long-term debt for the long-term portion for GAAP reporting;
(c) Deferred taxes are shown gross for FERC reporting in the Balance Sheet (a deferred asset and a deferred liability are recorded), for GAAP reporting the deferred taxes are netted together and recorded as a net asset or net liability; and
(d) Utility Plant is stated at cost for FERC reporting and at net fair value for assets recorded at November 1, 2010 for GAAP reporting.

Business and Consolidation

KU is engaged in the regulated generation, transmission, distribution and sale of electricity. KU serves its customers in Virginia under the Old Dominion Power name.

The financial statements and accompanying footnotes of KU have been segregated to present pre-acquisition activity as the "Predecessor" and post-acquisition activity as the "Successor." Predecessor activity covers the time period prior to November 1, 2010. Successor activity covers the time period after October 31, 2010. Certain accounting and presentation methods were changed to acceptable alternatives in the Successor financial statements to conform to PPL's accounting policies. The cost basis of certain assets and liabilities were changed as of November 1, 2010 as a result of the application of push-down accounting. Consequently, the financial position, results of operations and cash flows for the Successor period are not comparable to the Predecessor period. "Earnings reinvested" on the Balance Sheet of KU was reset to $0 as of November 1, 2010 and only

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

reflects earnings and dividend activity since that date. See Note 5 for information about an application filed with the FERC regarding future dividend payments related to this push-down accounting impact.

The financial statements of KU include the company's own accounts as well as the accounts of any entities in which the company has a controlling financial interest. Entities for which a controlling financial interest is not demonstrated through voting interests are evaluated based on accounting guidance for VIEs. KU consolidates a VIE when it is determined to have a controlling interest in the VIE, and thus is the primary beneficiary of the entity. KU has no controlling interest in a VIE. Investments in entities in which a company has the ability to exercise significant influence but does not have a controlling financial interest are accounted for under the equity method. All other investments are carried at cost or fair value. All significant intercompany transactions have been eliminated. Any noncontrolling interests are reflected in the financial statements.

The financial statements of KU include its share of any undivided interests in jointly owned facilities, as well as its share of the related operating costs of those facilities. See Note 10 for additional information.

Regulation

KU is a cost-based rate-regulated utility for which rates are set by regulators to enable KU to recover the costs of providing electric service and to provide a reasonable return to shareholders. Rates are generally established based on a historical test period adjusted to exclude unusual or nonrecurring items. As a result, the financial statements are subject to the accounting for certain types of regulation as prescribed by GAAP and reflect the effects of regulatory actions. Regulatory assets are recognized for the effect of transactions or events where future recovery of underlying costs is probable in regulated customer rates. The effect of such accounting is to defer certain or qualifying costs that would otherwise currently be charged to expense. Regulatory liabilities are recognized for amounts expected to be returned through future regulated customer rates. In certain cases, regulatory liabilities are recorded based on an understanding or agreement with the regulator that rates have been set to recover costs that are expected to be incurred in the future, and the regulated entity is accountable for any amounts charged pursuant to such rates and not yet expended for the intended purpose. The accounting for regulatory assets and liabilities is based on specific ratemaking decisions or precedent for each transaction or event as prescribed by the FERC or the applicable state regulatory commissions. See Note 4 for additional details regarding regulatory matters.

Accounting Records

The system of accounts is maintained in accordance with the Uniform System of Accounts prescribed by the FERC and adopted by the applicable state regulatory commissions.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	(Mo, Da, Yr) / /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Loss Accruals

Potential losses are accrued when (1) information is available that indicates it is "probable" that a loss has been incurred, given the likelihood of the uncertain future events and (2) the amount of the loss can be reasonably estimated. Accounting guidance defines "probable" as cases in which "the future event or events are likely to occur." KU continuously assesses potential loss contingencies for environmental remediation, litigation claims, regulatory penalties and other events. Loss accruals are discounted when appropriate.

The accrual of contingencies that might result in gains is not recorded, unless recovery is assured.

Changes in Classification

The classification of certain amounts in the 2010 financial statements have been changed to conform to the current presentation. The changes in classification did not affect KU's net income or equity.

Comprehensive Income

Comprehensive income, which includes net income and OCI, consists of changes in equity from transactions not related to shareowners. Comprehensive income is shown on the Statements of Comprehensive Income.

KU had no AOCI balances at December 31, 2010 and 2011 (Successor periods). KU had $2 million of after-tax losses related to equity investees' AOCI during the ten months ended October 31, 2010 (a Predecessor period) which were eliminated with the effect of the PPL acquisition.

Price Risk Management

Energy and energy-related contracts are used to hedge the variability of expected cash flows associated with the generating units and marketing activities. Similar derivatives may receive different accounting treatment, depending on management's intended use and documentation.

All contracts that have been classified as derivative contracts are reflected on the balance sheet at their fair value. These contracts are recorded as "Price risk management assets" and "Price risk management liabilities" on the Balance Sheets. Derivative positions that deliver within a year are included in "Current Assets" and "Current Liabilities," while derivative positions that deliver beyond a year are recorded in "Other Noncurrent Assets" and "Deferred Credits and Other Noncurrent Liabilities."

Energy and energy-related trades are assigned a strategy and accounting classification. Processes exist that allow for subsequent review and validation of the trade information. These strategies are discussed in more detail in Note 15. The accounting department provides the traders and the risk management department with guidelines on appropriate accounting classifications for various trade types and strategies. Some examples of these guidelines include, but are not limited to:

Physical coal, limestone, lime, electric transmission, gas transportation and renewable energy credit contracts

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

are not derivatives due to the lack of net settlement provisions.

Only contracts where physical delivery is deemed probable throughout the entire term of the contract can qualify for the NPNS exception.

Derivative transactions that do not qualify for NPNS or hedge accounting treatment are marked to fair value through earnings.

Cash inflows and outflows related to derivative instruments are included as a component of operating, investing or financing activities on the Statements of Cash Flows, depending on the underlying nature of the hedged items.

KU has elected not to offset net derivative positions against the right to reclaim cash collateral (a receivable) or the obligation to return cash collateral (a payable) under master netting arrangements.

See Notes 14 and 15 for additional information on derivatives.

Revenue Recognition

Operating revenues are recorded based on energy deliveries through the end of the calendar month. Unbilled retail revenues result because customers' meters are read and bills are rendered throughout the month, rather than all being read at the end of the month. Unbilled revenues for a month are calculated by multiplying an estimate of unbilled kWh by the estimated average cents per kWh. Unbilled wholesale energy revenues are recorded at month-end to reflect estimated amounts until actual dollars and MWhs are confirmed and invoiced. At that time, unbilled revenue is reversed and actual revenue is recorded.

Accounts Receivable

Accounts receivable are reported on the Balance Sheets at the gross outstanding amount adjusted for an allowance for doubtful accounts. Accounts receivable that are acquired are initially recorded at fair value on the date of acquisition. See Note 7 for information related to the acquisition of LKE by PPL.

Allowance for Doubtful Accounts

Accounts receivable collectability is evaluated using a combination of factors, including past due status based on contractual terms, trends in write-offs, the age of the receivable, counterparty creditworthiness and economic conditions. Specific events, such as bankruptcies, are also considered. Adjustments to the allowance for doubtful accounts are made when necessary based on the results of analysis, the aging of receivables, and historical and industry trends.

Accounts receivable are written off in the period in which the receivable is deemed uncollectible. Recoveries of accounts receivable previously written off are recorded when it is known they will be received.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

The changes in the allowance for doubtful accounts were:

	Balance at Beginning of Period	Additions: Charged to Income	Additions: Charged to Other Accounts (a)	Deductions (b)	Balance at End of Period
2011 - Successor	$ 6	$ 6	$ -	$ 10	$ 2
2010 - Successor	-	1	6	1	6
2010 - Predecessor	3	6	-	6	3

(a) Primarily related to capital projects, thus the provision was recorded as an adjustment to construction work in progress.
(b) Includes amounts associated with KU activity since the November 1, 2010 acquisition date. See Note 7 for additional information related to the acquisition of LKE.

Cash

Cash Equivalents

All highly liquid debt instruments purchased with original maturities of three months or less are considered to be cash equivalents.

Restricted Cash and Cash Equivalents

Bank deposits and other cash equivalents that are restricted by agreement or that have been clearly designated for a specific purpose are classified as restricted cash and cash equivalents. The change in restricted cash and cash equivalents is reported as an investing activity on the Statements of Cash Flows. On the Balance Sheets, the current portion of restricted cash and cash equivalents is included in "Other current assets" for KU while the noncurrent portion is included in "Other noncurrent assets." At December 31 the balances of restricted cash and cash equivalents were insignificant.

Fair Value Measurements

KU values certain financial and nonfinancial assets and liabilities at fair value. Generally, the most significant fair value measurements relate to price risk management assets and liabilities, investments in securities including investments in defined benefit plans, and cash and cash equivalents. KU uses, as appropriate, a market approach (generally, data from market transactions), an income approach (generally, present value techniques and option-pricing models) and/or a cost approach (generally, replacement cost) to measure the fair value of an asset or liability. These valuation approaches incorporate inputs such as observable, independent market data and/or unobservable data that management believes are predicated on the assumptions market participants would use to price an asset or liability. These inputs may incorporate, as applicable, certain risks such as nonperformance risk, which includes credit risk.

KU classifies fair value measurements within one of three levels in the fair value hierarchy. The level assigned to a fair value measurement is based on the lowest level input that is significant to the fair value measurement in its entirety. The three levels of the fair value hierarchy are as follows:

> **Level 1** - quoted prices (unadjusted) in active markets for identical assets or liabilities that are accessible at the measurement date. Active markets are those in which transactions for the asset or liability occur with sufficient frequency and volume to provide pricing information on an ongoing basis.
>
> **Level 2** - inputs other than quoted prices included within Level 1 that are either directly or indirectly observable for substantially the full term of the asset or liability.
>
> **Level 3** - unobservable inputs that management believes are predicated on the assumptions market participants would use to measure the asset or liability at fair value.

Assessing the significance of a particular input requires judgment that considers factors specific to the asset or liability. As such, KU's assessment of the significance of a particular input may affect how the assets and liabilities are classified within the fair value hierarchy.

Investments

Generally, the original maturity date of an investment and management's intent and ability to sell an investment prior to its original maturity determine the classification of investments as either short-term or long-term. Investments that would otherwise be classified as short-term, but are restricted as to withdrawal or use for other than current operations or are clearly designated for expenditure in the acquisition or construction of noncurrent assets or for the liquidation of long-term debts, are classified as long-term.

<u>Short-term Investments</u>

Short-term investments generally include certain deposits as well as securities that are considered highly liquid or provide for periodic reset of interest rates. Investments with original maturities greater than three months and less than a year, as well as investments with original maturities of greater than a year that management has the ability and intent to sell within a year, are included in "Short-term investments" ("Other current assets" if not material) on the Balance Sheets.

<u>Equity Method Investment</u>

KU's investment in EEI is included in "Investments" on the Balance Sheets. KU owns 20% of the common stock of EEI. Through a power marketer affiliated with its majority owner, EEI sells its output to third parties. KU's investment in EEI is accounted for under the equity method of accounting and amounted to $30 million at December 31, 2011 and 2010. As part of PPL's acquisition of LKE and its subsidiaries, the purchase accounting adjustment to reflect the EEI investment at fair value was calculated using the discounted cash flow valuation method. The fair value of the investment in EEI was calculated to be $30 million. The fair value adjustment to the investment is being amortized over the expected remaining useful life of the plant and equipment at EEI,

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

which is estimated to be over 20 years. KU's direct exposure to loss as a result of its involvement with EEI is generally limited to the value of its investment.

Cost Method Investment

KU has an investment in OVEC, which is accounted for using the cost method. The investment is recorded in "Investments" on the KU Balance Sheet. KU and 11 other electric utilities are equity owners of OVEC, located in Piketon, Ohio. OVEC owns and operates two coal-fired plants, Kyger Creek Plant in Ohio and Clifty Creek Plant in Indiana, with combined nameplate generating capacities of 2,390 MW. OVEC's power is currently supplied to KU and 12 other companies affiliated with the various owners. KU owns 2.5% of OVEC's common stock. Pursuant to a power purchase agreement, KU is contractually entitled to its ownership percentage of OVEC's output, which is 60 MW.

KU's investment in OVEC is not significant. The direct exposure to loss as a result of KU's involvement with OVEC is generally limited to the value of its investment; however, KU may be conditionally responsible for a pro-rata share of certain OVEC obligations. As part of PPL's acquisition of LKE, the value of the power purchase contract was recorded as an intangible asset with the offset to a regulatory liability which are both being amortized using the units-of-production method until March 2026, the expiration date of the agreement at the date of the acquisition. See Notes 11 and 16 for additional discussion on the power purchase agreement.

Long-Lived and Intangible Assets

Property, Plant and Equipment

PP&E is recorded at original cost, unless impaired. If impaired, the asset is written down to fair value at that time, which becomes the new cost basis of the asset. Original cost includes material, labor, contractor costs, certain overheads and financing costs, where applicable. The cost of repairs and minor replacements are charged to expense as incurred. KU records costs associated with planned major maintenance projects in the period in which the costs are incurred. KU accrues costs of removal net of estimated salvage value through depreciation, which is included in the calculation of customer rates over the assets' depreciable lives in accordance with regulatory practices. Cost of removal amounts accrued through depreciation rates are accumulated as a regulatory liability until the removal costs are incurred. See Note 4 for additional information.

AFUDC is capitalized as part of the construction costs for cost-based rate-regulated projects for which a return on such costs is recovered after the project is placed in service. The debt component of AFUDC is credited to "Interest Expense" and the equity component is credited to "Other Income (Expense) - net" on the Statements of Income. KU has not recorded significant AFUDC as a return has been provided during the construction period for most projects.

Included in PP&E on the Balance Sheets are capitalized costs of software projects that were developed or obtained for internal use. These capitalized costs are amortized ratably over the expected lives of the projects when they become operational, generally not to exceed five years. Following are capitalized software costs and the accumulated amortization.

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

December 31, 2011		December 31, 2010	
Gross Carrying Amount	Accumulated Amortization	Gross Carrying Amount	Accumulated Amortization
$ 49	$ 8	$ 40	$ 1

Amortization expense of capitalized software costs was as follows:

Successor		Predecessor
Year Ended December 31, 2011	Two Months Ended December 31, 2010	Ten Months Ended October 31, 2010
$ 7	$ 1	$ 6

The amortization of capitalized software is included in "Depreciation" on the Statements of Income.

Depreciation

Depreciation is recorded over the estimated useful lives of property using various methods including the straight-line, composite and group methods. When a component of PP&E that was depreciated under the composite or group method is retired, the original cost is charged to accumulated depreciation. When all or a significant portion of an operating unit that was depreciated under the composite or group method is retired or sold, the property and the related accumulated depreciation account is reduced and any gain or loss is included in income, unless otherwise required by regulators. The weighted-average rates of depreciation were 4.17% and 4.10% at December 31, 2011 and 2010.

As a result of the acquisition of LKE, the original cost for PP&E is its fair value on November 1, 2010, which approximated net book value. This fair value adjustment resulted in lowering the original cost basis of KU's PP&E, thus impacting the calculation of the weighted-average depreciation rate.

Goodwill and Other Intangible Assets

Goodwill represents the excess of the purchase price paid over the fair value of the identifiable net assets acquired in a business combination.

Other acquired intangible assets are initially measured based on their fair value. Intangibles that have finite useful lives are amortized over their useful lives based upon the pattern in which the economic benefits of the intangible assets are consumed or otherwise used. Costs incurred to renew or extend terms of licenses are capitalized as intangible assets.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

When determining the useful life of an intangible asset, including intangible assets that are renewed or extended, KU considers the expected use of the asset; the expected useful life of other assets to which the useful life of the intangible asset may relate; legal, regulatory, or contractual provisions that may limit the useful life; the company's historical experience as evidence of its ability to support renewal or extension; the effects of obsolescence, demand, competition, and other economic factors; and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

KU accounts for emission allowances as intangible assets. KU is allocated emission allowances by state based on its generation facilities' historical emissions experience, and has purchased emission allowances generally when it is expected that additional allowances will be needed. The carrying value of allocated emission allowances is initially recorded at zero value and purchased allowances are initially recorded based on their purchase price. KU emission allowances acquired in the LKE acquisition were recorded at fair value on the date of acquisition. See Note 7 for additional information on the acquisition. When consumed or sold, emission allowances are removed from the Balance Sheet at their weighted-average carrying value. Since the economic benefits of emission allowances are not diminished until they are consumed, emission allowances are not amortized; rather, they are expensed when consumed or a gain or loss is recognized when sold. Such expense is included in "Fuel" on the Statements of Income. Gains and losses on the sale of emission allowances are included in "Other operation and maintenance" on the Statements of Income.

Asset Impairment

KU reviews long-lived assets that are subject to depreciation or amortization, including finite-lived intangibles, for impairment when events or circumstances indicate carrying amounts may not be recoverable. For example, certain emission allowances are expected to be sold rather than consumed. These emission allowances are tested for impairment when events or changes in circumstances, such as a decline in market prices, indicate that their carrying value may not be recoverable.

A long-lived asset classified as held and used is impaired when the carrying amount of the asset exceeds the sum of the undiscounted cash flows expected to result from the use and eventual disposition of the asset. If impaired, the asset's carrying value is written down to its fair value.

A long-lived asset classified as held for sale is impaired when the carrying amount of the asset (disposal group) exceeds its fair value less cost to sell. If impaired, the asset's (disposal group's) carrying value is written down to its fair value less cost to sell.

Goodwill is reviewed for impairment at the reporting unit level annually or more frequently when events or circumstances indicate that the carrying amount of a reporting unit may be greater than the unit's fair value. Additionally, goodwill must be tested for impairment after a portion of goodwill has been allocated to a business to be disposed of. If the carrying amount of KU, including goodwill, exceeds its fair value, the implied fair value of goodwill must be calculated in the same manner as goodwill in a business combination. The fair value of a reporting unit is allocated to all assets and liabilities of that unit as if the reporting unit had been acquired in a business combination. The excess of the fair value of the reporting unit over the amounts assigned to its assets and liabilities is the implied fair value of goodwill. If the implied fair value of goodwill is less than the carrying amount, goodwill is written down to its implied fair value.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Asset Retirement Obligations

KU records liabilities to reflect various legal obligations associated with the retirement of long-lived assets. Initially, this obligation is measured at fair value and offset with an increase in the value of the capitalized asset, which is depreciated over the asset's useful life. Until the obligation is settled, the liability is increased to reflect changes in the obligation due to the passage of time through the recognition of accretion expense classified within "Other operation and maintenance" on the Statements of Income. The accretion and depreciation related to KU's AROs are offset with a regulatory credit on the income statement, such that there is no earnings impact. The regulatory asset created by the regulatory credit is relieved when the ARO is settled.

Estimated ARO costs and settlement dates, which affect the carrying value of the ARO and the related capitalized asset, are reviewed periodically to ensure that any material changes are incorporated into the latest estimate of the ARO. Any change to the capitalized asset, positive or negative, is amortized over the remaining life of the associated long-lived asset. See Note 17 for additional information on AROs.

Compensation and Benefits

Defined Benefits

KU does not directly sponsor any defined benefit plans. KU participates in a qualified funded defined benefit pension and a funded other postretirement benefit plan. These plans are applicable to the majority of the employees of KU and are sponsored by LKE. LKE allocates a portion of the liability and net periodic defined benefit pension and other postretirement costs of the plans to KU based on its participation. KU records an asset or liability to recognize the funded status of all defined benefit plans with an offsetting entry to regulatory assets or liabilities. Consequently, the funded status of all defined benefit plans is fully recognized on the Balance Sheets.

The expected return on plan assets is determined based on a market-related value of plan assets, which is calculated by rolling forward the prior year market-related value with contributions, disbursements and long-term expected return on investments. One-fifth of the difference between the actual value and the expected value is added (or subtracted if negative) to the expected value to determine the new market-related value.

LKE uses an accelerated amortization method for the recognition of gains and losses for its defined benefit pension plans. Under the accelerated method, actuarial gains and losses in excess of 30% of the plan’s projected benefit obligation are amortized on a straight-line basis over one-half of the expected average remaining service of active plan participants. Actuarial gains and losses in excess of 10% of the greater of the plan’s projected benefit obligation or the market-related value of plan assets and less than 30% of the plan’s projected benefit obligation are amortized on a straight-line basis over the expected average remaining service period of active plan participants.

See Note 9 for a discussion of defined benefits.

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	(Mo, Da, Yr) / /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Other

Debt Issuance Costs

Debt issuance costs are deferred and amortized over the appropriate term for the related debt using the interest method or another method, generally straight-line, if the results obtained are not materially different than those that would result from the interest method.

Income Taxes

KU is included in PPL’s consolidated U.S. federal income tax return. Prior to PPL's acquisition of LKE, KU was included in E.ON US Investments Corp.'s consolidated U.S. federal income tax return.

Significant management judgment is required in developing KU’s provision for income taxes, primarily due to the uncertainty related to tax positions taken or expected to be taken in tax returns and the determination of deferred tax assets, liabilities and valuation allowances.

Significant management judgment is also required to determine the amount of benefit to be recognized in relation to an uncertain tax position. KU uses a two-step process to evaluate tax positions. The first step requires an entity to determine whether, based on the technical merits supporting a particular tax position, it is more likely than not (greater than a 50% chance) that the tax position will be sustained. This determination assumes that the relevant taxing authority will examine the tax position and is aware of all the relevant facts surrounding the tax position. The second step requires an entity to recognize in the financial statements the benefit of a tax position that meets the more-likely-than-not recognition criterion. The benefit recognized is measured at the largest amount of benefit that has a likelihood of realization, upon settlement, that exceeds 50%. The amounts ultimately paid upon resolution of issues raised by taxing authorities may differ materially from the amounts accrued and may materially impact the financial statements of KU in the future.

Deferred income taxes reflect the net future tax effects of temporary differences between the carrying amounts of assets and liabilities for accounting purposes and their basis for income tax purposes, as well as the tax effects of net operating losses and tax credit carryforwards.

KU records valuation allowances to reduce deferred tax assets to the amounts that are more likely than not to be realized. KU considers the reversal of temporary differences, future taxable income and ongoing prudent and feasible tax planning strategies in initially recording and subsequently reevaluating the need for valuation allowances. If KU determines that it is able to realize deferred tax assets in the future in excess of recorded net deferred tax assets, adjustments to the valuation allowances increase income by reducing tax expense in the period that such determination is made. Likewise, if KU determines that it is not able to realize all or part of net deferred tax assets in the future, adjustments to the valuation allowances would decrease income by increasing tax expense in the period that such determination is made.

KU defers investment tax credits when the credits are utilized and amortizes the deferred amounts over the average lives of the related assets.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

KU recognizes interest and penalties in "Income Taxes" on the Statements of Income.

See Note 3 for additional discussion regarding income taxes.

The income tax provision for KU is calculated in accordance with an intercompany tax sharing agreement which provides that taxable income be calculated as if KU filed a separate return. Tax benefits are not shared between companies. A tax benefit inures only to the entity that gave rise to said benefit. The effect of PPL filing a consolidated tax return is taken into account in the settlement of current taxes and the recognition of deferred taxes. KU's intercompany tax receivable was $5 million at December 31, 2011 and the intercompany tax payable was $15 million at December 31, 2010.

The provision for KU's deferred income taxes for regulated assets is based upon the ratemaking principles reflected in rates established by the regulators. The difference in the provision for deferred income taxes for regulated assets and the amount that otherwise would be recorded under GAAP is deferred and included on the Balance Sheet in noncurrent "Regulatory assets" or "Regulatory liabilities."

Taxes, Other Than Income

KU presents sales taxes in "Accounts Payable" and value-added taxes in "Taxes" on its Balance Sheet. These taxes are not reflected on the Statements of Income. See Note 3 for details on taxes included in "Taxes, other than income" on the Statements of Income.

Leases

KU evaluates whether arrangements entered into contain leases for accounting purposes. See Note 8 for a discussion of arrangements under which KU is a lessee for accounting purposes.

Fuel, Materials and Supplies

Fuel and materials and supplies are valued at the lower of cost or market using the average cost method. Fuel costs for electric generation are charged to expense as used. See Note 4 for further discussion of the fuel adjustment clause.

"Fuel, materials and supplies" on the Balance Sheets consisted of the following at December 31.

	2011	**2010**
Fuel	$ 97	$ 95
Materials and supplies	44	41
Total	$ 141	$ 136

Guarantees

Generally, the initial measurement of a guarantee liability is the fair value of the guarantee at its inception. However, there are certain guarantees excluded from the scope of accounting guidance and other guarantees that are not subject to the initial recognition and measurement provisions of accounting guidance that only require disclosure. See Note 11 for further discussion of recorded and unrecorded guarantees.

New Accounting Guidance Adopted

Presentation of Comprehensive Income

Effective December 31, 2011, KU retrospectively adopted accounting guidance that was issued to improve the comparability, consistency and transparency of financial reporting and to increase the prominence of items that are recorded in OCI. This guidance requires that all non-owner changes in stockholders' equity be presented either in a single continuous statement of comprehensive income or in two separate but consecutive statements where the first statement includes the components of net income and the second statement includes the components of OCI.

Regardless of whether an entity chooses to present comprehensive income in a single continuous statement or in two separate but consecutive statements, the guidance also would have required an entity to present on the face of the financial statements reclassification adjustments for items that are reclassified from other comprehensive income to net income in the statement(s) where the components of net income and the components of other comprehensive income are presented. However, subsequent to the issuance of this new accounting guidance, this requirement that companies present reclassification adjustments for each component of OCI in both net income and OCI on the face of the financial statements was deferred for further evaluation. The deferral did not change the requirement to present items of net income, items of other comprehensive income and total comprehensive income in either one continuous statement or two separate consecutive statements.

KU has elected to present two separate consecutive statements of comprehensive income. The adoption of this standard resulted in a change in presentation and additional footnote disclosure that did not have a significant impact on KU.

2. Preferred Securities

Preferred Stock

KU is authorized to issue up to 5,300,000 shares of preferred stock without par value. KU had no preferred stock issued or outstanding in 2011 or 2010.

Preference Stock

KU is authorized to issue up to 2,000,000 shares of preference stock without par value. KU had no preference stock issued or outstanding in 2011 or 2010.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

3. Income and Other Taxes

The provision for KU's deferred income taxes for regulated assets is based upon the ratemaking principles reflected in rates established by the KPSC, VSCC, TRA and the FERC. The difference in the provision for deferred income taxes for regulated assets and the amount that otherwise would be recorded under GAAP is deferred and included in "Regulatory liabilities" on the Balance Sheets.

Significant components of KU's deferred income tax assets and liabilities were as follows:

	2011	2010
Deferred Tax Assets		
Regulatory liabilities and other	$ 58	$ 92
Deferred investment tax credit (a)	39	1
Income taxes due to customers	7	5
Accrued pension costs	9	9
Liabilities and other	6	6
Total deferred tax assets	119	113
Deferred Tax Liabilities		
Plant - net	500	350
Regulatory assets and other	98	133
Total deferred tax liabilities	598	483
Net deferred tax liability	$ 479	$ 370

(a) Changes in balance primarily relate to investment tax credits for TC2, which began dispatching electricity in January 2011. See discussion on TC2 below.

KU expects to have adequate levels of taxable income to realize its recorded deferred income tax assets.

Details of the components of income tax expense, a reconciliation of federal income taxes derived from statutory tax rates applied to "Income Before Income Taxes" to income taxes for reporting purposes, and details of "Taxes, other than income" were:

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

	Successor	
	Year Ended December 31, 2011	Two Months Ended December 31, 2010
Income Tax Expense (Benefit)		
Current - Federal	$ (8)	$ 13
Current - State	4	3
Total Current Expense	(4)	16
Deferred - Federal	101	4
Deferred - State	10	-
Total Deferred Expense	111	4
Investment tax credit, net - Federal	(3)	-
Total income tax expense (a)	$ 104	$ 20
Total income tax expense - Federal	$ 90	$ 17
Total income tax expense - State	14	3
Total income tax expense (a)	$ 104	$ 20

	Predecessor
	Ten Months Ended October 31, 2010
Income Tax Expense (Benefit)	
Current - Federal	$ 46
Current - State	9
Total Current Expense	55
Deferred - Federal	20
Deferred - State	3
Total Deferred Expense	23
Investment tax credit, net - Federal	-
Total income tax expense (a)	$ 78
Total income tax expense - Federal	$ 66
Total income tax expense - State	12
Total income tax expense (a)	$ 78

(a) Excludes deferred federal and state tax (benefit) recorded to OCI of $(1) million for the ten month period ended October 31, 2010. Also excludes deferred federal and state tax expense (benefit)

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

recorded to Regulatory assets of $(1) million in 2011, $1 million for the two month period ended December 31, 2010 and $2 million for the ten month period ended October 31, 2010.

	Predecessor
	Ten Months Ended October 31, 2010
Reconciliation of Income Taxes	
Federal income tax on Income Before Income Taxes at statutory tax rate - 35%	$ 77
Increase (decrease) due to:	
State income taxes, net of federal income tax benefit	8
Other	(7)
Total increase (decrease)	1
Total income tax expense	$ 78
Effective income tax rate	35.8%

	Successor	
	Year Ended December 31, 2011	Two Months Ended December 31, 2010
Reconciliation of Income Taxes		
Federal income tax on Income Before Income Taxes at statutory tax rate - 35%	$ 99	$ 19
Increase (decrease) due to:		
State income taxes, net of federal income tax benefit	9	2
Other	(4)	(1)
Total increase (decrease)	5	1
Total income tax expense	$ 104	$ 20
Effective income tax rate	36.9%	36.4%

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	(Mo, Da, Yr) / /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

	Successor		Predecessor
	Year Ended December 31, 2011	Two Months Ended December 31, 2010	Ten Months Ended October 31, 2010
Taxes, other than income			
Property and other	$ 19	$ 1	$ 9

In June 2006, KU and LG&E filed a joint application with the DOE requesting certification to be eligible for $125 million in investment tax credits ($101 million to KU and $24 million to LG&E) applicable to the construction of TC2. All necessary DOE and IRS approvals were subsequently received. In September 2007, KU and LG&E received an Order from the KPSC approving the accounting of the investment tax credits, which includes full depreciation basis adjustment for the amount of the credits. The income tax impacts from recording the depreciation basis adjustment and from amortizing these credits over the life of the related property began in January 2011, when LKE began dispatching electricity from TC2 to meet customer demand. In 2011, $2 million of net tax benefits were recognized for KU and LG&E.

Unrecognized Tax Benefits

KU's unrecognized tax benefits and changes in those unrecognized tax benefits are insignificant at December 31, 2011 and 2010. For KU, no significant changes in unrecognized tax benefits are projected over the next 12 months. At December 31, the total unrecognized tax benefits and related indirect effects that, if recognized, would decrease the effective tax rate were insignificant for KU.

At December 31, 2011 and 2010, the receivable (payable) balances were recorded for interest related to tax positions. The amounts for KU were insignificant. The interest expense (benefit) was recognized in income taxes. The amount for KU was insignificant.

Tax Jurisdictions

The income tax provisions for KU are calculated in accordance with an intercompany tax sharing policy which provides that taxable income be calculated as if each subsidiary filed a separate consolidated return. KU indirectly or directly files tax returns in two major tax jurisdictions. With few exceptions, at December 31, 2011, these jurisdictions, as well as the tax years that are no longer subject to examination, were as follows:

U.S. (federal) (a)	10/31/2010 and prior
Kentucky (state)	2006 and prior

(a) For KU, 2008 and 2009, as well as the ten month period ending October 31, 2010, remain open under the standard three year statute of limitations; however, the IRS has completed its audit of these periods under the Compliance Assurance Process, effectively closing them to audit adjustments. No issues remain outstanding.

4. Utility Rate Regulation

As discussed in Note 1 and summarized below, KU reflects the effects of regulatory actions in the financial statements for its cost-based rate-regulated utility operations. Regulatory assets and liabilities are classified as current if, upon initial recognition, the entire amount related to that item will be recovered or refunded within a year of the balance sheet date. As such, the primary items classified as current are related to rate mechanisms that periodically adjust to account for over- or under-collections.

KU is subject to the jurisdiction of the KPSC, FERC, VSCC and TRA.

KU’s Kentucky base rates are calculated based on a return on capitalization (common equity, long-term debt and notes payable) including certain adjustments to exclude non-regulated investments and environmental compliance costs recovered separately through the ECR mechanism. As such, regulatory assets generally earn a return.

As a result of purchase accounting requirements, certain fair value amounts related to contracts that had favorable or unfavorable terms relative to market were recorded on the Balance Sheets with an offsetting regulatory asset or liability. KU recovers in customer rates the cost of coal contracts, power purchases and emission allowances. As a result, management believes the regulatory assets and liabilities created to offset the fair value amounts at the acquisition date meet the recognition criteria established by existing accounting guidance and eliminate any rate making impact of the fair value adjustments. KU's customer rates will continue to reflect the original contracted prices for these contracts.

KU's Virginia base rates are calculated based on a return on rate base (net utility plant plus working capital less deferred taxes and miscellaneous deductions). All regulatory assets and liabilities, except the levelized fuel factor, are excluded from the return on rate base utilized in the calculation of Virginia base rates; therefore, no return is earned on the related assets.

KU's rates to municipal customers for wholesale requirements are calculated based on annual updates to a rate formula that utilizes a return on rate base (net utility plant plus working capital less deferred taxes and miscellaneous deductions). All regulatory assets and liabilities are excluded from the return on rate base utilized in the development of municipal rates; therefore, no return is earned on the related assets.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

The following tables provide information about the regulatory assets and liabilities of cost-based rate-regulated utility operations.

	2011	2010
Current Regulatory Assets:		
Coal contracts (a)	$ -	$ 4
Virginia fuel factor	-	5
Total current regulatory assets	$ -	$ 9
Noncurrent Regulatory Assets:		
Defined benefit plans	$ 114	$ 117
Storm costs	57	57
Unamortized loss on debt	12	12
Coal contracts (a)	6	14
AROs	7	2
Other	21	19
Total noncurrent regulatory assets	$ 217	$ 221
Current Regulatory Liabilities:		
Coal contracts (a)	$ -	$ 15
ECR	7	12
Other	3	13
Total current regulatory liabilities	$ 10	$ 40
Noncurrent Regulatory Liabilities:		
Coal contracts (a)	$ 102	$ 126
Power purchase agreement - OVEC (a)	36	38
Net deferred tax assets	8	6
Defined benefit plans	9	10
Other	5	6
Total noncurrent regulatory liabilities	$ 160	$ 186

(a) These regulatory assets and liabilities were recorded as offsets to certain intangible assets and liabilities that were recorded at fair value upon the acquisition of LKE.

Regulatory Assets and Liabilities

Following is an overview of selected regulatory assets and liabilities detailed in the preceding tables. Specific developments with respect to certain of these regulatory assets and liabilities are discussed in "Regulatory Matters."

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

Defined Benefit Plans

Recoverable costs of defined benefit plans represent the portion of unrecognized transition obligation, prior service cost and net actuarial losses that will be recovered in defined benefit plans expense through future base rates based upon established regulatory practices. These regulatory assets and liabilities are adjusted at least annually or whenever the funded status of defined benefit plans is re-measured. Of the regulatory asset and liability balances recorded, $10 million are expected to be amortized into net periodic defined benefit costs in 2012. All costs will be amortized over the average service lives of plan participants.

Storm Costs

KU has the ability to request from the KPSC and VSCC the authority to treat expenses related to specific extraordinary storms as a regulatory asset and defer and amortize such costs for regulatory accounting and reporting purposes. Once such authority is granted, KU can request recovery of those expenses in a base rate case.

Unamortized Loss on Debt

Unamortized loss on reacquired debt represents losses on long-term debt reacquired or redeemed that have been deferred and will be amortized and recovered over either the original life of the extinguished debt or the life of the replacement debt (in the case of refinancing). Such costs are being amortized through 2036 for KU.

ECR

Kentucky law permits KU to recover the costs, including a return of operating expenses and a return of and on capital invested, of complying with the Federal Clean Air Act and those federal, state or local environmental requirements which apply to coal combustion wastes and by-products from coal-fired electric generating facilities. The KPSC requires reviews of the past operations of the environmental surcharge for six-month and two-year billing periods to evaluate the related charges, credits and rates of return, as well as to provide for the roll-in of ECR amounts to base rates each two-year period. The ECR regulatory asset or liability represents the amount that has been under- or over-recovered due to timing or adjustments to the mechanism and is recovered within 12 months. KU is authorized to receive a 10.63% return on equity for the 2005, 2006 and 2009 compliance plans and a 10.10% return on projects associated with the 2011 compliance plan.

Coal Contracts

As a result of purchase accounting associated with PPL's acquisition of LKE, KU's coal contracts were recorded at fair value on the Balance Sheets with offsets to regulatory assets for those contracts with unfavorable terms relative to current market prices and offsets to regulatory liabilities for those contracts with favorable terms relative to current market prices. These regulatory assets and liabilities are being amortized over the same terms as the related contracts, which expire at various times through 2016.

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	(Mo, Da, Yr) / /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Fuel Adjustments

KU's retail rates contain a fuel adjustment clause, whereby variances in the cost of fuel for electric generation, including transportation costs, from the costs embedded in base rates are adjusted in KU's rates. The KPSC requires public hearings at six-month intervals to examine past fuel adjustments and at two-year intervals to review past operations of the fuel clause and, to the extent appropriate, reestablish the fuel charge included in base rates.

KU also employs a levelized fuel factor mechanism for Virginia customers using an average fuel cost factor based primarily on projected fuel costs. The Virginia levelized fuel factor allows fuel recovery based on projected fuel costs for the coming year plus an adjustment for any under- or over-recovery of fuel expenses from the prior year. The regulatory assets or liabilities represent the amounts that have been under- or over-recovered due to timing or adjustments to the mechanism and are recovered within 12 months.

AROs

As noted in Note 1, the accretion and depreciation related to KU's AROs are offset with a regulatory credit on the income statement, such that there is no earnings impact. When an asset with an ARO is retired, the related ARO regulatory asset created by the regulatory credit is offset against the associated regulatory liability, PP&E and ARO liability.

DSM

DSM consists of energy efficiency programs which are intended to reduce peak demand and delay the investment in additional power plant construction, provide customers with tools and information to become better managers of their energy usage and prepare for potential future legislation governing energy efficiency. KU's rates contain a DSM rate mechanism that provides for concurrent recovery of DSM costs and also provides an incentive for implementing DSM programs. The provision also allows KU to recover revenues from lost sales associated with the DSM programs up to the earlier of three years or implementation of new base rates which reflect that load reduction. In addition, with the KPSC Order issued in November 2011, the DSM mechanism now includes a provision to earn a return of and on capital investment for DSM programs. The regulatory assets or liabilities represent the total amounts that have been under- or over-recovered due to timing or adjustments to the mechanism.

Power Purchase Agreement - OVEC

As a result of purchase accounting associated with PPL's acquisition of LKE, KU's fair value of the OVEC power purchase agreement was recorded on the balance sheet with an offset to a regulatory liability. The regulatory liability is being amortized using the units-of-production method until March 2026, the expiration date of the agreement at the date of the acquisition, and has no impact on rate making.

Regulatory Liability Associated with Net Deferred Tax Assets

KU's regulatory liabilities associated with net deferred tax assets represent the future revenue impact from the reversal of deferred income taxes required primarily for unamortized investment tax credits. These regulatory liabilities are recognized when the offsetting deferred tax assets are recognized. For general-purpose financial reporting, these regulatory liabilities and the deferred tax assets are not offset; rather, each is displayed separately.

Regulatory Matters

Kentucky Activities

Environmental Upgrades

In order to achieve compliance with new and pending federal EPA regulations including the CSAPR, National Ambient Air Quality Standards and MATS, in June 2011, KU filed an ECR plan with the KPSC requesting approval to install environmental upgrades for certain of its coal-fired plants and for recovery of the associated capital costs, as well as operating expenses incurred. The ECR plan detailed upgrades that will be made to certain of its coal-fired generating plants to continue to be compliant with EPA regulations. KU requested $1.1 billion to upgrade fabric-filter baghouse systems for increased particulate and mercury control on all units at the E.W. Brown and Ghent generating plants and to convert a wet storage facility to a dry landfill at the E.W. Brown generating plant.

In November 2011, KU and LG&E filed a joint unanimous settlement agreement, stipulation and recommendation with the KPSC. In December 2011, KU and LG&E received KPSC approval in their proceedings relating to the ECR plans. The KPSC Order approved the terms of the November 2011 settlement agreement entered into between KU and LG&E and the parties to the ECR proceedings. The KPSC Order authorized the installation of environmental upgrades at certain plants during 2012-2016 representing approximate capital costs of $900 million at KU and $1.4 billion at LG&E. In connection with the approved projects, the KPSC Order allowed recovery through the ECR rate mechanism of the capital costs and operating expenses of the projects and granted CPCNs for their construction. The KPSC Order also confirmed an existing 10.63% authorized return on equity for projects remaining from earlier ECR plans and provided for an authorized return on equity of 10.10% for the approved projects in the 2011 ECR proceedings. The KPSC Order noted KU's consent to defer the requested approval for certain environmental upgrades at its E.W. Brown generating plant, which represented approximately $200 million in capital costs. KU retained the right to operate and dispatch the E.W. Brown generating plant in accordance with applicable environmental standards and the right to request approval of the deferred projects and related costs in future regulatory proceedings. See Note 11 for additional information.

IRP

IRP regulations in Kentucky require major utilities to make triennial IRP filings with the KPSC. In April 2011, KU and LG&E filed their 2011 joint IRP with the KPSC. The IRP provides historical and projected demand, resource and financial data, and other operating performance and system information. In May 2011, the KPSC issued a procedural schedule and data discovery concluded during the fourth quarter. The IRP assumes approximately 500 MW of peak demand reductions by 2017 through existing or expanded DSM or energy efficiency programs. Implementation of the major findings of the IRP is subject to further analysis and decision-making and further regulatory approvals. KU and LG&E are awaiting the KPSC Staff report, which will close this proceeding.

CPCN Filing

In September 2011, KU and LG&E filed a CPCN with the KPSC requesting approval to build a 640 MW NGCC at the existing Cane Run plant site. KU will own a 78% undivided interest, and LG&E will own a 22% undivided interest in the new NGCC. In addition, KU and LG&E also requested approval to purchase the Bluegrass CTs which are expected to provide up to 495 MW of peak generation supply. KU will own a 31% undivided interest, and LG&E will own a 69% undivided interest in the purchased assets. In conjunction with these developments, at the end of 2015, KU anticipates retiring one coal-fired generating unit at its Tyrone plant and two at its Green River plant. These generating units represent 234 MW of combined summer capacity.

KU anticipates that the NGCC construction and the acquisition of the Bluegrass CTs could require up to $500 million in capital costs including related transmission projects. Formal requests for recovery of the costs associated with the NGCC construction and the acquisition of the Bluegrass CTs were not included in the CPCN filing with the KPSC but are expected to be included in future rate proceedings. The KPSC issued an Order on the procedural schedule in the CPCN filing that has discovery scheduled through early February 2012. A KPSC order on the CPCN filing is anticipated in the second quarter of 2012.

PPL's Acquisition of LKE

In September 2010, the KPSC approved a settlement agreement among PPL and all of the intervening parties to PPL's joint application to the KPSC for approval of its acquisition of ownership and control of LKE, LG&E and KU. In the settlement agreement, the parties agreed that KU and LG&E would commit that no base rate increases would take effect before January 1, 2013. Under the terms of the settlement, KU and LG&E retain the right to seek KPSC approval for the deferral of "extraordinary and uncontrollable costs," such as significant storm restoration costs, if incurred. Additionally, interim rate adjustments will continue to be permissible during that period for existing recovery mechanisms such as the ECR and DSM.

In connection with the approval of PPL's acquisition of LKE, KU and LG&E agreed to implement the Acquisition Savings Sharing Deferral (ASSD) methodology whereby KU’s and LG&E's adjusted jurisdictional revenues, expenses, and net operating income are calculated each year. If KU’s or LG&E's actual earned rate of return on common equity is in excess of 10.75%, fifty percent of the excess amount will be deferred as a regulatory liability and ultimately returned to customers. The first ASSD filing will be made by April 1, 2012 based on the 2011 calendar year. Based upon 2011 earnings and their current estimates of the outcome of an ASSD filing in 2012, KU and LG&E have not recognized any impact of the ASSD in the financial statements as of December 31, 2011. The ASSD methodology for each of KU’s and LG&E's utility operations will terminate on the earlier of the end of 2015 or the first day of the calendar year during which new base rates go into effect.

Independent Transmission Operators

KU operates under a FERC-approved open access transmission tariff. KU contracts with the Tennessee Valley Authority, to act as its transmission reliability coordinator, and Southwest Power Pool, Inc. (SPP), to function as its independent transmission operator, pursuant to FERC requirements. The contract with SPP expires on August 31, 2012. KU has received FERC approval to transfer from SPP to TranServ International, Inc. as its independent transmission operator beginning September 1, 2012. Approval from the KPSC is required, and an application requesting approval was filed in January 2012.

Storm Costs

In September 2009, the KPSC approved the deferral of $57 million of costs associated with a severe ice storm that occurred in January 2009 and a wind storm that occurred in February 2009. Additionally, in December 2008, the KPSC approved the deferral of $2 million of costs associated with high winds from the remnants of Hurricane Ike in September 2008. KU received approval in its 2010 base rate case to recover these regulatory assets over a ten-year amortization period ending July 2020.

DSM/Energy Efficiency

In April 2011, KU filed a DSM application to expand existing energy efficiency programs and implement new energy efficiency programs. Discovery and evidentiary phases concluded in September 2011. In November 2011, the KPSC approved the application as filed. The new rates were effective December 30, 2011.

<u>Virginia Activities</u>

IRP

Pursuant to a December 2008 Order, KU filed the 2011 joint IRP with the VSCC in September 2011, with certain supplemental information as required by this Order. The IRP provides historical and projected demand, resource and financial data, and other operating performance and system information and assumes approximately 500 MW of peak demand reductions by 2017 through existing or expanded DSM or energy efficiency programs. Implementation of the major findings of the IRP is subject to further analysis and decision-making and further regulatory approvals.

Virginia Fuel Factor

In February 2011, KU filed an application with the VSCC seeking approval of an increase in its fuel cost factor beginning with service rendered in April 2011. In March 2011, a hearing was held on KU's requested fuel factor, and an Order was issued approving a revised fuel factor to be in effect beginning with service rendered on and after April 1, 2011, with recovery of the regulatory asset for prior period under-recoveries over a three-year amortization period.

Storm Costs

In December 2009, a major snowstorm hit KU's Virginia service area causing approximately 30,000 customer outages. During the normal 2009 Virginia Annual Information Filing (AIF), KU requested that the VSCC establish a regulatory asset and defer for future recovery $6 million in incremental operation and maintenance expenses related to the storm restoration. In March 2011, the VSCC Staff issued its report on KU's 2009 AIF stating that it considered this storm damage to be extraordinary, non-recurring and material to KU. The Staff report also recommended establishing a regulatory asset for these costs, with recovery over a five-year period upon approval in the next base rate case. In March 2011, a regulatory asset of $6 million was established for actual costs incurred. In June 2011, the VSCC issued an Order approving the recommendations contained in the Staff report, and KU began recovering these costs over a five-year amortization period ending October 2016.

5. Financing Activities

Credit Arrangements and Short-term Debt

Credit facilities are maintained to enhance liquidity and provide credit support, and as a backstop to commercial paper programs, when necessary. The following credit facilities were in place at:

	December 31, 2011				
	Expiration Date	Capacity	Borrowed (a)	Letters of Credit Issued	Unused Capacity
Syndicated Credit Facility (b) (c)	Oct. 2016	$ 400	$ -	$ -	$ 400
Letter of Credit Facility (c) (d)	Apr. 2014	198	n/a	198	-
Total KU Credit Facilities		$ 598	$ -	$ 198	$ 400

	December 31, 2010	
	Borrowed (a)	Letters of Credit Issued
Syndicated Credit Facility (b) (c)	$ -	$ 198
Letter of Credit Facility (c) (d)	n/a	n/a
Total KU Credit Facilities	$ -	$ 198

(a) Amounts borrowed are recorded as "Short-term debt" on the Balance Sheets.

(b) In October 2011, KU amended its credit facility. The amendments include extending the expiration dates from December 2014 to October 2016. Under this credit facility, KU continues to have the ability to make cash borrowings and request the lenders to issue letters of credit.

(c) In June 2011, the Syndicated Credit Facility was amended such that the fees and the spreads to benchmark interest rates for borrowings depended upon the company's senior secured long-term debt rating rather than the senior unsecured long-term debt rating. The facilities each contain a financial covenant requiring KU's debt to total capitalization not to exceed 70%, as calculated in accordance with the facilities, and other customary covenants. Additionally, subject to certain conditions, KU may request that the Syndicated Credit Facility's capacity be increased by up to $100 million.

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

(d) In April 2011, KU entered into a letter of credit facility that has been used to issue letters of credit to support outstanding tax-exempt bonds. The facility contains a financial covenant requiring KU's debt to total capitalization not to exceed 70%, as calculated in accordance with the credit facility. KU pays customary commitment and letter of credit fees under the new facility. In August 2011, KU amended its letter of credit facility such that the fees depend upon KU's senior secured long-term debt rating rather than its senior unsecured long-term debt rating.

In February 2012, KU established a commercial paper program for up to $250 million to provide an additional financing source to fund its short-term liquidity needs. Commercial paper issuances will be supported by KU's Syndicated Credit Facility.

See Note 12 for discussion of intercompany borrowings.

Long-term Debt

	2011 (a)		2010	
First Mortgage Bonds (b)	$	1,500	$	1,500
Pollution Control Bonds (Collateral Series), due 2023-2037 (c)		351		351
Fair value adjustments from purchase accounting (d)		1		1
Unamortized discount		(10)		(11)
Total Long-term Debt	$	1,842	$	1,841

(a) Aggregate maturities of long-term debt are zero for each of 2012 through 2015, $250; 2016, $0; and $1,601 thereafter.

None of the debt securities outstanding have sinking fund requirements.

(b) At December 31, 2011 and December 31, 2010, interest rates range from 1.625% to 5.125%, and maturities range from 2015 to 2040.

KU's first mortgage bonds are secured by the lien of the KU 2010 Mortgage Indenture, which creates a lien, subject to certain exceptions and exclusions, on substantially all of KU's real and tangible personal property located in Kentucky and used or to be used in connection with the generation, transmission and distribution of electricity. The aggregate carrying value of the property subject to the lien was $4.1 billion and $4.0 billion at December 31, 2011 and December 31, 2010.

The KU first mortgage bonds were issued in 2010 in private offerings to qualified institutional buyers and other transactions not subject to registration requirements under the Securities Act of 1933. In April 2011, KU filed its 2011 Registration Statement with the SEC related to offers to exchange the first mortgage bonds with similar but registered securities. The 2011 Registration Statement became effective in June 2011 and the exchange was completed in July 2011, with substantially all securities being exchanged.

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

(c) In October 2010, KU issued a series of first mortgage bonds to the respective trustees of tax-exempt revenue bonds to secure its respective obligations to make payments with respect to each series of bonds. The first mortgage bonds were issued in the same principal amount, contain payment and redemption provisions that correspond to and bear the same interest rate as such tax-exempt revenue bonds. These first mortgage bonds were issued under the KU 2010 Mortgage Indenture and are secured as noted in (b) above. The related tax-exempt revenue bonds were issued by various governmental entities, principally counties in Kentucky, on behalf of KU. The related revenue bond documents allow KU to convert the interest rate mode on the bonds from time to time to a commercial paper rate, daily rate, weekly rate, term rate of at least one year or, in some cases, an auction rate or a LIBOR index rate.

At December 31, 2011, the aggregate tax-exempt revenue bonds issued on behalf of KU that were in a term rate mode totaled $27 million. The weighted average rate on these bonds was 5.83%. At December 31, 2010, the amounts that were in a term rate mode totaled $27 million. The weighted average rate on these bonds was 5.83%.

At December 31, 2011, the aggregate tax-exempt revenue bonds issued on behalf of KU that were in a variable rate mode totaled $324 million. The weighted average rate on these bonds was 0.15%. At December 31, 2010, the amounts that were in a variable rate mode totaled $324 million. The weighted average rate on these bonds was 0.38%.

Several series of the tax-exempt revenue bonds are insured by monoline bond insurers whose ratings were reduced due to exposures relating to insurance of sub-prime mortgages. Of the bonds outstanding, $96 million are in the form of insured auction rate securities, wherein interest rates are reset every 35 days via an auction process. Beginning in late 2007, the interest rates on these insured bonds began to increase due to investor concerns about the creditworthiness of the bond insurers. During 2008, interest rates increased, and KU experienced failed auctions when there were insufficient bids for the bonds. When a failed auction occurs, the interest rate is set pursuant to a formula stipulated in the indenture. As noted above, the instruments governing these auction rate bonds permit KU to convert the bonds to other interest rate modes.

Certain variable rate tax-exempt revenue bonds totaling $228 million at December 31, 2011, are subject to tender for purchase by KU at the option of the holder and to mandatory tender for purchase by KU upon the occurrence of certain events.

(d) Reflects adjustments made to record KU's long-term debt at fair value at the time of acquisition of LKE in 2010.

Distributions, Capital Contributions and Related Restrictions

KU is subject to Section 305(a) of the Federal Power Act, which makes it unlawful for a public utility to make or pay a dividend from any funds "properly included in capital account." The meaning of this limitation has never been clarified under the Federal Power Act. KU believes, however, that this statutory restriction, as applied to its circumstances, would not be construed or applied by the FERC to prohibit the payment from retained earnings of dividends that are not excessive and are for lawful and legitimate business purposes. Also, under Virginia law, KU is prohibited from making loans to affiliates without the prior approval of the VSCC.

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

There are no comparable statutes under Kentucky law applicable to KU. However, Orders from the KPSC require KU to obtain prior regulatory consent or approval before loaning funds to PPL. At December 31, 2011, the net restricted assets of KU were approximately $2.7 billion.

During the year ended December 31, 2011, KU paid dividends of $124 million to its parent, LKE. No capital contributions were received from LKE during this period.

In February 2012, KU filed an application with the FERC seeking authorization to pay dividends in the future based on retained earnings balances, which would be calculated ignoring the impact of the accounting for the acquisition by PPL. If approved, as of December 31, 2011, this would increase the balance available for dividends from KU by $1.4 billion. KU does not anticipate changing its dividend practices.

6. Acquisitions, Development and Divestitures

KU continuously evaluates opportunities for potential acquisitions, divestitures and development projects. Development projects are continuously reexamined based on market conditions and other factors to determine whether to proceed with the projects, sell, cancel or expand them, execute tolling agreements or pursue other options. Any resulting transactions may impact future financial results.

Acquisition

Pending Bluegrass CTs Acquisition

In September 2011, KU and LG&E entered into an Asset Purchase Agreement with Bluegrass Generation for the purchase of the Bluegrass CTs, aggregating approximately 495 MW, plus limited associated contractual arrangements required for operation of the units, for a purchase price of $110 million. Pursuant to the Asset Purchase Agreement, KU and LG&E will jointly acquire the Bluegrass CTs as tenants in common, with KU as owner of a 31% undivided interest, and LG&E as owner of a 69% undivided interest, in the purchased assets. The purchase is subject to receipt of approvals from the KPSC, the FERC, certain permit assignments or local approvals, and other conditions. Either party can terminate the Asset Purchase Agreement should the purchase transaction fail to occur by June 30, 2012.

Development

NGCC Construction

In September 2011, KU and LG&E requested KPSC approval to build a 640 MW NGCC at the existing Cane Run plant site in Kentucky. This project is also subject to certain regulatory approvals. Once all approvals are received, construction is expected to begin in 2012 and be complete by 2016. The project, which includes building a natural gas supply pipeline, has an expected cost of approximately $580 million. See Note 4 for additional information.

In conjunction with this request and to meet new, stricter federal EPA regulations, KU and LG&E anticipate retiring six older coal-fired electric generating units at the Cane Run, Green River and Tyrone plants, which

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	(Mo, Da, Yr) / /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

have a combined summer rating of 797 MW. The Cane Run and Green River coal units will need to remain operational until the replacement generation and associated transmission projects are completed.

TC2

In January 2011, KU began dispatching electricity from TC2 to meet customer demand. See Note 11 for additional information regarding the construction of TC2.

7. Acquisition of LKE

In November 2010, KU issued debt totaling $1.5 billion. The majority of these proceeds was applied to repay borrowings from a PPL Energy Supply subsidiary. Such borrowings were incurred to permit LKE to repay certain indebtedness owed to affiliates of E.ON AG upon the closing of the acquisition. See Note 5 for additional information.

On November 1, 2010, PPL completed its acquisition of LKE and its subsidiaries. The push-down basis of accounting was used to record the fair value adjustments of assets and liabilities on LKE at the acquisition date. PPL paid cash consideration for the equity interests in LKE and its subsidiaries of $2,493 million and provided a capital contribution on November 1, 2010, of $1,565 million; included within this was the consideration paid of $2,656 million for KU. The allocation of the purchase price was based on the fair value of assets acquired and liabilities assumed.

The push-down accounting for the fair value of assets acquired and liabilities assumed was as follows.

Current assets	$	341
Investments		30
PP&E		4,531
Other intangibles (current and noncurrent)		201
Regulatory and other noncurrent assets		274
Current liabilities, excluding current portion of long-term debt		(367)
PPL affiliate indebtedness		(1,331)
Long-term debt (current and noncurrent)		(352)
Other noncurrent liabilities		(1,278)
Net identifiable assets acquired		2,049
Goodwill		607
Net assets acquired and beginning equity balance on November 1, 2010	$	2,656

Goodwill represents value paid for the rate regulated businesses of KU, which is located in a defined service area with a constructive regulatory environment, which provides for future investment, earnings and cash flow growth, as well as the talented and experienced workforce. KU's franchise value is being attributed to the going concern value of the business, and thus was recorded as goodwill rather than a separately identifiable intangible asset. None of the goodwill recognized is deductible for income tax purposes or included in customer rates.

Adjustments to KU's assets and liabilities that contributed to goodwill are as follows:

The fair value adjustment on the EEI investment was calculated using the discounted cash flow valuation method. The result was an increase in KU's value of the investment in EEI; the fair value of EEI was calculated to be $30 million and a fair value adjustment of $18 million was recorded on KU. The fair value adjustment to EEI is amortized over the expected remaining useful life of plant and equipment at EEI, which is estimated to be over 20 years.

The pollution control bonds, excluding the reacquired bonds, had a fair value adjustment of $1 million for KU. All variable bonds were valued at par while the fixed rate bonds were valued with a yield curve based on average credit spreads for similar bonds.

As a result of the purchase accounting associated with the acquisition, the following items had a fair value adjustment but no effect on goodwill as the offset was either a regulatory asset or liability. The regulatory asset or liability has been recorded to eliminate any ratemaking impact of the fair value adjustments:

The value of OVEC was determined to be $126 million based upon an announced transaction by another owner. KU's investment in OVEC was not significant and the power purchase agreement was valued at $39 million for KU. An intangible asset was recorded with the offset to regulatory liability and is amortized using the units of production method until March 2026, the expiration date of the agreement at the date of the acquisition.

KU recorded an emission allowance intangible asset and a regulatory liability as the result of adjusting the fair value of the emission allowances at KU. The emission allowance intangible of $9 million at KU represents allocated and purchased sulfur dioxide and nitrogen oxide emission allowances that were unused as of the valuation date or allocated for use in future years. KU previously recorded emission allowances as other materials and supplies. To conform to PPL's accounting policy all emission allowances are now recorded as intangible assets. The emission allowance intangible asset is amortized as the emission allowances are consumed, which is expected to occur through 2040.

Coal contract intangible assets were recorded at KU for $145 million as well as a non-current liability of $22 million on the Balance Sheets. An offsetting regulatory asset was recorded for those contracts with unfavorable terms relative to market. An offsetting regulatory liability was recorded for those contracts that had favorable terms relative to market. All coal contracts held by KU, wherein it had entered into arrangements to buy amounts of coal at fixed prices from counterparties at a future date, were fair valued. The intangible assets and other liabilities, as well as the regulatory assets and liabilities, are being amortized over the same terms as the related contracts, which expire through 2016.

Adjustments on November 1, 2010 were made to record LKE pension assets at fair value, remeasure its pension and postretirement benefit obligations at current discount rates and eliminate accumulated other comprehensive income (loss). An increase of $1 million in the liability balances of KU was recorded, due to the lowering of the discount rate; this was credited to the respective pension and postretirement liability balances with offsetting adjustments made to the related regulatory assets and liabilities.

The fair value of intangible assets and liabilities (e.g. contracts that have favorable or unfavorable terms relative to market), including coal contracts and power purchase agreements, as well as emission allowances, have been reflected on the Balance Sheets with offsetting regulatory assets or liabilities. Prior to the acquisition, KU recovered the cost of the coal contracts, power purchases and emission allowances and this rate treatment will continue after the acquisition. As a result, management believes the regulatory assets and liabilities created to offset the fair value adjustments meet the recognition criteria established by existing accounting guidance and eliminate any ratemaking impact of the fair value adjustments. KU's customer rates will continue to reflect these items (e.g. coal, purchased power, emission allowances) at their original contracted prices.

KU also considered whether a separate fair value should be assigned to KU's rights to operate within its various electric distribution service areas but concluded that these rights only provided the opportunity to earn a regulated return and barriers to market entry, which in management's judgment is not considered a separately identifiable intangible asset under applicable accounting guidance; rather, it is considered going-concern value, or goodwill.

8. Leases

E.W. Brown Combustion Turbines

KU and LG&E are participants in a sale-leaseback transaction involving two combustion turbines at the E.W. Brown generating plant. In December 1999, after selling their interests in the combustion turbines, KU and LG&E entered into an 18-year lease of the turbines. KU and LG&E provided funds to fully defease the lease and have the right to exercise an early purchase option contained in the lease after 15.5 years, which will occur in 2015. The financial statement treatment of this transaction is the same as if KU and LG&E had retained their ownership interest. Since the lease was defeased, there are no remaining minimum lease payments and all related PP&E is reflected on the Balance Sheets. See Note 10 for the balances included on the Balance Sheets related to this transaction. Depreciation expense was insignificant for all periods presented.

Upon a default under the lease, KU and LG&E are obligated to pay to the lessor their share of certain amounts. Primary events of default include loss or destruction of the combustion turbines, failure to insure or maintain the combustion turbines and unwinding of the transaction due to governmental actions. No events of default currently exist with respect to the lease. Upon any termination of the lease, whether by default or expiration of its term, title to the combustion turbines reverts to KU and LG&E. The maximum aggregate amount at December 31, 2011 that could be required to be paid by KU is $4 million and by LG&E is $2 million. LKE has guaranteed the payment of these potential default payments of KU and LG&E.

Other Leases

KU has entered into various agreements for the lease of office space, vehicles, land and other equipment.

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Rent - Operating Leases

Rent expense for operating leases was as follows:

Successor		Predecessor
Year Ended December 31, 2011	Two Months Ended December 31, 2010	Ten Months Ended October 31, 2010
$ 10	$ 2	$ 8

Total future minimum rental payments for all operating leases are estimated to be:

2012	$ 9
2013	7
2014	6
2015	5
2016	2
Thereafter	4
Total	$ 33

9. Retirement and Postemployment Benefits

Defined Benefits

Although KU does not directly sponsor any defined benefit plans, it is allocated a portion of the funded status and costs of plans sponsored by LKE based on its participation in those plans, which management believes are reasonable. The defined benefit pension plans of LKE and its subsidiaries were closed to new salaried and bargaining unit employees hired after December 31, 2005. Employees hired after December 31, 2005 receive additional company contributions above the standard matching contributions to their savings plans. The actuarially determined obligations of current active employees and retired employees of KU are used as a basis to allocate total plan activity, including active and retiree costs and obligations. KU's allocated share of the funded status of the pension plans resulted in a liability of $83 million and $113 million at December 31, 2011 and 2010. KU's allocated share of other postretirement benefits was a liability of $62 million at December 31, 2011 and 2010.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

The following table provides net periodic benefit costs charged to operating expense for January 1, 2011 through December 31, 2011, and November 1, 2010 through December 31, 2010, for the Successor, and January 1, 2010 through October 31, 2010, for the Predecessor.

Pension Benefits (a)

Successor		Predecessor
2011	2010	2010
$ 10	$ 2	$ 8

Other Postretirement Benefits (a)

Successor		Predecessor
2011	2010	2010
$ 4	$ 1	$ 3

(a) KU was allocated these costs of defined benefit plans sponsored by LKE, based on its participation in those plans, which management believes are reasonable.

Contributions

KU made contributions to the defined benefit pension plan in which is participates of $43 million and $13 million in 2011 and 2010. In 2012, KU made a contribution of $15 million to the pension plan.

KU is not required to make contributions to the other postretirement benefit plan that it participates in but has historically funded this plan in amounts equal to the postretirement benefit costs. KU funded this plan $7 million and $8 million in 2011 and 2010. Continuation of this past practice would cause KU to contribute $13 million to the other postretirement benefit plan in 2012.

Savings Plans

Substantially all of KU's employees are eligible to participate in deferred savings plans (401(k)s). Employer contributions to the plans were as follows.

Successor		Predecessor
Year Ended December 31, 2011	Two Months Ended December 31, 2010	Ten Months Ended October 31, 2010
$ 6	$ 1	$ 4

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Health Care Reform

In March 2010, Health Care Reform was signed into law. Many provisions of Health Care Reform do not take effect for an extended period of time, and most will require the publication of implementing regulations and/or issuance of program guidelines. As a result of this enactment, KU was not impacted but will continue to monitor the potential impact of any changes to the existing provisions and implementation guidance related to Health Care Reform on its benefit programs.

10. Jointly Owned Facilities

At December 31, 2011 and 2010, the Balance Sheets reflect the owned interests in the facilities listed below.

	Ownership Interest	Electric Plant	Accumulated Depreciation	Construction Work in Progress
December 31, 2011				
Generating Plants				
Trimble County Units 7-10	63.00%	$ 109	$ 6	$ 5
E.W. Brown Units 6-7	62.00%	64	5	-
Trimble County Units 5-6	71.00%	66	2	4
Paddy's Run Unit 13 &				
E.W. Brown Unit 5	47.00%	39	2	4
Trimble County Unit 2	60.75%	758	35	17
December 31, 2010				
Generating Plants				
Trimble County Units 7-10	63.00%	$ 107	$ 1	$ 2
E.W. Brown Units 6-7	62.00%	64	2	-
Trimble County Units 5-6	71.00%	64	1	3
Paddy's Run Unit 13 &				
E.W. Brown Unit 5	47.00%	39	-	4
Trimble County Unit 2	60.75%	62	1	703

Each subsidiary owning these interests provides its own funding for its share of the facility. Each receives a portion of the total output of the generating plants equal to its percentage ownership. The share of fuel and other operating costs associated with the plants is included in the corresponding operating expenses on the Statements of Income.

11. Commitments and Contingencies

Energy Purchase Commitments

KU has a power purchase agreement with OVEC, extended in February 2011 to June 2040. FERC approval of the extension was received in May 2011, followed by KPSC and VSCC approvals in August 2011. Pursuant to the OVEC power purchase contract, KU is responsible for their pro-rata share of certain obligations of OVEC under defined circumstances. These potential liabilities include unpaid OVEC indebtedness as well as shortfall amounts in certain excess decommissioning costs and other post-employment and post-retirement benefit costs other than pension. KU’s proportionate share of OVEC's outstanding debt was $36 million at December 31, 2011. Future obligations for power purchases from OVEC are unconditional demand payments, comprised of annual minimum debt service payments, as well as contractually required reimbursement of plant operating, maintenance and other expenses as follows:

2012	$	9
2013		9
2014		9
2015		10
2016		10
Thereafter		264
	$	311

In addition, KU had total energy purchases under the OVEC power purchase agreement for the periods ended as follows:

Successor		Predecessor
Year Ended December 31, 2011	Two Months Ended December 31, 2010	Ten Months Ended October 31, 2010
$ 10	$ 2	$ 7

KU enters into purchase contracts to supply the coal and natural gas requirements for generation facilities and LG&E's gas supply operations. The coal contracts extend through 2016 and the natural gas contracts extend through 2013. KU also enters into contracts for other coal related consumables, coal transportation and fleeting services, which expire at different time periods through 2018. KU also has transportation contracts for natural gas that extend through 2018.

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Legal Matters

KU is involved in legal proceedings, claims and litigation in the ordinary course of business. KU cannot predict the outcome of such matters, or whether such matters may result in material liabilities, unless otherwise noted.

TC2 Construction

In June 2006, KU and LG&E, as well as the Indiana Municipal Power Agency and Illinois Municipal Electric Agency (collectively, TC2 Owners), entered into a construction contract regarding the TC2 project. The contract is generally in the form of a turnkey agreement for the design, engineering, procurement, construction, commissioning, testing and delivery of the project, according to designated specifications, terms and conditions. The contract price and its components are subject to a number of potential adjustments which may serve to increase or decrease the ultimate construction price. During 2009 and 2010, the TC2 Owners received several contractual notices from the TC2 construction contractor asserting historical force majeure and excusable event claims for a number of adjustments to the contract price, construction schedule, commercial operations date, liquidated damages or other relevant provisions. In September 2010, the TC2 Owners and the construction contractor agreed to a settlement to resolve the force majeure and excusable event claims occurring through July 2010, under the TC2 construction contract, which settlement provided for a limited, negotiated extension of the contractual commercial operations date and/or relief from liquidated damage calculations. With limited exceptions, the TC2 Owners took care, custody and control of TC2 in January 2011. Pursuant to certain amendments to the construction agreement, the contractor will complete modifications to the combustion system prior to certain dates to allow operation of TC2 on all specified fuels categories. The provisions of the construction agreement relating to liquidated damages were also amended. In September 2011, the TC2 Owners and the construction contractor entered into a further amendment to the construction agreement settling, among other matters, certain historical change order, labor rate and prior liquidated damages amounts. The remaining issues are still under discussion with the contractor. KU cannot currently predict the outcome of this matter or the potential impact on the capital costs of this project.

Regulatory Issues

See Note 4 for information on regulatory matters related to utility rate regulation.

Enactment of Financial Reform Legislation

In July 2010, the Dodd-Frank Act was signed into law. The Dodd-Frank Act includes provisions that impose derivative transaction reporting requirements and require most over-the-counter derivative transactions to be executed through an exchange and to be centrally cleared. The Dodd-Frank Act also provides that the U.S. Commodity Futures Trading Commission (CFTC) may impose collateral and margin requirements for over-the-counter derivative transactions, as well as capital requirements for certain entity classifications. Final rules on major provisions in the Dodd-Frank Act are being established through rulemakings, and the CFTC generally has postponed implementation until the later of July 16, 2012 or when required key final rules are issued (e.g. definitional rules for "swap" and "swap dealer"). In order to comply with implementing regulations of the Dodd-Frank Act, KU likely will be faced with significant new recordkeeping and reporting requirements. Also, KU could face significantly higher operating costs or may be required to post additional collateral if it is subject to margin requirements as ultimately adopted in the implementing regulations of the Dodd-Frank Act. KU will continue to evaluate the provisions of the Dodd-Frank Act. At this time, KU cannot predict the impact that the law or its implementing regulations will have on its businesses or operations, or the markets in which it transacts business, but could incur material costs related to compliance with the Dodd-Frank Act.

FERC Market-Based Rate Authority

In November 1998, the FERC authorized KU to make wholesale sales of electric power and related products at market-based rates. In those orders, the FERC directed KU to file an updated market analysis within three years after the order, and every three years thereafter. Since then, periodic market-based rate filings with the FERC have been made by KU. Also, in June 2011, PPL filed its market-based rate update for the Southeast region, including KU. In June 2011, the FERC issued an Order approving KU's request for a determination that it no longer be deemed to have market power in the Big Rivers Electric Corporation balancing area and removing restrictions on their market-based rate authority in such region.

Currently, a seller granted FERC market-based rate authority may enter into power contracts during an authorized time period. If the FERC determines that the market is not workably competitive or that the seller possesses market power or is not charging "just and reasonable" rates, it may institute prospective action, but any contracts entered into pursuant to the FERC's market-based rate authority remain in effect and are generally subject to a high standard of review before the FERC can order changes. Recent court decisions by the U.S. Court of Appeals for the Ninth Circuit have raised issues that may make it more difficult for the FERC to continue its program of promoting wholesale electricity competition through market-based rate authority. These court decisions permit retroactive refunds and a lower standard of review by the FERC for changing power contracts, and could have the effect of requiring the FERC in advance to review most, if not all, power contracts. In June 2008, the U.S. Supreme Court reversed one of the decisions of the U.S. Court of Appeals for the Ninth Circuit, thereby upholding the higher standard of review for modifying contracts. At this time, KU cannot predict the impact of these court decisions on the FERC's future market-based rate authority program or on their businesses.

Energy Policy Act of 2005 - Reliability Standards

The NERC is responsible for establishing and enforcing mandatory reliability standards (Reliability Standards) regarding the bulk power system. The FERC oversees this process and independently enforces the Reliability Standards.

The Reliability Standards have the force and effect of law and apply to certain users of the bulk power electricity system, including electric utility companies, generators and marketers. The FERC has indicated it intends to vigorously enforce the Reliability Standards using, among other means, civil penalty authority. Under the Federal Power Act, the FERC may assess civil penalties of up to $1 million per day, per violation, for certain violations. The first group of Reliability Standards approved by the FERC became effective in June 2007.

KU monitors its compliance with the Reliability Standards and continue to self-report potential violations of certain applicable reliability requirements and submit accompanying mitigation plans, as required. The

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

resolution of a number of potential violations is pending. Any regional reliability entity determination concerning the resolution of violations of the Reliability Standards remains subject to the approval of the NERC and the FERC. KU cannot predict the outcome of these matters, and cannot estimate a range of reasonably possible losses, if any, other than the amounts currently recorded.

In the course of implementing its program to ensure compliance with the Reliability Standards by KU, certain other instances of potential non-compliance may be identified from time to time.

Environmental Matters

Due to the environmental issues discussed below or other environmental matters, KU may be required to modify, curtail, replace or cease operating certain facilities or operations to comply with statutes, regulations and other requirements of regulatory bodies or courts.

Air

The Clean Air Act addresses, among other things, emissions causing acid deposition, installation of best available control technologies for new or substantially modified sources, attainment of national ambient air quality standards, toxic air emissions and visibility standards in the U.S. Amendments to the Clean Air Act requiring additional emission reductions have been proposed but are unlikely to be introduced or passed in this Congress. The Clean Air Act allows states to develop more stringent regulations and in some instances, as discussed below, Kentucky has done so.

To comply with air-related requirements and other environmental requirements as described below, KU's forecast for capital expenditures reflects a best estimate projection of expenditures that may be required within the next five years. Such projections are a combined $1.5 billion for KU (which includes $400 million associated with currently approved ECR plans through 2013 to achieve emissions reductions and manage coal combustion residuals, $900 million associated with the recently approved 2011 ECR Plans for additional expenditures to comply with new clean air rules and manage coal combustion residuals and an additional $200 million for other environmental expenditures). Actual costs (including capital, allowance purchases and operational modifications) may be significantly lower or higher depending on the final requirements and market conditions. Certain environmental compliance costs incurred by KU in serving KPSC jurisdictional customers are subject to recovery through the ECR. See Note 4 for additional information on the ECR plan.

CSAPR (formerly Clean Air Transport Rule)

In July 2011, the EPA signed the CSAPR, which finalizes and renames the Clean Air Transport Rule (Transport Rule) proposed in August 2010, and made revisions to the rule on February 7, 2012. The CSAPR replaces the EPA's previous CAIR which was struck down by the U.S. Court of Appeals for the District of Columbia Circuit (the Court) in July 2008. CAIR subsequently was effectively reinstated by the Court in December 2008, pending finalization of the Transport Rule. Like CAIR and the proposed Transport Rule, the CSAPR only applies to KU's coal generation facilities located in Kentucky.

The CSAPR is meant to facilitate attainment of ambient air quality standards for ozone and fine particulates by

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

requiring reductions in sulfur dioxide and nitrogen oxides. The CSAPR established new sulfur dioxide emission allowance cap and trade programs that are completely independent of, and more stringent than, the current Acid Rain Program. The CSAPR also established new nitrogen oxides emission allowance cap and trade programs to replace the current programs. All trading is more restrictive than previously under CAIR. The CSAPR provides for two-phased programs of sulfur dioxide and nitrogen oxide emissions reductions, with initial reductions in 2012 and more stringent reductions in 2014.

In December 2011, the Court stayed implementation of the CSAPR and left CAIR in effect pending a final resolution on the merits of the validity of the rule. Oral argument on the various challenges to the CSAPR is scheduled for April 2012, and a final decision on the validity of the rule could be released as early as May 2012.

With respect to the KU coal-fired generating plants, the stay of the CSAPR will initially only impact the unit dispatch order. With the return of the CAIR and KU's significant number of sulfur dioxide allowances, those units will be dispatched with lower operating cost, but slightly higher sulfur dioxide and nitrogen oxide emissions. However, a key component of the Court's final decision, even if the CSAPR is upheld, will be whether the ruling delays the implementation of the CSAPR by one year for both Phases I and II, or instead still requires the significant sulfur dioxide and nitrogen oxide reductions associated with Phase II to begin in 2014. KU's CSAPR compliance strategy is based on over-compliance during Phase I to generate allowances sufficient to cover the expected shortage during the first two years of Phase II (2014 and 2015) when additional pollution control equipment will be installed. Should Phase I of the CSAPR be shortened to one year, it will be more difficult and costly to provide enough excess allowances in one year to meet the shortage projected for 2014 and 2015.

National Ambient Air Quality Standards

In addition to the reductions in sulfur dioxide and nitrogen oxide emissions required under the CSAPR for Kentucky plants, KU’s coal plants, may face further reductions in sulfur dioxide and nitrogen oxide emissions as a result of more stringent national ambient air quality standards for ozone, nitrogen oxide, sulfur dioxide and/or fine particulates. The EPA has recently finalized a new one-hour standard for sulfur dioxide, and states are required to identify areas that meet those standards and areas that are in non-attainment. For non-attainment areas, states are required to develop plans by 2014 to achieve attainment by 2017. For areas in attainment or that are unclassifiable, states are required to develop maintenance plans by mid-2013 that demonstrate continued attainment. KU anticipates that some of the measures required for compliance with the CSAPR such as upgraded or new sulfur dioxide scrubbers at some of its plants or retirement of the Green River and Tyrone plants, will also be necessary to achieve compliance with the new one-hour sulfur dioxide standard. If additional reductions were to be required, the economic impact could be significant.

Mercury and Other Hazardous Air Pollutants

In May 2011, the EPA published a proposed regulation providing for stringent reductions of mercury and other hazardous air pollutants. On February 16, 2012, the EPA published the final rule, known as the Mercury and Air Toxics Standards (MATS), with an effective date of April 16, 2012. The rule provides for a three-year compliance deadline with the potential for a one-year extension as provided under the statute. Based on its assessment of the need to install pollution control equipment to meet the provisions of the proposed rule, KU

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

filed requests with the KPSC for environmental cost recovery to facilitate moving forward with plans to install environmental controls including sorbent injection and fabric-filter baghouses to remove certain hazardous air pollutants. Recovery of the cost of certain controls was granted by KPSC order issued in December 2011. The cost for these controls is reflected in the combined costs of $1.5 billion noted under "Air" above. KU has also announced the anticipated retirement of coal-fired generating units at the Green River and Tyrone plants and has filed requests with the KPSC for replacement of those units with natural gas-fired generating units to be constructed or purchased. With the publication of the final MATS rule, KU is currently assessing whether changes in the final rule warrant revision of its approved compliance plans. KU is continuing to conduct in-depth reviews of the MATS.

Regional Haze and Visibility

KU submitted analyses of the visibility impacts of its Best Available Retrofit Technology (BART) eligible sources to the Kentucky Division for Air Quality. In the event that the EPA determines that compliance with the CSAPR would be insufficient to meet the BART requirements, it would be necessary for KU to reassess its planned compliance measures.

New Source Review (NSR)

The NSR regulations require major new or modified sources of regulated pollutants to receive pre-construction and operating permits with limits that prevent the significant deterioration of air quality in areas that are in attainment of the ambient air quality standards for certain pollutants.

The EPA has continued its NSR enforcement efforts targeting coal-fired generating plants. The EPA has asserted that modification of these plants has increased their emissions and, consequently, that they are subject to stringent NSR requirements under the Clean Air Act.

In August 2007, KU received information requests for its Ghent plant, but has received no further communications from the EPA since providing their responses. KU cannot predict the outcome of these matters, and cannot estimate a range of reasonably possible losses, if any.

In March 2009, KU received a notice alleging that KU violated certain provisions of the Clean Air Act's rules governing NSR and prevention of significant deterioration by installing sulfur dioxide scrubbers and SCR controls at its Ghent generating plant without assessing potential increased sulfuric acid mist emissions. KU contends that the work in question, as pollution control projects, was exempt from the requirements cited by the EPA. In December 2009, the EPA issued an information request on this matter. KU has exchanged settlement proposals and other information with the EPA regarding imposition of additional permit limits and emission controls and anticipates continued settlement negotiations. In addition, any settlement or future litigation could potentially encompass a September 2007 notice of violation alleging opacity violations at the plant. Depending on the provisions of a final settlement or the results of litigation, if any, resolution of this matter could involve significant increased operating and capital expenditures. KU cannot predict the final outcome of this matter, but currently do not expect such outcome to result in material losses above the respective amounts accrued by KU.

If KU is found to have violated NSR regulations, KU would, among other things, be required to meet permit

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

limits reflecting Best Available Control Technology (BACT) for the emissions of any pollutant found to have significantly increased due to a major plant modification. The costs to meet such limits, including installation of technology at certain units, could be significant.

States and environmental groups also have initiated enforcement actions and litigation alleging violations of the NSR regulations by coal-fired plants, and KU is unable to predict whether such actions will be brought against any of its plants.

TC2 Air Permit

The Sierra Club and other environmental groups petitioned the Kentucky Environmental and Public Protection Cabinet to overturn the air permit issued for the TC2 baseload generating unit, but the agency upheld the permit in an Order issued in September 2007. In response to subsequent petitions by environmental groups, the EPA ordered certain non-material changes to the permit which were incorporated into a final revised permit issued by the KDAQ in January 2010. In March 2010, the environmental groups petitioned the EPA to object to the revised state permit. Until the EPA issues a final ruling on the pending petition and all available appeals are exhausted, KU cannot currently predict the outcome of this matter or the potential impact on the capital costs of this project, if any.

Global Climate Change

There is concern nationally and internationally about global climate change and the possible contribution of GHG emissions including, most significantly, carbon dioxide, from the combustion of fossil fuels. This has resulted in increased demands for carbon dioxide emission reductions from investors, environmental organizations, government agencies and the international community. These demands and concerns have led to federal legislative proposals, actions at regional, state and local levels, litigation relating to GHG emissions and the EPA regulations on GHGs.

Greenhouse Gas Legislation

While climate change legislation was considered during the 111th Congress, the outcome of the 2010 elections has halted the debate on such legislation in the current 112th Congress. The timing and elements of any future legislation addressing GHG emission reductions are uncertain at this time. In the current Congress, legislation barring the EPA from regulating GHG emissions under the existing authority of the Clean Air Act has been passed by the U.S. House of Representatives. Various bills providing for barring or delaying the EPA from regulating GHG emissions have been introduced in the U.S. Senate, but the prospects for passage of such legislation remain uncertain. At the state level there are currently no prospects for such legislation in Kentucky.

Greenhouse Gas Regulations and Tort Litigation

As a result of the April 2007 U.S. Supreme Court decision that the EPA has the authority to regulate GHG emissions from new motor vehicles under the Clean Air Act, in April 2010, the EPA and the U.S. Department of Transportation issued new light-duty vehicle emissions standards that apply to 2012 model year vehicles. The EPA has also clarified that this standard triggers regulation of GHG emissions from stationary sources

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	(Mo, Da, Yr) / /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

under the NSR and Title V operating permit provisions of the Clean Air Act starting in 2011. This means that any new sources or major modifications to existing sources causing a net significant emissions increase requires the BACT permit limits for GHGs. The EPA recently proposed guidance for conducting a BACT analysis for projects that trigger such a review. In addition, New Source Performance Standards for new and existing power plants were expected to be proposed in September 2011 and finalized in May 2012, but this has been delayed. The EPA is expected to announce a new schedule for this rulemaking in the future.

In November 2008, the Governor of Kentucky issued a comprehensive energy plan including non-binding targets aimed at promoting improved energy efficiency, development of alternative energy, development of carbon capture and sequestration projects, and other actions to reduce GHG emissions. In December 2009, the Kentucky Climate Action Plan Council was established to develop an action plan addressing potential GHG reductions and related measures. To date the state has yet to issue a final plan. The impact of any such plan is not now determinable, but the costs to comply with the plan could be significant.

A number of lawsuits have been filed asserting common law claims including nuisance, trespass and negligence against various companies with GHG emitting facilities, and the law remains unsettled on these claims. In September 2009, the U.S. Court of Appeals for the Second Circuit in the case of AEP v. Connecticut reversed a federal district court's decision and ruled that several states and public interest groups, as well as the City of New York, could sue five electric utility companies under federal common law for allegedly causing a public nuisance as a result of their emissions of GHGs. In June 2011, the U.S. Supreme Court overturned the lower court and held that such federal common law claims were displaced by the Clean Air Act and regulatory actions of the EPA. In Comer v. Murphy Oil, the U.S. Court of Appeals for the Fifth Circuit declined to overturn a district court ruling that plaintiffs did not have standing to pursue state common law claims against companies that emit GHGs. The complaint in the Comer case named the previous indirect parent of LKE as a defendant based upon emissions from the Kentucky plants. In January 2011, the Supreme Court denied a petition to reverse the Court of Appeals' ruling. In May 2011, the plaintiffs in the Comer case filed a substantially similar complaint in federal district court in Mississippi against 87 companies, including KU and three other indirect subsidiaries of LKE, under a Mississippi statute that allows the re-filing of an action in certain circumstances. Additional litigation in federal and state courts over these issues is continuing. KU cannot predict the outcome of this litigation or estimate a range of reasonably possible losses, if any.

In 2011, KU and its jointly owned power plants emitted approximately 17 million tons of carbon dioxide compared with 18 million tons in 2010. All tons are U.S. short tons (2,000 lbs/ton).

<u>Water/Waste</u>

Coal Combustion Residuals (CCRs)

In June 2010, the EPA proposed two approaches to regulating the disposal and management of CCRs under the Resource Conservation and Recovery Act (RCRA). CCRs include fly ash, bottom ash and sulfur dioxide scrubber wastes. The first approach would regulate CCRs as a hazardous waste under Subtitle C of the RCRA. This approach would have very significant impacts on any coal-fired plant, and would require plants to retrofit their operations to comply with full hazardous waste requirements for the generation of CCRs and associated waste waters through transportation and disposal. This would also have a negative impact on the beneficial use of CCRs and could eliminate existing markets for CCRs. The second approach would regulate CCRs as a solid waste under Subtitle D of the RCRA. This approach would mainly affect disposal and most significantly affect any wet disposal operations. Under this approach, many of the current markets for beneficial uses would not be affected. Currently, KU expects that several of its plants in Kentucky could be significantly impacted by the requirements of Subtitle D of the RCRA, as these plants are using surface impoundments for management and disposal of CCRs.

The EPA has issued information requests on CCR management practices at numerous plants throughout the power industry as it considers whether or not to regulate CCRs as hazardous waste. KU has provided information on CCR management practices at most of its plants in response to the EPA's requests. In addition, the EPA has conducted follow-up inspections to evaluate the structural stability of CCR management facilities at several plants and KU has implemented certain actions in response to recommendations from these inspections.

The EPA is continuing to evaluate the unprecedented number of comments it received on its June 2010 proposed regulations. In October 2011, the EPA issued a Notice of Data Availability (NODA) that requests comments on selected documents that the EPA received during the comment period for the proposed regulations. Comments were submitted on the NODA in November 2011. In addition, the U.S. House of Representatives in October 2011 approved a bill to modify Subtitle D of the RCRA to provide for the proper management and disposal of CCRs and that would preclude the EPA from regulating CCRs under Subtitle C of the RCRA. The bill has been introduced in the Senate and the prospect for passage of this legislation is uncertain. In January 2012, a coalition of environmental groups filed a 60-day notice of intent to sue the EPA for failure to perform nondiscretionary duties under RCRA, which could require a hard deadline for EPA to issue strict CCR regulations. In February 2012, a CCR recycling company also issued a 60-day notice of intent to sue the EPA over its timeliness in issuing CCR regulations, but that company requests that the EPA take a Subtitle D approach that would allow for continued recycling of CCRs.

KU cannot predict at this time the final requirements of the EPA's CCR regulations or potential changes to the RCRA and what impact they would have on its facilities, but the economic impact could be significant.

Seepages and Groundwater Infiltration

Seepages or groundwater infiltration have been detected at active and retired wastewater basins and landfills at various plants. KU has completed or is completing assessments of seepages or groundwater infiltration at various facilities and is working with agencies to implement abatement measures, where required. A range of reasonably possible losses cannot currently be estimated.

Other Issues

In 2006, the EPA significantly decreased to 10 parts per billion (ppb) the drinking water standards related to arsenic. In Kentucky, this arsenic standard has been incorporated into the states' water quality standards and could result in more stringent limits in NPDES permits for KU’s plants. Subsequently, the EPA developed a draft risk assessment for arsenic that increases the cancer risk exposure by more than 20 times, which would lower the current standard from 10 ppb to 0.1 ppb. If the lower standard becomes effective, costly treatment

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	(Mo, Da, Yr) / /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

would be required to attempt to meet the standard and, at this time, there is no assurance that it could be achieved. KU cannot predict the outcome of the draft risk assessment and what impact, if any, it would have on their facilities, but the costs could be significant.

The EPA is reassessing its polychlorinated biphenyls (PCB) regulations under the Toxics Substance Control Act, which currently allow certain PCB articles to remain in use. In April 2010, the EPA issued an Advanced Notice of Proposed Rulemaking for changes to these regulations. This rulemaking could lead to a phase-out of all PCB-containing equipment. KU cannot predict at this time the outcome of these proposed EPA regulations and what impact, if any, they would have on its facilities, but the costs could be significant.

The EPA finalized requirements in 2004 for new or modified cooling water intake structures. These requirements affect where generating facilities are built, establish intake design standards and could lead to requirements for cooling towers at new and modified power plants. Another rule, finalized in 2004, that addressed existing structures was withdrawn following a 2007 decision by the U.S. Court of Appeals for the Second Circuit. In 2009, however, the U.S. Supreme Court ruled that the EPA has discretion to use cost-benefit analysis in determining the best technology available for minimizing adverse environmental impact to aquatic organisms. The EPA published the proposed rule in April 2011. The industry and KU reviewed the proposed rule and submitted comments. The EPA is evaluating comments and meeting with industry groups to discuss options. The final rule is to be issued by July 2012. The proposed rule contains two requirements to reduce impact to aquatic organisms. The first requires all existing facilities to meet standards for the reduction of mortality of aquatic organisms that become trapped against water intake screens regardless of the levels of mortality actually occurring or the cost of achieving the requirements. The second requirement is to determine and install best technology available to reduce mortality of aquatic organisms that are pulled through the plant's cooling water system. A form of cost-benefit analysis is allowed for this second requirement. This process involves a site-specific evaluation based on nine factors including impacts to energy delivery reliability and remaining useful life of the plant. KU will be unable to determine the exact impact until a final rule is issued, the required studies have been completed, and each state in which they operate has decided how to implement the rule.

In October 2009, the EPA released its Final Detailed Study of the Steam Electric Power Generating effluent limitations guidelines and standards. Final regulations are expected to be effective in January 2014. KU expects the revised guidelines and standards to be more stringent than the current standards especially for sulfur dioxide scrubber wastewater and ash basin discharges, which could result in more stringent discharge permit limits. In the interim, KU is unable to predict whether the EPA and the states may impose more stringent limits on a case-by-case best professional judgment basis under existing authority as permits are renewed.

In May 2010, the Kentucky Waterways Alliance and other environmental groups filed a petition with the Kentucky Energy and Environment Cabinet challenging the Kentucky Pollutant Discharge Elimination System permit issued in April 2010, which covers water discharges from the Trimble County plant. In November 2010, the Cabinet issued a final order upholding the permit. In December 2010, the environmental groups appealed the order to state court. KU is unable to predict the outcome of this matter or estimate a range of reasonably possible losses, if any.

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	(Mo, Da, Yr) / /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

The EPA and the Army Corps of Engineers are working on a guidance document that will expand the federal government's interpretation of what constitutes "waters of the United States" (WOUS) subject to regulation under the Clean Water Act. This change has the potential to affect generation and delivery operations, with the most significant effect being the potential elimination of the existing regulatory exemption for plant waste water treatment systems. The costs that may be imposed as a result of any eventual expansion of this interpretation cannot reliably be estimated at this time.

<u>Superfund and Other Remediation</u>

KU is remediating or has completed the remediation of several sites that were not addressed under a regulatory program such as Superfund, but for which KU may be liable for remediation. These include a number of former coal gas manufacturing facilities in Kentucky previously owned or operated or currently owned by predecessors or affiliates of KU. There are additional sites, formerly owned or operated by KU predecessors or affiliates, for which KU lacks information on current site conditions and is therefore unable to predict what, if any, potential liability it may have.

Depending on the outcome of investigations at sites where investigations have not begun or been completed or developments at sites for which KU currently lacks information, the costs of remediation and other liabilities could be substantial. KU also could incur other non-remediation costs at sites included in current consent orders or other contaminated sites which could be significant. KU is unable to estimate a range of reasonably possible losses, if any, related to these matters.

The EPA is evaluating the risks associated with polycyclic aromatic hydrocarbons and naphthalene, chemical by-products of coal gas manufacturing. As a result of the EPA's evaluation, individual states may establish stricter standards for water quality and soil cleanup. This could require KU to take more extensive assessment and remedial actions at former coal gas manufacturing facilities. KU cannot estimate a range of reasonably possible losses, if any, related to these matters.

From time to time, KU undertakes remedial action in response to spills or other releases at various on-site and off-site locations, negotiates with the EPA and state and local agencies regarding actions necessary for compliance with applicable requirements, negotiates with property owners and other third parties alleging impacts from KU's operations, and undertakes similar actions necessary to resolve environmental matters which arise in the course of normal operations. Based on analyses to date, resolution of these general environmental matters is not expected to have a material adverse impact on KU's operations.

Future cleanup or remediation work at sites currently under review, or at sites not currently identified, may result in material additional costs for KU.

Electric and Magnetic Fields

Concerns have been expressed by some members of the public regarding potential health effects of power frequency EMFs, which are emitted by all devices carrying electricity, including electric transmission and distribution lines and substation equipment. Government officials in the U.S. have reviewed this issue. The U.S. National Institute of Environmental Health Sciences concluded in 2002 that, for most health outcomes,

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

there is no evidence that EMFs cause adverse effects. The agency further noted that there is some epidemiological evidence of an association with childhood leukemia, but that the evidence is difficult to interpret without supporting laboratory evidence. KU believes research on EMF and health issues should continue and is taking steps to reduce EMFs, where practical, in the design of new transmission and distribution facilities. KU is unable to predict what effect, if any, the EMF issue might have on its operations and facilities, and the associated cost, or what, if any, liabilities it might incur related to the EMF issue.

Other

In the normal course of business, KU enters into agreements that provide financial performance assurance to third parties on behalf of certain affiliates. Such agreements include, for example, guarantees, stand-by letters of credit issued by financial institutions and surety bonds issued by insurance companies. These agreements are entered into primarily to support or enhance the creditworthiness attributed to an affiliate on a stand-alone basis or to facilitate the commercial activities in which these affiliates enter.

As described in the "Energy Purchase Commitments" section of this footnote, pursuant to a power purchase agreement with OVEC, KU is obligated to pay a demand charge which includes, among other charges, decommissioning costs, postretirement and post employment benefits. The demand charge is expected to cover KU's share of the cost of these items over the term of the contract. However, in the event there is a shortfall in covering these costs, KU is obligated to pay its share of the excess. The maximum exposure of this obligation cannot be determined at this time.

KU provides other miscellaneous guarantees through contracts entered into in the normal course of business. These guarantees are primarily in the form of indemnification or warranties related to services or equipment and vary in duration. The amounts of these guarantees often are not explicitly stated, and the overall maximum amount of the obligation under such guarantees cannot be reasonably estimated. Historically, no significant payments have been made with respect to these types of guarantees and the probability of payment/performance under these guarantees is remote.

12. Related Party Transactions

KU and subsidiaries of LKE and PPL engage in related party transactions. Transactions between KU and LKE subsidiaries are eliminated upon consolidation of LKE. Transactions between KU and PPL subsidiaries are eliminated upon consolidation of PPL. These transactions are generally performed at cost and are in accordance with FERC regulations under the Federal Power Act and the applicable KPSC and VSCC regulations.

Wholesale Sales and Purchases

KU and LG&E jointly dispatch their generation units with the lowest cost generation used to serve their retail native load. When LG&E has excess generation capacity after serving its own retail native load and its generation cost is lower than that of KU, KU purchases electricity from LG&E. When KU has excess generation capacity after serving its own retail native load and its generation cost is lower than that of LG&E, LG&E purchases electricity from KU. These transactions are reflected in the Statements of Income as "Electric revenue from affiliate" and "Energy purchases from affiliate" and are recorded at a price equal to the

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	(Mo, Da, Yr) / /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

seller's fuel cost. Savings realized from such intercompany transactions are shared equally between the two companies. The volume of energy each company has to sell to the other is dependent on its native load needs and its available generation.

Intercompany Billings by LKS

LKS provides KU with a variety of centralized administrative, management and support services. The cost of these services is directly charged to the company or, for general costs that cannot be directly attributed, charged based on predetermined allocation factors, including the following measures: number of customers, total assets, revenues, number of employees and/or other statistical information. LKS charged the amounts in the table below, which LKE management believes are reasonable, including amounts that are further distributed between capital and expense.

Successor		Predecessor
Year Ended December 31, 2011	Two Months Ended December 31, 2010	Ten Months Ended October 31, 2010
$ 204	$ 34	$ 222

In addition, KU and LG&E provide services to each other and to LKS. Billings between KU and LG&E relate to labor and overheads associated with union and hourly employees performing work for the other company, charges related to jointly-owned generating units and other miscellaneous charges. Tax settlements between LKE and KU are reimbursed through LKS.

Intercompany Borrowings

In November 2010, a PPL Energy Supply subsidiary held term notes with KU. These notes were subsequently repaid and therefore no balances were outstanding at December 31, 2010. Interest on these notes was due monthly at interest rates between 4.24% and 7.04%. Interest on these notes is included in "Interest Expense with Affiliates." When balances were outstanding, interest on these notes was $2 million for 2010.

KU participates in an intercompany money pool agreement whereby LKE and/or LG&E make available to KU funds up to $500 million at an interest rate based on a market index of commercial paper issues. At December 31, 2011, there was no balance outstanding. At December 31, 2010, $10 million was outstanding. The interest rate for the period ended December 31, 2010 was 0.25%. Interest expense incurred on the money pool agreement with LKE and/or LG&E was not significant for 2011 or 2010.

Prior to PPL's acquisition of LKE in November 2010, KU had long-term loans from its former E.ON AG affiliates. During 2010, KU incurred interest expense on these debt arrangements of $62 million, which is included in the Statements of Income as "Interest Expense with Affiliate." Any such borrowings were repaid in 2010 prior to or at the time of the acquisition by PPL.

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Other

See Note 1 for discussions regarding the intercompany tax sharing agreement and Note 5 for a discussion regarding capital transactions by KU. See Note 9 for discussions regarding intercompany allocations associated with defined benefits.

13. Other Income (Expense) - net

The breakdown of "Other Income (Expense) – net" was:

	Successor		Predecessor
	Year Ended December 31, 2011	Two Months Ended December 31, 2010	Ten Months Ended October 31, 2010
Other Income			
Equity in earnings of unconsolidated affiliate	$ 1	$ -	$ 3
Life insurance	-	-	2
Miscellaneous	-	-	1
Total Other Income	1	-	6
Other Expense			
Charitable contributions	1	-	1
Joint-use-asset depreciation	-	-	3
Miscellaneous	1	-	1
Total Other Expense	2	-	5
Other Income (Expense) - net	$ (1)	$ -	$ 1

14. Fair Value Measurements and Credit Concentration

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). KU uses, as appropriate, a market approach (generally, data from market transactions), an income approach (generally, present value techniques and option-pricing models), and/or a cost approach (generally, replacement cost) to measure the fair value of an asset or liability. These valuation approaches incorporate inputs such as observable, independent market data and/or unobservable data that management believes are predicated on the assumptions market participants would use to price an asset or liability. These inputs may incorporate, as applicable, certain risks such as nonperformance risk, which includes credit risk.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Recurring Fair Value Measurements

The assets and liabilities measured at fair value were:

	December 31, 2011			
	Total	Level 1	Level 2	Level 3
Assets				
Cash and cash equivalents	$ 31	$ 31	$ -	$ -

	December 31, 2010			
	Total	Level 1	Level 2	Level 3
Assets				
Cash and cash equivalents	$ 3	$ 3	$ -	$ -
Restricted cash and cash equivalents (a)	1	1	-	-
Total assets	$ 4	$ 4	$ -	$ -

(a) Current portion is included in "Other current assets" on the Balance Sheets. Such amounts were insignificant at December 31, 2011 and December 31, 2010. The long-term portion is included in "Other noncurrent assets" on the Balance Sheets.

At December 31, 2011 and 2010, KU's price risk management assets and liabilities arising from energy commodities and interest rate swaps accounted for at fair value on a recurring basis were not significant.

Price Risk Management Assets/Liabilities - Energy Commodities

Energy commodity contracts are generally valued using the income approach, except for exchange-traded derivative gas, oil and emission allowance contracts, which are valued using the market approach and are classified as Level 1. When observable inputs are used to measure all or most of the value of a contract, the contract is classified as Level 2. Over-the-counter (OTC) contracts are valued using quotes obtained from an exchange, binding and non-binding broker quotes, prices posted by ISOs or published tariff rates. Furthermore, KU obtains independent quotes from the market to validate the forward price curves. OTC contracts include forwards, swaps, options and structured deals for electricity, gas, oil and/or emission allowances and may be offset with similar positions in exchange-traded markets. To the extent possible, fair value measurements utilize various inputs that include quoted prices for similar contracts or market-corroborated inputs. In certain instances, these instruments may be valued using models, including standard option valuation models and standard industry models. For example, the fair value of a structured deal that delivers power to an illiquid delivery point may be measured by valuing the nearest liquid trading point plus the value of the basis between the two points. Basis, in the context of derivatives and commodity trading, is the commodity price differential between two locations, products or time periods. The basis input may be from market quotes, FTR prices or historical prices.

Financial Instruments Not Recorded at Fair Value

The carrying values and estimated fair values of KU's non-trading financial instruments follow:

	December 31, 2011		December 31, 2010	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Long-term debt	$ 1,842	$ 2,000	$ 1,841	$ 1,728

The carrying value of short-term debt (including notes between affiliates), when outstanding, represents or approximates fair value due to the variable interest rates associated with the financial instruments.

Credit Concentration Associated with Financial Instruments

KU enters into contracts with many entities for the purchase and sale of energy. Many of these contracts qualify for NPNS and as such, the fair value of these contracts is not reflected in the financial statements. However, the fair value of these contracts is considered when committing to new business from a credit perspective. See Note 15 for information on credit policies used by KU to manage credit risk, including master netting arrangements and collateral requirements.

At December 31, 2011, KU's credit exposure was not significant.

15. Derivative Instruments and Hedging Activities

Risk Management Objectives

KU has a risk management policy approved by LKE's Risk Management Oversight Committee (RMOC) to manage market risk and counterparty credit risk. The RMOC, comprised of certain members of senior management and chaired by the Chief Financial Officer, oversees the risk management function. Key risk control activities designed to ensure compliance with the risk policy and detailed programs include, but are not limited to, credit review and approval, validation of transactions and market prices, verification of risk and transaction limits, VaR analyses, portfolio stress tests, gross margin at risk analyses, sensitivity analyses and daily portfolio reporting, including open positions, determinations of fair value and other risk management metrics. During the second quarter of 2011, PPL's Risk Management Committee formally approved the inclusion of the risk programs for KU's parent, LKE, (acquired in November 2010) under the risk management policy.

Market Risk

Market risk is the potential loss KU may incur as a result of price changes associated with a particular financial or commodity instrument. KU utilizes forward contracts and swaps as part of risk management strategies, to minimize unanticipated fluctuations in earnings caused by changes in commodity prices. All derivatives are recognized on the Balance Sheets at their fair value, unless they qualify for NPNS.

By definition, the regulatory environment for KU significantly mitigates market risk. KU's rates are set to permit the recovery of prudently incurred costs, including certain mechanisms for fuel and environmental expenses. These mechanisms generally provide for timely recovery of market price and volumetric fluctuations associated with these expenses. KU primarily utilized forward financial transactions to manage price risk associated with expected economic generation capacity in excess of expected load requirements.

Credit Risk

Credit risk is the potential loss KU may incur due to a counterparty's non-performance, including defaults on payments and energy commodity deliveries.

KU’s credit risk stems from its commodity derivatives for contracts for energy sales and purchases. In the event a supplier of KU defaults on its obligation, KU would be required to seek replacement power or replacement fuel in the market. In general, incremental costs incurred by KU would be recoverable from customers in future rates.

KU has credit policies to manage its credit risk, including the use of an established credit approval process, daily monitoring of counterparty positions and the use of master netting agreements. These agreements generally include credit mitigation provisions, such as margin, prepayment or collateral requirements. KU may request the additional credit assurance, in certain circumstances, in the event that the counterparties' credit ratings fall below investment grade or their exposures exceed an established credit limit. See Note 14 for credit concentration associated with financial instruments.

Master Netting Arrangements

KU has elected not to offset net derivative positions against the right to reclaim cash collateral (a receivable) or the obligation to return cash collateral (a payable) under master netting arrangements.

KU had no obligation to return cash collateral under master netting arrangements at December 31, 2011 and December 31, 2010.

KU had not posted any cash collateral under master netting arrangements at December 31, 2011 and December 31, 2010.

Commodity Price Risk (Non-trading)

KU primarily utilized forward financial transactions to manage price risk associated with expected economic generation capacity in excess of expected load requirements. Hedge accounting treatment was not elected for these transactions; therefore, realized and unrealized gains and losses are recorded in the Statements of Income.

The net fair value of economic positions for KU at December 31, 2010 was not significant. There is no economic position at December 31, 2011. Unrealized gains (losses) for economic activity for KU in 2011and 2010 were not significant.

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) _ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Accounting and Reporting

All derivative instruments are recorded at fair value on the Balance Sheet as an asset or liability unless they qualify for NPNS. Changes in the derivatives' fair value are recognized currently in earnings unless specific hedge accounting criteria are met.

See Note 1 for additional information on accounting policies related to derivative instruments.

There were no derivatives designated as hedging instruments as of December 31, 2011 and December 31, 2010. There were no after-tax balances of accumulated net gains (losses) in AOCI at December 31, 2011 and 2010. The gains and losses recognized in income on derivatives associated with commodity contracts were not significant for the periods ended December 31, 2011 and 2010.

16. Goodwill and Other Intangible Assets

Goodwill

As a result of the November 1, 2010 acquisition by PPL, KU recognized $607 million of goodwill. The allocation of goodwill was based on KU's net asset values. See Note 7 for additional information.

Other Intangibles

The gross carrying amount and the accumulated amortization of other intangible assets were:

	December 31, 2011		December 31, 2010	
	Gross Carrying Amount	Accumulated Amortization	Gross Carrying Amount	Accumulated Amortization
Subject to amortization:				
Contracts (a)	$ 145	$ 43	$ 145	$ 3
Land and transmission rights (b)	8	-	8	-
Emission allowances (c)	3	-	9	-
OVEC power purchase agreement (d)	39	3	39	1
Total subject to amortization	$ 195	$ 46	$ 201	$ 4

(a) Gross carrying amount represents the fair value of contracts with terms favorable to market recognized as a result of the 2010 acquisition by PPL. An offsetting regulatory liability was recorded related to these contracts, which is being amortized over the same period as the intangible assets, eliminating any income statement impact. See Note 4 for additional information.

(b) Gross carrying amount represents the fair value of land and transmission rights recognized as an intangible asset as a result of adopting PPL's accounting policies in the Successor period. Amortization expense is recovered through base rates and is expected to be insignificant for future periods.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

(c) Represents the fair value of emission allowances recognized as a result of the 2010 acquisition by PPL. An offsetting regulatory liability was recorded related to these emission allowances, which is being amortized as the emission allowances are consumed, eliminating any income statement impact. Consumption related to these emission allowances was $6 million and $1 million for 2011 and 2010.
(d) Gross carrying amount represents the fair value of the OVEC power purchase contract recognized as a result of the 2010 acquisition by PPL. See Note 4 for additional information.

Current intangible assets and long-term intangible assets are presented as "Other intangibles" in their respective areas on the Balance Sheets.

Amortization expense for the Successor, excluding consumption of emission allowances, was as follows:

	2011	2010
Intangible assets with regulatory offset	$ 42	$ 4

Amortization expense for each of the next five years, excluding consumption of emission allowances, is estimated to be:

	2012	2013	2014	2015	2016
Intangibles with regulatory offset	$ 24	$ 27	$ 23	$ 27	$ 13

17. Asset Retirement Obligations

KU’s AROs are primarily related to the final retirement of assets associated with generating units. KU's transmission and distribution lines largely operate under perpetual property easement agreements which do not generally require restoration upon removal of the property. Therefore, no material AROs are recorded for transmission and distribution assets. As described in Notes 1 and 4, the accretion and depreciation expense recorded by KU is offset with a regulatory credit on the income statement, such that there is no earnings impact.

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

The changes in the carrying amounts of AROs were:

ARO at December 31, 2009, Predecessor	$	34
Accretion expense		2
Changes in estimated cash flow or settlement date		24
Obligations settled		-
ARO at October 31, 2010, Predecessor		60
Purchase accounting		(6)
ARO at December 31, 2010, Successor		54
Accretion expense		3
Obligations incurred		1
Changes in estimated cash flow or settlement date		3
Obligations settled		-
ARO at December 31, 2011, Successor	$	61

KU classified its AROs as long-term on the Balance Sheets at December 31, 2011 and 2010.

18. New Accounting Guidance Pending Adoption

Fair Value Measurements

Effective January 1, 2012, KU will prospectively adopt accounting guidance that was issued to clarify existing fair value measurement guidance as well as enhance fair value disclosures. The additional disclosures required by this guidance include quantitative information about significant unobservable inputs used for Level 3 measurements, qualitative information about the sensitivity of recurring Level 3 measurements, information about any transfers between Level 1 and 2 of the fair value hierarchy, information about when the current use of a non-financial asset is different from the highest and best use, and the hierarchy classification for assets and liabilities whose fair value is disclosed only in the notes to the financial statements.

Any fair value measurement differences resulting from the adoption of this guidance will be recognized in income in the period of adoption. The adoption of this guidance is not expected to have a significant impact on KU.

Testing Goodwill for Impairment

Effective January 1, 2012, KU will prospectively adopt accounting guidance which will allow an entity to elect the option to first make a qualitative evaluation about the likelihood of an impairment of goodwill. If, based on this assessment, the entity determines it is not more likely than not the fair value of a reporting unit is less than the carrying amount, the two-step goodwill impairment test is not necessary. However, the first step of the impairment test is required if an entity concludes it is more likely than not the fair value of a reporting unit is less than the carrying amount based on the qualitative assessment.

The adoption of this standard is not expected to have a significant impact on KU.

Improving Disclosures about Offsetting Balance Sheet Items

Effective January 1, 2013, KU will retrospectively adopt accounting guidance issued to enhance disclosures about financial instruments and derivative instruments that either (1) offset on the balance sheet or (2) are subject to an enforceable master netting arrangement or similar agreement, irrespective of whether they are offset on the balance sheet.

Upon adoption, the enhanced disclosure requirements are not expected to have a significant impact on KU.

19. Notes to Statement of Cash Flows

Supplemental disclosures of cash flow information

	December 31, 2011	December 31, 2010
Cash paid during the period for:		
Income Taxes	$ 16	$ 62
Interest on borrowed money	59	3
Interest to affiliated companies on borrowed money	-	76
Other cash paid for interest	1	5

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STATEMENTS OF ACCUMULATED COMPREHENSIVE INCOME, COMPREHENSIVE INCOME, AND HEDGING ACTIVITIES

1. Report in columns (b),(c),(d) and (e) the amounts of accumulated other comprehensive income items, on a net-of-tax basis, where appropriate.
2. Report in columns (f) and (g) the amounts of other categories of other cash flow hedges.
3. For each category of hedges that have been accounted for as "fair value hedges", report the accounts affected and the related amounts in a footnote.
4. Report data on a year-to-date basis.

Line No.	Item (a)	Unrealized Gains and Losses on Available-for-Sale Securities (b)	Minimum Pension Liability adjustment (net amount) (c)	Foreign Currency Hedges (d)	Other Adjustments (e)
1	Balance of Account 219 at Beginning of Preceding Year				
2	Preceding Qtr/Yr to Date Reclassifications from Acct 219 to Net Income				
3	Preceding Quarter/Year to Date Changes in Fair Value				(2,854)
4	Total (lines 2 and 3)				(2,854)
5	Balance of Account 219 at End of Preceding Quarter/Year				(2,854)
6	Balance of Account 219 at Beginning of Current Year				(2,854)
7	Current Qtr/Yr to Date Reclassifications from Acct 219 to Net Income				
8	Current Quarter/Year to Date Changes in Fair Value				(464,223)
9	Total (lines 7 and 8)				(464,223)
10	Balance of Account 219 at End of Current Quarter/Year				(467,077)

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STATEMENTS OF ACCUMULATED COMPREHENSIVE INCOME, COMPREHENSIVE INCOME, AND HEDGING ACTIVITIES

Line No.	Other Cash Flow Hedges Interest Rate Swaps (f)	Other Cash Flow Hedges [Specify] (g)	Totals for each category of items recorded in Account 219 (h)	Net Income (Carried Forward from Page 117, Line 78) (i)	Total Comprehensive Income (j)
1				[redacted]	
2					
3			(2,854)		
4			(2,854)	175,430,252	175,427,398
5			(2,854)	[redacted]	
6			(2,854)		
7				[redacted]	
8			(464,223)		
9			(464,223)	177,482,676	177,018,453
10			(467,077)	[redacted]	

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 122(a)(b) Line No.: 5 Column: e

The balance in Accumulated Other Comprehensive Income (219) was adjusted due to the purchase of KU by PPL in November 2010. The adjustment eliminated EEI's Accumulated Other Comprehensive Income to Other Paid-In Capital (211) related to its pension and postretirement plans. The following reflects the purchase accounting adjustment:

Accumulated Other Comprehensive Income (219) Without Purchase Accounting	$	(1,993,677)
Purchase Accounting Adjustment		1,990,823
Total for Accumulated Other Comprehensive Income (219)	$	(2,854)

Schedule Page: 122(a)(b) Line No.: 10 Column: e

The balance in Accumulated Other Comprehensive Income (219) was adjusted due to the purchase of KU by PPL in November 2010. The adjustment eliminated EEI's Accumulated Other Comprehensive Income to Other Paid-In Capital (211) related to its pension and postretirement plans. The following reflects the purchase accounting adjustment:

Accumulated Other Comprehensive Income (219) Without Purchase Accounting	$	(2,457,900)
Purchase Accounting Adjustment		1,990,823
Total for Accumulated Other Comprehensive Income (219)	$	(467,077)

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUMMARY OF UTILITY PLANT AND ACCUMULATED PROVISIONS
FOR DEPRECIATION. AMORTIZATION AND DEPLETION

Report in Column (c) the amount for electric function, in column (d) the amount for gas function, in column (e), (f), and (g) report other (specify) and in column (h) common function.

Line No.	Classification (a)	Total Company for the Current Year/Quarter Ended (b)	Electric (c)
1	Utility Plant		
2	In Service		
3	Plant in Service (Classified)	5,344,088,487	5,344,088,487
4	Property Under Capital Leases		
5	Plant Purchased or Sold	483,341	483,341
6	Completed Construction not Classified	1,098,123,813	1,098,123,813
7	Experimental Plant Unclassified		
8	Total (3 thru 7)	6,442,695,641	6,442,695,641
9	Leased to Others		
10	Held for Future Use	792,600	792,600
11	Construction Work in Progress	339,711,432	339,711,432
12	Acquisition Adjustments		
13	Total Utility Plant (8 thru 12)	6,783,199,673	6,783,199,673
14	Accum Prov for Depr, Amort, & Depl	2,395,037,773	2,395,037,773
15	Net Utility Plant (13 less 14)	4,388,161,900	4,388,161,900
16	Detail of Accum Prov for Depr, Amort & Depl		
17	In Service:		
18	Depreciation	2,377,291,009	2,377,291,009
19	Amort & Depl of Producing Nat Gas Land/Land Right		
20	Amort of Underground Storage Land/Land Rights		
21	Amort of Other Utility Plant	17,746,764	17,746,764
22	Total In Service (18 thru 21)	2,395,037,773	2,395,037,773
23	Leased to Others		
24	Depreciation		
25	Amortization and Depletion		
26	Total Leased to Others (24 & 25)		
27	Held for Future Use		
28	Depreciation		
29	Amortization		
30	Total Held for Future Use (28 & 29)		
31	Abandonment of Leases (Natural Gas)		
32	Amort of Plant Acquisition Adj		
33	Total Accum Prov (equals 14) (22,26,30,31,32)	2,395,037,773	2,395,037,773

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [X] An Original (2) [ ] A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2011/Q4

SUMMARY OF UTILITY PLANT AND ACCUMULATED PROVISIONS
FOR DEPRECIATION. AMORTIZATION AND DEPLETION

Gas (d)	Other (Specify) (e)	Other (Specify) (f)	Other (Specify) (g)	Common (h)	Line No.
					1
					2
					3
					4
					5
					6
					7
					8
					9
					10
					11
					12
					13
					14
					15
					16
					17
					18
					19
					20
					21
					22
					23
					24
					25
					26
					27
					28
					29
					30
					31
					32
					33

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

NUCLEAR FUEL MATERIALS (Account 120.1 through 120.6 and 157)

1. Report below the costs incurred for nuclear fuel materials in process of fabrication, on hand, in reactor, and in cooling; owned by the respondent.
2. If the nuclear fuel stock is obtained under leasing arrangements, attach a statement showing the amount of nuclear fuel leased, the quantity used and quantity on hand, and the costs incurred under such leasing arrangements.

Line No.	Description of item (a)	Balance Beginning of Year (b)	Changes during Year Additions (c)
1	Nuclear Fuel in process of Refinement, Conv, Enrichment & Fab (120.1)		
2	Fabrication		
3	Nuclear Materials		
4	Allowance for Funds Used during Construction		
5	(Other Overhead Construction Costs, provide details in footnote)		
6	SUBTOTAL (Total 2 thru 5)		
7	Nuclear Fuel Materials and Assemblies		
8	In Stock (120.2)		
9	In Reactor (120.3)		
10	SUBTOTAL (Total 8 & 9)		
11	Spent Nuclear Fuel (120.4)		
12	Nuclear Fuel Under Capital Leases (120.6)		
13	(Less) Accum Prov for Amortization of Nuclear Fuel Assem (120.5)		
14	TOTAL Nuclear Fuel Stock (Total 6, 10, 11, 12, less 13)		
15	Estimated net Salvage Value of Nuclear Materials in line 9		
16	Estimated net Salvage Value of Nuclear Materials in line 11		
17	Est Net Salvage Value of Nuclear Materials in Chemical Processing		
18	Nuclear Materials held for Sale (157)		
19	Uranium		
20	Plutonium		
21	Other (provide details in footnote):		
22	TOTAL Nuclear Materials held for Sale (Total 19, 20, and 21)		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

NUCLEAR FUEL MATERIALS (Account 120.1 through 120.6 and 157)

Changes during Year		Balance	Line
Amortization (d)	Other Reductions (Explain in a footnote) (e)	End of Year (f)	No.
			1
			2
			3
			4
			5
			6
			7
			8
			9
			10
			11
			12
			13
			14
			15
			16
			17
			18
			19
			20
			21
			22

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106)

1. Report below the original cost of electric plant in service according to the prescribed accounts.
2. In addition to Account 101, Electric Plant in Service (Classified), this page and the next include Account 102, Electric Plant Purchased or Sold; Account 103, Experimental Electric Plant Unclassified; and Account 106, Completed Construction Not Classified-Electric.
3. Include in column (c) or (d), as appropriate, corrections of additions and retirements for the current or preceding year.
4. For revisions to the amount of initial asset retirement costs capitalized, included by primary plant account, increases in column (c) additions and reductions in column (e) adjustments.
5. Enclose in parentheses credit adjustments of plant accounts to indicate the negative effect of such accounts.
6. Classify Account 106 according to prescribed accounts, on an estimated basis if necessary, and include the entries in column (c). Also to be included in column (c) are entries for reversals of tentative distributions of prior year reported in column (b). Likewise, if the respondent has a significant amount of plant retirements which have not been classified to primary accounts at the end of the year, include in column (d) a tentative distribution of such retirements, on an estimated basis, with appropriate contra entry to the account for accumulated depreciation provision. Include also in column (d)

Line No.	Account (a)	Balance Beginning of Year (b)	Additions (c)
1	1. INTANGIBLE PLANT		
2	(301) Organization	44,456	
3	(302) Franchises and Consents	83,453	
4	(303) Miscellaneous Intangible Plant	52,198,462	9,594,810
5	TOTAL Intangible Plant (Enter Total of lines 2, 3, and 4)	52,326,371	9,594,810
6	2. PRODUCTION PLANT		
7	A. Steam Production Plant		
8	(310) Land and Land Rights	10,874,264	
9	(311) Structures and Improvements	220,374,247	68,109,827
10	(312) Boiler Plant Equipment	2,030,074,230	608,522,192
11	(313) Engines and Engine-Driven Generators		
12	(314) Turbogenerator Units	230,029,313	70,911,528
13	(315) Accessory Electric Equipment	154,461,439	37,304,462
14	(316) Misc. Power Plant Equipment	26,889,111	3,418,881
15	(317) Asset Retirement Costs for Steam Production	52,467,836	4,391,368
16	TOTAL Steam Production Plant (Enter Total of lines 8 thru 15)	2,725,170,440	792,658,258
17	B. Nuclear Production Plant		
18	(320) Land and Land Rights		
19	(321) Structures and Improvements		
20	(322) Reactor Plant Equipment		
21	(323) Turbogenerator Units		
22	(324) Accessory Electric Equipment		
23	(325) Misc. Power Plant Equipment		
24	(326) Asset Retirement Costs for Nuclear Production		
25	TOTAL Nuclear Production Plant (Enter Total of lines 18 thru 24)		
26	C. Hydraulic Production Plant		
27	(330) Land and Land Rights	879,312	
28	(331) Structures and Improvements	606,213	10,314
29	(332) Reservoirs, Dams, and Waterways	9,823,181	11,795,979
30	(333) Water Wheels, Turbines, and Generators	4,430,624	
31	(334) Accessory Electric Equipment	578,333	
32	(335) Misc. Power PLant Equipment	297,024	
33	(336) Roads, Railroads, and Bridges	176,359	
34	(337) Asset Retirement Costs for Hydraulic Production	57,609	
35	TOTAL Hydraulic Production Plant (Enter Total of lines 27 thru 34)	16,848,655	11,806,293
36	D. Other Production Plant		
37	(340) Land and Land Rights	294,924	
38	(341) Structures and Improvements	36,018,414	
39	(342) Fuel Holders, Products, and Accessories	22,871,300	21,346
40	(343) Prime Movers	355,641,065	4,951,628
41	(344) Generators	59,406,099	-4,354
42	(345) Accessory Electric Equipment	43,585,285	903,426
43	(346) Misc. Power Plant Equipment	5,314,948	47,991
44	(347) Asset Retirement Costs for Other Production	17,791	
45	TOTAL Other Prod. Plant (Enter Total of lines 37 thru 44)	523,149,826	5,920,037
46	TOTAL Prod. Plant (Enter Total of lines 16, 25, 35, and 45)	3,265,168,921	810,384,588

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)

Line No.	Account (a)	Balance Beginning of Year (b)	Additions (c)
47	3. TRANSMISSION PLANT		
48	(350) Land and Land Rights	25,588,288	24,823
49	(352) Structures and Improvements	16,310,678	1,943,583
50	(353) Station Equipment	195,876,642	11,852,881
51	(354) Towers and Fixtures	94,916,439	518,825
52	(355) Poles and Fixtures	137,558,272	11,844,477
53	(356) Overhead Conductors and Devices	155,508,419	5,460,193
54	(357) Underground Conduit	448,760	
55	(358) Underground Conductors and Devices	1,168,559	-767
56	(359) Roads and Trails		
57	(359.1) Asset Retirement Costs for Transmission Plant	86,951	453,048
58	TOTAL Transmission Plant (Enter Total of lines 48 thru 57)	627,463,008	32,097,063
59	4. DISTRIBUTION PLANT		
60	(360) Land and Land Rights	5,017,402	299,592
61	(361) Structures and Improvements	6,990,052	682,043
62	(362) Station Equipment	133,712,656	7,983,930
63	(363) Storage Battery Equipment		
64	(364) Poles, Towers, and Fixtures	274,717,925	14,938,232
65	(365) Overhead Conductors and Devices	263,190,276	21,524,743
66	(366) Underground Conduit	2,152,975	-272,573
67	(367) Underground Conductors and Devices	133,856,108	7,382,494
68	(368) Line Transformers	277,910,211	8,539,187
69	(369) Services	83,391,401	5,750,150
70	(370) Meters	68,368,139	978,001
71	(371) Installations on Customer Premises	18,260,864	3,023
72	(372) Leased Property on Customer Premises		
73	(373) Street Lighting and Signal Systems	81,419,905	3,731,131
74	(374) Asset Retirement Costs for Distribution Plant	287,376	499,659
75	TOTAL Distribution Plant (Enter Total of lines 60 thru 74)	1,349,275,290	72,039,612
76	5. REGIONAL TRANSMISSION AND MARKET OPERATION PLANT		
77	(380) Land and Land Rights		
78	(381) Structures and Improvements		
79	(382) Computer Hardware		
80	(383) Computer Software		
81	(384) Communication Equipment		
82	(385) Miscellaneous Regional Transmission and Market Operation Plant		
83	(386) Asset Retirement Costs for Regional Transmission and Market Oper		
84	TOTAL Transmission and Market Operation Plant (Total lines 77 thru 83)		
85	6. GENERAL PLANT		
86	(389) Land and Land Rights	2,567,847	
87	(390) Structures and Improvements	39,639,759	8,063,171
88	(391) Office Furniture and Equipment	24,034,572	7,887,260
89	(392) Transportation Equipment	18,776,803	1,187,914
90	(393) Stores Equipment	777,672	46,282
91	(394) Tools, Shop and Garage Equipment	7,963,168	1,331,142
92	(395) Laboratory Equipment	3,160,383	
93	(396) Power Operated Equipment	1,104,976	176,849
94	(397) Communication Equipment	27,988,155	2,896,916
95	(398) Miscellaneous Equipment		
96	SUBTOTAL (Enter Total of lines 86 thru 95)	126,013,335	21,589,534
97	(399) Other Tangible Property		
98	(399.1) Asset Retirement Costs for General Plant		
99	TOTAL General Plant (Enter Total of lines 96, 97 and 98)	126,013,335	21,589,534
100	TOTAL (Accounts 101 and 106)	5,420,246,925	945,705,607
101	(102) Electric Plant Purchased (See Instr. 8)		
102	(Less) (102) Electric Plant Sold (See Instr. 8)	-483,341	
103	(103) Experimental Plant Unclassified		
104	TOTAL Electric Plant in Service (Enter Total of lines 100 thru 103)	5,420,730,266	945,705,607

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)

distributions of these tentative classifications in columns (c) and (d), including the reversals of the prior years tentative account distributions of these amounts. Careful observance of the above instructions and the texts of Accounts 101 and 106 will avoid serious omissions of the reported amount of respondent's plant actually in service at end of year.
7. Show in column (f) reclassifications or transfers within utility plant accounts. Include also in column (f) the additions or reductions of primary account classifications arising from distribution of amounts initially recorded in Account 102, include in column (e) the amounts with respect to accumulated provision for depreciation, acquisition adjustments, etc., and show in column (f) only the offset to the debits or credits distributed in column (f) to primary account classifications.
8. For Account 399, state the nature and use of plant included in this account and if substantial in amount submit a supplementary statement showing subaccount classification of such plant conforming to the requirement of these pages.
9. For each amount comprising the reported balance and changes in Account 102, state the property purchased or sold, name of vendor or purchase, and date of transaction. If proposed journal entries have been filed with the Commission as required by the Uniform System of Accounts, give also date

Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
					1
			44,456		2
27,534			55,919		3
3,244,352			58,548,920		4
3,271,886			58,649,295		5
					6
					7
		6,841	10,881,105		8
681,753		46,147,894	333,950,215		9
7,436,356		43,286,218	2,674,446,284		10
					11
1,816,683		20,540,362	319,664,520		12
909,711		10,778,469	201,634,659		13
365,962		68,368	30,010,398		14
56,695	-312,739		56,489,770		15
11,267,160	-312,739	120,828,152	3,627,076,951		16
					17
					18
					19
					20
					21
					22
					23
					24
					25
					26
			879,312		27
			616,527		28
15,191			21,603,969		29
			4,430,624		30
			578,333		31
			297,024		32
			176,359		33
			57,609		34
15,191			28,639,757		35
					36
			294,924		37
			36,018,414		38
144,830			22,747,816		39
1,769,659			358,823,034		40
40,984			59,360,761		41
121,305			44,367,406		42
			5,362,939		43
			17,791		44
2,076,778			526,993,085		45
13,359,129	-312,739	120,828,152	4,182,709,793		46

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)

Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
					47
			25,613,111		48
13,660			18,240,601		49
1,372,060		64,731	206,422,194		50
81,908			95,353,356		51
743,968			148,658,781		52
521,733			160,446,879		53
			448,760		54
6,243			1,161,549		55
					56
			539,999		57
2,739,572		64,731	656,885,230		58
					59
6,153			5,310,841		60
13,807			7,658,288		61
416,823		-79,332	141,200,431		62
					63
1,864,534			287,791,623		64
8,443,541		14,601	276,286,079		65
18,439			1,861,963		66
618,591			140,620,011		67
378,999			286,070,399		68
91,365			89,050,186		69
83,939		787,154	70,049,355		70
10,673			18,253,214		71
					72
3,616,160			81,534,876		73
			787,035		74
15,563,024		722,423	1,406,474,301		75
					76
					77
					78
					79
					80
					81
					82
					83
					84
					85
			2,567,847		86
159,687			47,543,243		87
753,660			31,168,172		88
3,997,638			15,967,079		89
272,160			551,794		90
858,401		-787,154	7,648,755		91
3,160,383					92
107,599			1,174,226		93
12,506			30,872,565		94
					95
9,322,034		-787,154	137,493,681		96
					97
					98
9,322,034		-787,154	137,493,681		99
44,255,645	-312,739	120,828,152	6,442,212,300		100
					101
			-483,341		102
					103
44,255,645	-312,739	120,828,152	6,442,695,641		104

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 204 Line No.: 15 Column: e

Reversal of asset retirement obligation (ARO) costs which do not qualify for ARO status.

Schedule Page: 204 Line No.: 41 Column: c

Reversal of amounts temporarily classified to this plant account in Completed Construction Not Classified-Electric (106), but at the time of final unitization were classified to the correct plant account.

Schedule Page: 204 Line No.: 55 Column: c

Reversal of amounts temporarily classified to this plant account in Completed Construction Not Classified-Electric (106), but at the time of final unitization were classified to the correct plant account.

Schedule Page: 204 Line No.: 66 Column: c

Reversal of amounts temporarily classified to this plant account in Completed Construction Not Classified-Electric (106), but at the time of final unitization were classified to the correct plant account.

Schedule Page: 204 Line No.: 102 Column: g

Loss on sale of 149 railcars as part of a lease transaction. The loss of $483,341 is recorded in Electric Plant Purchased of Sold (102). This transaction occurred in November 2010. The journal entries for this transaction were filed with the FERC on April 11, 2011.

Schedule Page: 204 Line No.: 104 Column: f

Transfer of Trimble County Unit 2 ("TC2") hyperbolic cooling tower of $17,830,912 and joint use assets of $102,997,240 from Electric Plant Held For Future Use to Electric Plant In Service. With limited exceptions, the Company took care, custody and control of TC2 on January 22, 2011.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ELECTRIC PLANT LEASED TO OTHERS (Account 104)

Line No.	Name of Lessee (Designate associated companies with a double asterisk) (a)	Description of Property Leased (b)	Commission Authorization (c)	Expiration Date of Lease (d)	Balance at End of Year (e)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46					
47	TOTAL				

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ELECTRIC PLANT HELD FOR FUTURE USE (Account 105)

1. Report separately each property held for future use at end of the year having an original cost of $250,000 or more. Group other items of property held for future use.
2. For property having an original cost of $250,000 or more previously used in utility operations, now held for future use, give in column (a), in addition to other required information, the date that utility use of such property was discontinued, and the date the original cost was transferred to Account 105.

Line No.	Description and Location Of Property (a)	Date Originally Included in This Account (b)	Date Expected to be used in Utility Service (c)	Balance at End of Year (d)
1	Land and Rights:			
2	Polo Club Blvd Distribution Substation	2/28/2010	2014	792,600
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21	Other Property:			
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42				
43				
44				
45				
46				
47	Total			792,600

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

CONSTRUCTION WORK IN PROGRESS - - ELECTRIC (Account 107)

1. Report below descriptions and balances at end of year of projects in process of construction (107)
2. Show items relating to "research, development, and demonstration" projects last, under a caption Research, Development, and Demonstrating (see Account 107 of the Uniform System of Accounts)
3. Minor projects (5% of the Balance End of the Year for Account 107 or $1,000,000, whichever is less) may be grouped.

Line No.	Description of Project (a)	Construction work in progress - Electric (Account 107) (b)
1	STEAM PRODUCTION MAJOR	
2	GHENT ASH POND/LANDFILL	75,946,156
3	BR3 SCR	59,109,861
4	BROWN ASH POND PHASE II	14,683,925
5	BROWN LANDFILL PHASE I	14,268,107
6	TC2 CAPITAL SPARES - KU	9,425,771
7	BR3 GENERATOR REWIND	5,710,020
8	BR 1, 2 & 3 FGD	5,160,835
9	BR ASH POND EXPANSION	4,567,533
10	GH2 ECONOMIZER REPLACEMENT	3,555,102
11	TC CCP LANDFILL PHASE 1 RAVINE-KU	2,725,696
12	GH2 REHEAT PENDANT ASSEMBLY	2,619,864
13	TC2 SPARES ECR KU	2,085,505
14	GH2 SUPERHEATER PLATEN REPLACEMENT	1,746,854
15	GH2 SAM MITIGATION	1,350,405
16	ENVIRONMENTAL COMPLIANCE STUDY-AIR	1,347,463
17	GH1 SAM MITIGATION	1,224,658
18	GH3 SCR CATALYST ADDITION	1,142,172
19	BR3 PRIMARY SUPERHEATER REPLACEMENT	1,081,155
20	GH3 SAM MITIGATION	1,034,645
21	TC CCP HOLCIM BARGE-KU	1,015,943
22	STEAM PRODUCTION MINOR	11,369,535
23		
24	HYDRAULIC POWER MAJOR	
25	DIX2 OVERHAUL	4,037,434
26	DIX1 OVERHAUL	1,670,331
27	HYDRAULIC POWER MINOR	630,665
28		
29	OTHER PRODUCTION MAJOR	
30	TC CT HOT GAS PATH INSPECTION KU#2 & CI PARTS	7,264,419
31	PR13 TURBINE BLADES & VANE REPLACEMENT	3,656,712
32	TC CT HOT GAS PATH INSPECTION #3	2,346,041
33	NEXT BASELOAD UNIT NGCC - CR	1,113,142
34	OTHER PRODUCTION MINOR	1,577,415
35		
36	TRANSMISSION MAJOR	
37	TC2 TRANSMISSION	5,094,757
38	PRIORITY REPLACEMENT TRANSMISSION LINES - KU	5,063,782
39	KMPA SUBSTATION	3,529,451
40	OHIO CO - MEREDITH 138 KV	3,159,749
41	WEST CLIFF REBUILD	2,824,488
42	ROUTINE SUBS	2,769,874
43	TOTAL	339,711,432

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

CONSTRUCTION WORK IN PROGRESS - - ELECTRIC (Account 107)

1. Report below descriptions and balances at end of year of projects in process of construction (107)
2. Show items relating to "research, development, and demonstration" projects last, under a caption Research, Development, and Demonstrating (see Account 107 of the Uniform System of Accounts)
3. Minor projects (5% of the Balance End of the Year for Account 107 or $1,000,000, whichever is less) may be grouped.

Line No.	Description of Project (a)	Construction work in progress - Electric (Account 107) (b)
1	GRAHAMVILLE-DOE 161kV LINE	2,275,811
2	KU BREAKER REPLACEMENTS	1,825,248
3	NESC MAXIMUM OPERATING TEMP - PINEVILLE/HARLAN	1,724,851
4	GHENT 345kV BREAKER REPLACEMENT	1,670,243
5	EMS CC SWITCHOVER - KU	1,437,723
6	SPARE 345/138-161kV TRANSFORMER	1,414,623
7	TRANSMISSION MINOR	10,421,558
8		
9	DISTRIBUTION MAJOR	
10	KU POLE INSPECTION	6,464,136
11	CORNING SUBSTATION UPGRADE	2,129,328
12	BLACK BRANCH RD (UFLEX) SUB	1,462,953
13	UK WEST SUBSTATION ADDITION	1,292,043
14	RICHMOND 2 SUBSTATION UPGRADE	1,237,954
15	RINEYVILLE SUBSTATION PROJECT	1,142,493
16	DISTRIBUTION MINOR	22,173,248
17		
18	GENERAL PLANT MAJOR	
19	MICROWAVE BACKBONE RENOVATION	2,190,747
20	MOBILE AUTO DISPATCH	1,318,340
21	GENERAL PLANT MINOR	13,620,668
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		
42		
43	TOTAL	339,711,432

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ACCUMULATED PROVISION FOR DEPRECIATION OF ELECTRIC UTILITY PLANT (Account 108)

1. Explain in a footnote any important adjustments during year.
2. Explain in a footnote any difference between the amount for book cost of plant retired, Line 11, column (c), and that reported for electric plant in service, pages 204-207, column 9d), excluding retirements of non-depreciable property.
3. The provisions of Account 108 in the Uniform System of accounts require that retirements of depreciable plant be recorded when such plant is removed from service. If the respondent has a significant amount of plant retired at year end which has not been recorded and/or classified to the various reserve functional classifications, make preliminary closing entries to tentatively functionalize the book cost of the plant retired. In addition, include all costs included in retirement work in progress at year end in the appropriate functional classifications.
4. Show separately interest credits under a sinking fund or similar method of depreciation accounting.

Section A. Balances and Changes During Year

Line No.	Item (a)	Total (c+d+e) (b)	Electric Plant in Service (c)	Electric Plant Held for Future Use (d)	Electric Plant Leased to Others (e)
1	Balance Beginning of Year	2,248,171,576	2,181,303,393	66,868,183	
2	Depreciation Provisions for Year, Charged to				
3	(403) Depreciation Expense	178,898,265	178,898,265		
4	(403.1) Depreciation Expense for Asset Retirement Costs	3,028,523	3,028,523		
5	(413) Exp. of Elec. Plt. Leas. to Others				
6	Transportation Expenses-Clearing	163,446	163,446		
7	Other Clearing Accounts				
8	Other Accounts (Specify, details in footnote):	-244,111	-244,111		
9	Fuel Stock	370,226	370,226		
10	TOTAL Deprec. Prov for Year (Enter Total of lines 3 thru 9)	182,216,349	182,216,349		
11	Net Charges for Plant Retired:				
12	Book Cost of Plant Retired	40,927,064	40,927,064		
13	Cost of Removal	14,750,261	14,750,261		
14	Salvage (Credit)	874,467	874,467		
15	TOTAL Net Chrgs. for Plant Ret. (Enter Total of lines 12 thru 14)	54,802,858	54,802,858		
16	Other Debit or Cr. Items (Describe, details in footnote):	1,762,637	1,762,637		
17	Other		66,868,183	-66,868,183	
18	Book Cost or Asset Retirement Costs Retired	-56,695	-56,695		
19	Balance End of Year (Enter Totals of lines 1, 10, 15, 16, and 18)	2,377,291,009	2,377,291,009		
	Section B. Balances at End of Year According to Functional Classification				
20	Steam Production	1,252,189,529	1,252,189,529		
21	Nuclear Production				
22	Hydraulic Production-Conventional	8,177,521	8,177,521		
23	Hydraulic Production-Pumped Storage				
24	Other Production	178,012,565	178,012,565		
25	Transmission	326,310,841	326,310,841		
26	Distribution	558,694,385	558,694,385		
27	Regional Transmission and Market Operation				
28	General	53,906,168	53,906,168		
29	TOTAL (Enter Total of lines 20 thru 28)	2,377,291,009	2,377,291,009		

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 219 Line No.: 8 Column: c

Accrual for Cost of Removal and Salvage for ARO parent assets (FERC 254 and 403).

Schedule Page: 219 Line No.: 16 Column: c

Customer payments related to construction projects	$	606,108
Reclass cost of removal and salvage on ARO parent assets for from Other Regulatory Liabilities (254) to Accumulated Provision for Depreciation (108) for assets which do not qualify as AROs		1,091,549
Reserve adjustments due to changes in asset retirement cost estimates		64,980
Total Other Debit or Credit Items	$	1,762,637

Schedule Page: 219 Line No.: 17 Column: d

Plant Held For Future Use Accumulated Depreciation related to Trimble County Unit 2 ("TC2") assets was transferred to Plant in Service Accumulated Depreciation in January 2011. With limited exceptions, the Company took care, custody and control of TC2 on January 22, 2011.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

INVESTMENTS IN SUBSIDIARY COMPANIES (Account 123.1)

1. Report below investments in Accounts 123.1, investments in Subsidiary Companies.
2. Provide a subheading for each company and List there under the information called for below. Sub - TOTAL by company and give a TOTAL in columns (e),(f),(g) and (h)
(a) Investment in Securities - List and describe each security owned. For bonds give also principal amount, date of issue, maturity and interest rate.
(b) Investment Advances - Report separately the amounts of loans or investment advances which are subject to repayment, but which are not subject to current settlement. With respect to each advance show whether the advance is a note or open account. List each note giving date of issuance, maturity date, and specifying whether note is a renewal.
3. Report separately the equity in undistributed subsidiary earnings since acquisition. The TOTAL in column (e) should equal the amount entered for Account 418.1.

Line No.	Description of Investment (a)	Date Acquired (b)	Date Of Maturity (c)	Amount of Investment at Beginning of Year (d)
1	Ohio Valley Electric Company (2.5%)			
2	Common Stock $100 par value, 2,500 shares			
3	250 shares	11/15/52		25,000
4	250 shares	1/14/53		25,000
5	250 shares	3/4/53		25,000
6	250 shares	4/15/53		25,000
7	250 shares	5/20/53		25,000
8	250 shares	6/22/53		25,000
9	500 shares	7/15/53		50,000
10	500 shares	7/31/53		50,000
11				
12	Electric Energy, Inc. (20%)			
13	Common Stock $100 par value, 12,400 shares			
14	3,500 shares	3/06/51		350,000
15	2,700 shares	8/3/53		270,000
16	6,200 shares	12/30/58		620,000
17	Equity Earnings			14,488,196
18	Other Comprehensive Income			-3,262,974
19	Purchase Accounting Adjustment			17,574,002
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42	Total Cost of Account 123.1 $ 0		TOTAL	30,289,224

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

INVESTMENTS IN SUBSIDIARY COMPANIES (Account 123.1) (Continued)

4. For any securities, notes, or accounts that were pledged designate such securities, notes, or accounts in a footnote, and state the name of pledgee and purpose of the pledge.
5. If Commission approval was required for any advance made or security acquired, designate such fact in a footnote and give name of Commission, date of authorization, and case or docket number.
6. Report column (f) interest and dividend revenues form investments, including such revenues form securities disposed of during the year.
7. In column (h) report for each investment disposed of during the year, the gain or loss represented by the difference between cost of the investment (or the other amount at which carried in the books of account if difference from cost) and the selling price thereof, not including interest adjustment includible in column (f).
8. Report on Line 42, column (a) the TOTAL cost of Account 123.1

Equity in Subsidiary Earnings of Year (e)	Revenues for Year (f)	Amount of Investment at End of Year (g)	Gain or Loss from Investment Disposed of (h)	Line No.
	25,000			1
				2
		25,000		3
		25,000		4
		25,000		5
		25,000		6
		25,000		7
		25,000		8
		50,000		9
		50,000		10
				11
				12
				13
		350,000		14
		270,000		15
		620,000		16
	1,923,199	16,411,395		17
-759,776		-4,022,750		18
-886,084		16,687,918		19
				20
				21
				22
				23
				24
				25
				26
				27
				28
				29
				30
				31
				32
				33
				34
				35
				36
				37
				38
				39
				40
				41
-1,645,860	1,948,199	30,566,563		42

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 224 Line No.: 1 Column: a

See Note 1 of Notes to Financial Statements under Cost Method Investment for a full description of the Ohio Valley Electric Company investment.

Schedule Page: 224 Line No.: 12 Column: a

See Note 1 of Notes to Financial Statement under Equity Method Investment for a full description of the Electric Energy, Inc.(EEI) investment.

Schedule Page: 224 Line No.: 19 Column: d

The balance in Investment in Subsidiary Companies (123.1) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value in Investment in Subsidiary Companies, a step-up in value compared to the net book value of the investment in EEI was recorded. The step-up in value was assumed to relate to EEI's plant and is amortized over the average life of EEI's plant assets. The following reflects the purchase accounting adjustment:

Investment in Subsidiary Companies (123.1) Without Purchase Accounting	$ 12,715,222
Purchase Accounting Adjustment	17,721,683
2010 Amortization of Purchase Accounting Adjustment	(147,681)
Purchase Accounting Subtotal	17,574,002
Total for Investment in Subsidiary Companies (123.1)	$ 30,289,224

Schedule Page: 224 Line No.: 19 Column: g

The balance in Investment in Subsidiary Companies (123.1) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value in Investment in Subsidiary Companies, a step-up in value compared to the net book value of the investment in EEI was recorded. The step-up in value was assumed to relate to EEI's plant and is amortized over the average life of EEI's plant assets. The following reflects the purchase accounting adjustment:

Investment in Subsidiary Companies (123.1) Without Purchase Accounting	$ 13,878,645
Purchase Accounting Adjustment	17,721,683
2011 Amortization of Purchase Accounting Adjustment	(886,084)
2010 Amortization of Purchase Accounting Adjustment	(147,681)
Purchase Accounting Subtotal	16,687,918
Total for Investment in Subsidiary Companies (123.1)	$ 30,566,563

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

MATERIALS AND SUPPLIES

1. For Account 154, report the amount of plant materials and operating supplies under the primary functional classifications as indicated in column (a); estimates of amounts by function are acceptable. In column (d), designate the department or departments which use the class of material.
2. Give an explanation of important inventory adjustments during the year (in a footnote) showing general classes of material and supplies and the various accounts (operating expenses, clearing accounts, plant, etc.) affected debited or credited. Show separately debit or credits to stores expense clearing, if applicable.

Line No.	Account (a)	Balance Beginning of Year (b)	Balance End of Year (c)	Department or Departments which Use Material (d)
1	Fuel Stock (Account 151)	94,898,528	96,745,429	Electric
2	Fuel Stock Expenses Undistributed (Account 152)			
3	Residuals and Extracted Products (Account 153)			
4	Plant Materials and Operating Supplies (Account 154)			
5	Assigned to - Construction (Estimated)			
6	Assigned to - Operations and Maintenance			
7	Production Plant (Estimated)	22,853,191	24,309,683	Electric
8	Transmission Plant (Estimated)	1,828,758	2,652,973	Electric
9	Distribution Plant (Estimated)	7,878,294	7,074,276	Electric
10	Regional Transmission and Market Operation Plant (Estimated)			
11	Assigned to - Other (provide details in footnote)			
12	TOTAL Account 154 (Enter Total of lines 5 thru 11)	32,560,243	34,036,932	
13	Merchandise (Account 155)			
14	Other Materials and Supplies (Account 156)			
15	Nuclear Materials Held for Sale (Account 157) (Not applic to Gas Util)			
16	Stores Expense Undistributed (Account 163)	8,854,899	9,914,010	Electric
17				
18				
19				
20	TOTAL Materials and Supplies (Per Balance Sheet)	136,313,670	140,696,371	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

Allowances (Accounts 158.1 and 158.2)

1. Report below the particulars (details) called for concerning allowances.
2. Report all acquisitions of allowances at cost.
3. Report allowances in accordance with a weighted average cost allocation method and other accounting as prescribed by General Instruction No. 21 in the Uniform System of Accounts.
4. Report the allowances transactions by the period they are first eligible for use: the current year's allowances in columns (b)-(c), allowances for the three succeeding years in columns (d)-(i), starting with the following year, and allowances for the remaining succeeding years in columns (j)-(k).
5. Report on line 4 the Environmental Protection Agency (EPA) issued allowances. Report withheld portions Lines 36-40.

Line No.	SO2 Allowances Inventory (Account 158.1) (a)	Current Year No. (b)	Current Year Amt. (c)	2012 No. (d)	2012 Amt. (e)
1	Balance-Beginning of Year	156,606.00	554,423	77,535.00	
2					
3	Acquired During Year:				
4	Issued (Less Withheld Allow)				
5	Returned by EPA				
6					
7					
8	Purchases/Transfers:				
9	Purchases from LG&E	24,072.00	356		
10					
11					
12					
13					
14					
15	Total	24,072.00	356		
16					
17	Relinquished During Year:				
18	Charges to Account 509	33,576.00	108,010		
19	Other:				
20	Charges to 143		4		
21	Cost of Sales/Transfers:				
22	Adjustment to final 2010	19.00	62		
23					
24					
25					
26					
27					
28	Total	19.00	62		
29	Balance-End of Year	147,083.00	446,703	77,535.00	
30					
31	Sales:				
32	Net Sales Proceeds(Assoc. Co.)				
33	Net Sales Proceeds (Other)				
34	Gains				
35	Losses				
	Allowances Withheld (Acct 158.2)				
36	Balance-Beginning of Year	1,106.50		1,106.50	
37	Add: Withheld by EPA				
38	Deduct: Returned by EPA				
39	Cost of Sales	1,106.50			
40	Balance-End of Year			1,106.50	
41					
42	Sales:				
43	Net Sales Proceeds (Assoc. Co.)				
44	Net Sales Proceeds (Other)	1,106.50	3,106		
45	Gains				
46	Losses				

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

Allowances (Accounts 158.1 and 158.2) (Continued)

6. Report on Lines 5 allowances returned by the EPA. Report on Line 39 the EPA's sales of the withheld allowances. Report on Lines 43-46 the net sales proceeds and gains/losses resulting from the EPA's sale or auction of the withheld allowances.
7. Report on Lines 8-14 the names of vendors/transferors of allowances acquire and identify associated companies (See "associated company" under "Definitions" in the Uniform System of Accounts).
8. Report on Lines 22 - 27 the name of purchasers/ transferees of allowances disposed of an identify associated companies.
9. Report the net costs and benefits of hedging transactions on a separate line under purchases/transfers and sales/transfers.
10. Report on Lines 32-35 and 43-46 the net sales proceeds and gains or losses from allowance sales.

2013		2014		Future Years		Totals		Line
No. (f)	Amt. (g)	No. (h)	Amt. (i)	No. (j)	Amt. (k)	No. (l)	Amt. (m)	No.
77,535.00		77,535.00		2,015,910.00		2,405,121.00	554,423	1
								2
								3
				77,535.00		77,535.00		4
								5
								6
								7
								8
						24,072.00	356	9
								10
								11
								12
								13
								14
						24,072.00	356	15
								16
								17
						33,576.00	108,010	18
								19
							4	20
								21
						19.00	62	22
								23
								24
								25
								26
								27
						19.00	62	28
77,535.00		77,535.00		2,093,445.00		2,473,133.00	446,703	29
								30
								31
								32
								33
								34
								35
1,106.50		1,106.50		54,218.50		58,644.50		36
				2,213.00		2,213.00		37
								38
				1,106.50		2,213.00		39
1,106.50		1,106.50		55,325.00		58,644.50		40
								41
								42
								43
				1,106.50	187	2,213.00	3,293	44
								45
								46

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

Allowances (Accounts 158.1 and 158.2)

1. Report below the particulars (details) called for concerning allowances.
2. Report all acquisitions of allowances at cost.
3. Report allowances in accordance with a weighted average cost allocation method and other accounting as prescribed by General Instruction No. 21 in the Uniform System of Accounts.
4. Report the allowances transactions by the period they are first eligible for use: the current year's allowances in columns (b)-(c), allowances for the three succeeding years in columns (d)-(i), starting with the following year, and allowances for the remaining succeeding years in columns (j)-(k).
5. Report on line 4 the Environmental Protection Agency (EPA) issued allowances. Report withheld portions Lines 36-40.

Line No.	NOx Allowances Inventory (Account 158.1) (a)	Current Year No. (b)	Current Year Amt. (c)	2012 No. (d)	2012 Amt. (e)
1	Balance-Beginning of Year	26,783.00	12,156	21,841.00	
2					
3	Acquired During Year:				
4	Issued (Less Withheld Allow)				
5	Returned by EPA				
6					
7					
8	Purchases/Transfers:				
9					
10					
11					
12					
13					
14					
15	Total				
16					
17	Relinquished During Year:				
18	Charges to Account 509	6,508.00	7,499		
19	Other:				
20	Charges to 549/158	14,482.00	34		
21	Cost of Sales/Transfers:				
22	Sales to LG&E	1,900.00	864		
23	Transfer to OMU	204.00			
24	Adjustment to Final 2010	425.00			
25	Removed by EPA			21,841.00	
26					
27					
28	Total	2,529.00	864	21,841.00	
29	Balance-End of Year	3,264.00	3,759		
30					
31	Sales:				
32	Net Sales Proceeds(Assoc. Co.)				
33	Net Sales Proceeds (Other)				
34	Gains				
35	Losses				
	Allowances Withheld (Acct 158.2)				
36	Balance-Beginning of Year				
37	Add: Withheld by EPA				
38	Deduct: Returned by EPA				
39	Cost of Sales				
40	Balance-End of Year				
41					
42	Sales:				
43	Net Sales Proceeds (Assoc. Co.)				
44	Net Sales Proceeds (Other)				
45	Gains				
46	Losses				

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

Allowances (Accounts 158.1 and 158.2) (Continued)

6. Report on Lines 5 allowances returned by the EPA. Report on Line 39 the EPA's sales of the withheld allowances. Report on Lines 43-46 the net sales proceeds and gains/losses resulting from the EPA's sale or auction of the withheld allowances.
7. Report on Lines 8-14 the names of vendors/transferors of allowances acquire and identify associated companies (See "associated company" under "Definitions" in the Uniform System of Accounts).
8. Report on Lines 22 - 27 the name of purchasers/ transferees of allowances disposed of an identify associated companies.
9. Report the net costs and benefits of hedging transactions on a separate line under purchases/transfers and sales/transfers.
10. Report on Lines 32-35 and 43-46 the net sales proceeds and gains or losses from allowance sales.

2013		2014		Future Years		Totals		Line
No. (f)	Amt. (g)	No. (h)	Amt. (i)	No. (j)	Amt. (k)	No. (l)	Amt. (m)	No.
21,841.00		21,841.00				92,306.00	12,156	1
								2
								3
								4
								5
								6
								7
								8
								9
								10
								11
								12
								13
								14
								15
								16
								17
						6,508.00	7,499	18
								19
						14,482.00	34	20
								21
						1,900.00	864	22
						204.00		23
						425.00		24
21,841.00		21,841.00				65,523.00		25
								26
								27
21,841.00		21,841.00				68,052.00	864	28
						3,264.00	3,759	29
								30
								31
								32
								33
								34
								35
								36
								37
								38
								39
								40
								41
								42
								43
								44
								45
								46

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 229 Line No.: 25 Column: d

During the fourth quarter of 2011, the EPA removed vintages 2012-2014 NOx Ozone Season and NOx Annual allowances as part of the discontinuance of the CAIR Ozone NOx Program. The EPA terms these transactions as "Program Termination."

On December 30, 2011, the D.C. Circuit Court issued an order staying the Cross-State Air Pollution Rule (CSAPR) pending the court's resolution of the petitions for review of the rule. It further ordered the EPA to continue administering CAIR and, in January 2012, the EPA re-issued vintage 2012 NOx Ozone Season and NOx Annual allowances, with the transaction name of “Return of CAIR Allowances.”

Schedule Page: 229 Line No.: 25 Column: f

During the fourth quarter of 2011, the EPA removed vintages 2012-2014 NOx Ozone Season and NOx Annual allowances as part of the discontinuance of the CAIR Ozone NOx Program. The EPA terms these transactions as "Program Termination."

On December 30, 2011, the D.C. Circuit Court issued an order staying the Cross-State Air Pollution Rule (CSAPR) pending the court's resolution of the petitions for review of the rule. It further ordered the EPA to continue administering CAIR and, in January 2012, the EPA re-issued vintage 2013 NOx Ozone Season and NOx Annual allowances, with the transaction name of “Return of CAIR Allowances.”

Schedule Page: 229 Line No.: 25 Column: h

During the fourth quarter of 2011, the EPA removed vintages 2012-2014 NOx Ozone Season and NOx Annual allowances as part of the discontinuance of the CAIR Ozone NOx Program. The EPA terms these transactions as "Program Termination."

On December 30, 2011, the D.C. Circuit Court issued an order staying the Cross-State Air Pollution Rule (CSAPR) pending the court's resolution of the petitions for review of the rule. It further ordered the EPA to continue administering CAIR and, in January 2012, the EPA re-issued vintage 2014 NOx Ozone Season and NOx Annual allowances, with the transaction name of “Return of CAIR Allowances.”

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [X] An Original (2) [ ] A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2011/Q4

EXTRAORDINARY PROPERTY LOSSES (Account 182.1)

Line No.	Description of Extraordinary Loss [Include in the description the date of Commission Authorization to use Acc 182.1 and period of amortization (mo, yr to mo, yr).] (a)	Total Amount of Loss (b)	Losses Recognised During Year (c)	WRITTEN OFF DURING YEAR Account Charged (d)	WRITTEN OFF DURING YEAR Amount (e)	Balance at End of Year (f)
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20	TOTAL					

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [X] An Original (2) [ ] A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2011/Q4

UNRECOVERED PLANT AND REGULATORY STUDY COSTS (182.2)

Line No.	Description of Unrecovered Plant and Regulatory Study Costs [Include in the description of costs, the date of Commission Authorization to use Acc 182.2 and period of amortization (mo, yr to mo, yr)] (a)	Total Amount of Charges (b)	Costs Recognised During Year (c)	WRITTEN OFF DURING YEAR Account Charged (d)	WRITTEN OFF DURING YEAR Amount (e)	Balance at End of Year (f)
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
44						
45						
46						
47						
48						
49	TOTAL					

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

Transmission Service and Generation Interconnection Study Costs

1. Report the particulars (details) called for concerning the costs incurred and the reimbursements received for performing transmission service and generator interconnection studies.
2. List each study separately.
3. In column (a) provide the name of the study.
4. In column (b) report the cost incurred to perform the study at the end of period.
5. In column (c) report the account charged with the cost of the study.
6. In column (d) report the amounts received for reimbursement of the study costs at end of period.
7. In column (e) report the account credited with the reimbursement received for performing the study.

Line No.	Description (a)	Costs Incurred During Period (b)	Account Charged (c)	Reimbursements Received During the Period (d)	Account Credited With Reimbursement (e)
1	**Transmission Studies**				
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21	**Generation Studies**				
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

OTHER REGULATORY ASSETS (Account 182.3)

1. Report below the particulars (details) called for concerning other regulatory assets, including rate order docket number, if applicable.
2. Minor items (5% of the Balance in Account 182.3 at end of period, or amounts less than $100,000 which ever is less), may be grouped by classes.
3. For Regulatory Assets being amortized, show period of amortization.

Line No.	Description and Purpose of Other Regulatory Assets	Balance at Beginning of Current Quarter/Year	Debits	CREDITS		Balance at end of Current Quarter/Year
				Written off During the Quarter/Year Account Charged	Written off During the Period Amount	
	(a)	(b)	(c)	(d)	(e)	(f)
1	ASC 715 - Pension and Postretirement	117,274,368		228.3	4,010,222	113,264,146
2				190/282/		
3	ASC 740 - Income Taxes	13,595,336	64,099,977	283	2,482,958	75,212,355
4	Winter Storm 2009 (Aug-10 to Jul-20)	54,851,894		571/593	5,723,676	49,128,218
5	Asset Retirement Obligation	1,550,849	6,374,925	230/407.4	504,482	7,421,292
6	Coal Contracts (Nov-10 to Dec-15)	17,877,232		253	11,735,750	6,141,482
7	FERC Jurisdictional Pension Expenses	4,790,937	1,084,916			5,875,853
8				184/593/		
9	Mountain Storm 2009 (Nov-11 to Oct-16)		6,042,755	925	202,474	5,840,281
10	Unamortized Debt Expense (various)	4,626,424		181	216,672	4,409,752
11	VA Fuel Component	4,795,000	442,000	440-445	1,443,000	3,794,000
12	MISO Exit Fee (Mar-09 to Feb-14)	5,120,856		254/575.7	1,476,906	3,643,950
13	Wind Storm 2008 (Aug-10 to Jul-20)	2,104,036		593	219,551	1,884,485
14	Rate Case Expenses (Aug-10 to Jul-13)	1,734,768		928	671,524	1,063,244
15	EKPC FERC Transmission Costs -					
16	KY Portion (Mar-09 to Feb-14)	1,059,874		456/566	334,697	725,177
17	Corporate Headquarters Lease (Nov-10 to Jul-15)	900,950		253/931	221,286	679,664
18	KY Consortium for Carbon Storage (Aug-10 to Jul-14)	825,923		930.2	230,490	595,433
19	Carbon Management Research Group (Aug-10 to Jul-20)	162,197	102,440	930.2	102,440	162,197
20	General Management Audit - Electric		140,906			140,906
21	Rate Case Expenses (Mar-09 to Feb-12)	537,318		928	460,558	76,760
22	KY Fuel Adjustment Clause		9,084,000	440-445	9,084,000	
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
44	TOTAL	231,807,962	87,371,919		39,120,686	280,059,195

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 232 Line No.: 3 Column: f

The regulatory asset represents the future revenue impact from the reversal of deferred income tax liability required for a tax depreciation basis adjustment and allowance for funds used during construction.

Schedule Page: 232 Line No.: 6 Column: f

The balance in Coal Contracts (Nov-10 to Dec-15) was adjusted due to the purchase of KU by PPL in November 2010. The adjustment represents the fair value measurement of coal supply contracts based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts. The balance will be amortized as the underlying purchase accounting adjustments are amortized. The following reflects the purchase accounting adjustment:

Coal Contracts (Nov-10 to Dec-15) Without Purchase Accounting	$ -
Purchase Accounting Adjustment	22,605,479
2011 Amortization of Purchase Accounting Adjustment	(11,735,750)
2010 Amortization of Purchase Accounting Adjustment	(4,728,247)
Total for Coal Contracts (Nov-10 to Dec-15)	$ 6,141,482

Schedule Page: 232 Line No.: 9 Column: c

In December 2009, there was a major snow storm in KU's Virginia service area causing approximately 30,000 customer outages. During the 2009 Virginia Annual Information Filing ("AIF"), KU requested the Virginia Commission establish a regulatory asset and defer for future recovery $6,041,882 in incremental operation and maintenance expenses related to the storm restoration. In March 2011, the Virginia Commission issued a Staff Report on KU's 2009 AIF, Case No. PUE-2010-00031, stating that the Staff considers the storm damage to be extraordinary, non-recurring and material to KU. The Staff Report also recommended establishing a regulatory asset for these costs, with recovery over a five year period upon approval in the next base rate case. In March 2011, a $6,041,882 regulatory asset was established for actual costs incurred. In April 2011, KU filed an application with the Virginia Commission requesting an annual increase in electric base rates for the Virginia jurisdictional customers including recovery of the storm costs over five years. The Virginia Commission approved the storm regulatory asset costs within KU's request for increase in annual base rates with amortization beginning in November 2011.

Schedule Page: 232 Line No.: 10 Column: f

The balance represents the reclassification from Unamortized Debt Expense (various) due to the purchase of KU by PPL in November 2010, as these costs are considered to have no fair value in purchase accounting under US GAAP. However, KU receives recovery of these costs in rates through the embedded cost of capital. The following reflects the purchase accounting adjustment:

Unamortized Debt Expense (various) Without Purchase Accounting	$ -
Purchase Accounting Adjustment	4,662,536
2011 Amortization of Purchase Accounting Adjustment	(216,672)
2010 Amortization of Purchase Accounting Adjustment	(36,112)
Total for Unamortized Debt Expense (various)	$ 4,409,752

Schedule Page: 232 Line No.: 17 Column: f

The balance in Corporate Headquarters Lease (Nov-10 to Jul-15) was adjusted due to the purchase of KU by PPL in November 2010. The adjustment represents the fair value measurement of a lease contract based upon the difference between the estimated market price of the leased property and the actual lease costs. The following reflects the purchase accounting adjustment:

Corporate Headquarters Lease (Nov-10 to Jul-15) Without

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Purchase Accounting	$	-
Purchase Accounting Adjustment		900,950
2011 Amortization of Purchase Accounting Adjustment		(221,286)
Total for Corporate Headquarters Lease (Nov-10 to Jul-15)	$	679,664

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

MISCELLANEOUS DEFFERED DEBITS (Account 186)

1. Report below the particulars (details) called for concerning miscellaneous deferred debits.
2. For any deferred debit being amortized, show period of amortization in column (a)
3. Minor item (1% of the Balance at End of Year for Account 186 or amounts less than $100,000, whichever is less) may be grouped by classes.

Line No.	Description of Miscellaneous Deferred Debits (a)	Balance at Beginning of Year (b)	Debits (c)	CREDITS Account Charged (d)	CREDITS Amount (e)	Balance at End of Year (f)
1	Goodwill	607,404,368				607,404,368
2						
3	Coal Contracts					
4	(Nov-10 to Dec-16)	141,581,000	1,814,173	254	41,621,407	101,773,766
5						
6	Key Man Life Insurance	38,822,902	2,615,229	426.2	635,959	40,802,172
7						
8	OVEC Power Purchase Contract					
9	(Nov-10 to Mar-26)	38,117,876		254	2,432,244	35,685,632
10						
11	Valuation of SO2 Allowances					
12	(Nov-10 to Dec-40)	2,661,489	25,976	254	183,898	2,503,567
13						
14	Valuation of NOx Ozone					
15	Allowances (Nov-10 to Dec-11)	335,785		254	335,785	
16						
17	Valuation of NOx Annual					
18	Allowances (Nov-10 to Dec-11)	5,278,036		254	5,278,036	
19						
20	Customer Credit Accounts					
21	Receivable		366,523	923	80,027	286,496
22						
23	Carrollton Sale/Leaseback					
24	(Aug-06 to Jul-23)	55,515		931	4,412	51,103
25						
26	Financing Expenses	257,235	2,275,638	181/131	2,532,247	626
27						
28	Cellular Antenna Charges		166			166
29						
30	Land Options	17,528		921	17,528	
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
44						
45						
46						
47	Misc. Work in Progress					
48	Deferred Regulatory Comm. Expenses (See pages 350 - 351)					
49	TOTAL	834,531,734				788,507,896

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 233 Line No.: 1 Column: f

The Goodwill balance of $607,404,368 represents Kentucky Utilities Company's franchise value as a result of the acquisition by PPL Corporation in November 2010 which is attributed to the going concern value of the business.

Schedule Page: 233 Line No.: 4 Column: f

The balance of $101,773,766 relates to the fair value measurement of $144,919,879 for Kentucky Utilities Company's coal contracts that was recognized as a result of the acquisition by PPL Corporation in November 2010. The variance is 14 months of amortization in 2010 and 2011.

Schedule Page: 233 Line No.: 9 Column: f

The balance of $35,685,632 relates to the fair value measurement of $38,582,028 for the power purchase contract between Kentucky Utilities Company and Ohio Valley Electric Corporation that was recognized as a result of the acquisition by PPL Corporation in November 2010. The variance is 14 months of amortization in 2010 and 2011.

Schedule Page: 233 Line No.: 12 Column: f

The balance of $2,503,567 relates to the fair value measurement of $2,681,473 for KU's SO2 emission allowances that was recognized as a result of the acquisition by PPL in November 2010. The variance is 14 months of amortization in 2010 and 2011.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ACCUMULATED DEFERRED INCOME TAXES (Account 190)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes.
2. At Other (Specify), include deferrals relating to other income and deductions.

Line No.	Description and Location (a)	Balance of Begining of Year (b)	Balance at End of Year (c)
1	Electric		
2	Pensions	-16,046,481	-15,715,422
3	Other Post Retirement & Employment Benefits	24,640,583	24,891,486
4	Regulatory Tax Adjustments	8,802,410	71,653,624
5	Environmental Cost Recovery	12,480,701	2,221,976
6	Vacation Pay	2,002,165	1,985,057
7	Other - See Notes for Detail	83,088,497	58,784,885
8	TOTAL Electric (Enter Total of lines 2 thru 7)	114,967,875	143,821,606
9	Gas		
10			
11			
12			
13			
14			
15	Other		
16	TOTAL Gas (Enter Total of lines 10 thru 15		
17	Other (Specify)	405,070	445,820
18	TOTAL (Acct 190) (Total of lines 8, 16 and 17)	115,372,945	144,267,426

Notes

	Bal. at Beg. of Year	Bal. at End of Year
VA Fuel Clause	$(1,865,255)	$(1,475,866)
Workers' Compensation	942,435	1,048,490
State Tax Adjustment	703,518	(703,273)
Bad Debt Reserve	837,841	779,678
Demand Side Management	1,751,866	901,750
Contingent Liability	383,543	536,393
Other	(527,332)	176,980
	-----------	-----------
Total Line 7 without Purchase Accounting:	$ 2,226,616	$ 1,264,152
Purchase Accounting Adjustments (PAA):		
PAA – pollution control bonds	451,806	451,806
Amortization of PAA – pollution control bonds		
2011		(25,793)
2010	(4,299)	(4,299)
PAA – regulatory liability for power purchase contract	15,008,409	15,008,409
Amortization of PAA - reg. liab. for power purchase contract		
2011		(946,143)
2010	(180,555)	(180,555)
PAA – regulatory liability for emission allowances	3,601,785	3,601,785
Amortization of PAA - reg. liab. for emission allowances		
2011		(2,245,208)
2010	(382,690)	(382,690)
PAA – regulatory liability for coal supply contracts	56,373,833	56,373,833
Amortization of PAA - reg. liab. for coal supply contracts		
2011		(15,485,014)
2010	(1,298,823)	(1,298,823)
Purchase Accounting Adjustment – coal supply contracts	8,793,531	8,793,531
Amortization of PAA – coal supply contracts		
2011		(4,565,207)
2010	(1,839,288)	(1,839,288)
PAA – rent commitment	350,470	350,470
Amortization of PAA – rent commitment		
2011		(73,783)
2010	(12,298)	(12,298)

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ACCUMULATED DEFERRED INCOME TAXES (Account 190) (continued)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes.
2. At Other (Specify), include deferrals relating to other income and deductions.

	-----------	-----------
Total Line 7 with Purchase Acctg	$83,088,497	$58,784,885
	===========	===========

	Bal. at Beg. of Year	Bal. at End of Year
Environmental Assessment	$389,000	$389,000
Other	16,070	56,820
	-----------	----------
Total Line 17	$405,070	$445,820
	===========	===========

Balance of Beginning of Year	$115,372,945
Less Debits to:	
Acct 410.1	61,170,289
Acct 410.2	94,672
Plus Credits to:	
Acct 411.1	17,883,233
Acct 411.2	133,690
Other Balance Sheet Accounts	72,142,519

Balance at End of Year	$144,267,426
	===========

Note: Some beginning balance amounts were reclassified from prior years' ending balance for presentation purposes, total beginning balance deferrals did not change.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

CAPITAL STOCKS (Account 201 and 204)

1. Report below the particulars (details) called for concerning common and preferred stock at end of year, distinguishing separate series of any general class. Show separate totals for common and preferred stock. If information to meet the stock exchange reporting requirement outlined in column (a) is available from the SEC 10-K Report Form filing, a specific reference to report form (i.e., year and company title) may be reported in column (a) provided the fiscal years for both the 10-K report and this report are compatible.
2. Entries in column (b) should represent the number of shares authorized by the articles of incorporation as amended to end of year.

Line No.	Class and Series of Stock and Name of Stock Series (a)	Number of shares Authorized by Charter (b)	Par or Stated Value per share (c)	Call Price at End of Year (d)
1	Common Stock			
2	Common Stock, Without Par Value	80,000,000		
3	Total Common	80,000,000		
4				
5	Preferred and Preference Stock			
6	Preferred Stock, Without Par Value	5,300,000		
7	Preference Stock, Without Par Value	2,000,000		
8	Total Preferred and Preference	7,300,000		
9				
10				
11	Note:			
12	There is no Call Price for Common Stock,			
13	Without Par Value			
14				
15	The Common Stock of Kentucky Utilities Company			
16	is owned by its parent company,			
17	LG&E and KU Energy LLC			
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42				

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

CAPITAL STOCKS (Account 201 and 204) (Continued)

3. Give particulars (details) concerning shares of any class and series of stock authorized to be issued by a regulatory commission which have not yet been issued.
4. The identification of each class of preferred stock should show the dividend rate and whether the dividends are cumulative or non-cumulative.
5. State in a footnote if any capital stock which has been nominally issued is nominally outstanding at end of year.
Give particulars (details) in column (a) of any nominally issued capital stock, reacquired stock, or stock in sinking and other funds which is pledged, stating name of pledgee and purposes of pledge.

OUTSTANDING PER BALANCE SHEET (Total amount outstanding without reduction for amounts held by respondent)		HELD BY RESPONDENT				Line No.
		AS REACQUIRED STOCK (Account 217)		IN SINKING AND OTHER FUNDS		
Shares (e)	Amount (f)	Shares (g)	Cost (h)	Shares (i)	Amount (j)	
						1
37,817,878	308,139,978					2
37,817,878	308,139,978					3
						4
						5
						6
						7
						8
						9
						10
						11
						12
						13
						14
						15
						16
						17
						18
						19
						20
						21
						22
						23
						24
						25
						26
						27
						28
						29
						30
						31
						32
						33
						34
						35
						36
						37
						38
						39
						40
						41
						42

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

FOOTNOTE DATA

Schedule Page: 250 Line No.: 8 Column: a

No shares of preferred or preference stock remain issued or outstanding.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

OTHER PAID-IN CAPITAL (Accounts 208-211, inc.)

Report below the balance at the end of the year and the information specified below for the respective other paid-in capital accounts. Provide a subheading for each account and show a total for the account, as well as total of all accounts for reconciliation with balance sheet, Page 112. Add more columns for any account if deemed necessary. Explain changes made in any account during the year and give the accounting entries effecting such change.
(a) Donations Received from Stockholders (Account 208)-State amount and give brief explanation of the origin and purpose of each donation.
(b) Reduction in Par or Stated value of Capital Stock (Account 209): State amount and give brief explanation of the capital change which gave rise to amounts reported under this caption including identification with the class and series of stock to which related.
(c) Gain on Resale or Cancellation of Reacquired Capital Stock (Account 210): Report balance at beginning of year, credits, debits, and balance at end of year with a designation of the nature of each credit and debit identified by the class and series of stock to which related.
(d) Miscellaneous Paid-in Capital (Account 211)-Classify amounts included in this account according to captions which, together with brief explanations, disclose the general nature of the transactions which gave rise to the reported amounts.

Line No.	Item (a)	Amount (b)
1		
2	Account 211:	
3	Contributed Capital - Misc.	2,348,446,834
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40	TOTAL	2,348,446,834

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 253 Line No.: 3 Column: b

The balance in Other Paid-in Capital (208-211) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value, the balance was adjusted for a step-up in value compared to the net book value of the investment in EEI net of deferred taxes, the fixed rate pollution control bonds net of taxes and goodwill. The balance also includes elimination of Retained Earnings (215, 215.1, 216) at October 31, 2010. See footnotes for Page 110, Lines 21, Column c, Page 110, Line 78, Column c, Page 110, Line 82, Column c, Page 112, Line 11, Column c, Page 112, Line 21, Column c and Page 112, Line 64, Column c. The following reflects the purchase accounting adjustment:

Other Paid-in Capital (208-211) Without Purchase Accounting	$ 315,858,083
Purchase Accounting Adjustment - goodwill	607,404,368
Purchase Accounting Adjustment – pollution control bonds	(709,649)
Purchase Accounting Adjustment – EEI investment	7,569,645
Purchase Accounting Adjustment – prior retained earnings	1,418,324,387
Total for Other Paid-in Capital (208-211)	$ 2,348,446,834

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

CAPITAL STOCK EXPENSE (Account 214)

1. Report the balance at end of the year of discount on capital stock for each class and series of capital stock.
2. If any change occurred during the year in the balance in respect to any class or series of stock, attach a statement giving particulars (details) of the change. State the reason for any charge-off of capital stock expense and specify the account charged.

Line No.	Class and Series of Stock (a)	Balance at End of Year (b)
1	Expenses on Common Stock	321,289
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22	TOTAL	321,289

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

LONG-TERM DEBT (Account 221, 222, 223 and 224)

1. Report by balance sheet account the particulars (details) concerning long-term debt included in Accounts 221, Bonds, 222, Reacquired Bonds, 223, Advances from Associated Companies, and 224, Other long-Term Debt.
2. In column (a), for new issues, give Commission authorization numbers and dates.
3. For bonds assumed by the respondent, include in column (a) the name of the issuing company as well as a description of the bonds.
4. For advances from Associated Companies, report separately advances on notes and advances on open accounts. Designate demand notes as such. Include in column (a) names of associated companies from which advances were received.
5. For receivers, certificates, show in column (a) the name of the court -and date of court order under which such certificates were issued.
6. In column (b) show the principal amount of bonds or other long-term debt originally issued.
7. In column (c) show the expense, premium or discount with respect to the amount of bonds or other long-term debt originally issued.
8. For column (c) the total expenses should be listed first for each issuance, then the amount of premium (in parentheses) or discount. Indicate the premium or discount with a notation, such as (P) or (D). The expenses, premium or discount should not be netted.
9. Furnish in a footnote particulars (details) regarding the treatment of unamortized debt expense, premium or discount associated with issues redeemed during the year. Also, give in a footnote the date of the Commission's authorization of treatment other than as specified by the Uniform System of Accounts.

Line No.	Class and Series of Obligation, Coupon Rate (For new issue, give commission Authorization numbers and dates) (a)	Principal Amount Of Debt issued (b)	Total expense, Premium or Discount (c)
1	ACCOUNT 221 (1):		
2	Pollution Control Bonds: (2)		
3	Mercer County 2000 Series A, due 05/01/2023, Variable	12,900,000	607,408
4	Carroll County 2002 Series A, due 02/01/2032, Variable	20,930,000	120,138
5	Carroll County 2002 Series B, due 02/01/2032, Variable	2,400,000	83,078
6	Muhlenberg County 2002 Series A, due 02/01/2032, Variable	2,400,000	93,078
7	Mercer County 2002 Series A, due 02/01/2032, Variable	7,400,000	92,678
8	Carroll County 2002 Series C, due 10/01/2032, Variable	96,000,000	2,150,595
9	Carroll County 2004 Series A, due 10/01/2034, Variable	50,000,000	1,483,449
10	Carroll County 2006 Series B, due 10/01/2034, Variable	54,000,000	1,313,275
11	Carroll County 2007 Series A, due 02/01/2026, 5.750%	17,875,000	638,428
12	Trimble County 2007 Series A, due 03/01/2037, 6.000%	8,927,000	471,138
13	Carroll County 2008 Series A, due 02/01/2032, Variable	77,947,405	796,036
14			
15	First Mortgage Bonds: (3)		
16	2010 due 11/01/2015, 1.625%	250,000,000	2,261,768
17			875,000 D
18	2010 due 11/01/2020, 3.250%	500,000,000	4,156,684
19			1,890,000 D
20	2010 due 11/01/2040, 5.125%	750,000,000	7,480,434
21			8,137,500 D
22	TOTAL ACCOUNT 221	1,850,779,405	32,650,687
23			
24	ACCOUNT 223 :		
25	TOTAL ACCOUNT 223		
26			
27	ACCOUNT 224 (4):		
28	Purchase Accounting Adjustments for Fair Value Measurement		
29	Carroll County 2007 Series A, due 02/01/2026, 5.750%	804,375	
30	Trimble County 2007 Series A, due 03/01/2037, 6.000%	357,080	
31	TOTAL ACCOUNT 224	1,161,455	
32			
33	TOTAL	1,851,940,860	32,650,687

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

LONG-TERM DEBT (Account 221, 222, 223 and 224) (Continued)

10. Identify separate undisposed amounts applicable to issues which were redeemed in prior years.
11. Explain any debits and credits other than debited to Account 428, Amortization and Expense, or credited to Account 429, Premium on Debt - Credit.
12. In a footnote, give explanatory (details) for Accounts 223 and 224 of net changes during the year. With respect to long-term advances, show for each company: (a) principal advanced during year, (b) interest added to principal amount, and (c) principle repaid during year. Give Commission authorization numbers and dates.
13. If the respondent has pledged any of its long-term debt securities give particulars (details) in a footnote including name of pledgee and purpose of the pledge.
14. If the respondent has any long-term debt securities which have been nominally issued and are nominally outstanding at end of year, describe such securities in a footnote.
15. If interest expense was incurred during the year on any obligations retired or reacquired before end of year, include such interest expense in column (i). Explain in a footnote any difference between the total of column (i) and the total of Account 427, interest on Long-Term Debt and Account 430, Interest on Debt to Associated Companies.
16. Give particulars (details) concerning any long-term debt authorized by a regulatory commission but not yet issued.

Nominal Date of Issue (d)	Date of Maturity (e)	AMORTIZATION PERIOD Date From (f)	Date To (g)	Outstanding (Total amount outstanding without reduction for amounts held by respondent) (h)	Interest for Year Amount (i)	Line No.
						1
						2
05/19/2000	05/01/2023	05/19/2000	05/01/2023	12,900,000	24,276	3
05/23/2002	02/01/2032	05/23/2002	02/01/2032	20,930,000	173,627	4
05/23/2002	02/01/2032	05/23/2002	02/01/2032	2,400,000	19,490	5
05/23/2002	02/01/2032	05/23/2002	02/01/2032	2,400,000	19,108	6
05/23/2002	02/01/2032	05/23/2002	02/01/2032	7,400,000	58,916	7
10/03/2002	10/01/2032	10/03/2002	10/01/2032	96,000,000	254,411	8
10/20/2004	10/01/2034	10/20/2004	10/01/2034	50,000,000	103,260	9
02/23/2007	10/01/2034	02/23/2007	10/01/2034	54,000,000	112,838	10
05/24/2007	02/01/2026	05/24/2007	02/01/2026	17,875,000	1,027,813	11
05/24/2007	03/01/2037	05/24/2007	03/01/2037	8,927,000	535,620	12
10/17/2008	02/01/2032	10/17/2008	02/01/2032	77,947,405	161,191	13
						14
						15
11/16/2010	11/01/2015	11/16/2010	11/01/2015	250,000,000	4,062,500	16
						17
11/16/2010	11/01/2020	11/16/2010	11/01/2020	500,000,000	16,250,000	18
						19
11/16/2010	11/01/2040	11/16/2010	11/01/2040	750,000,000	38,437,500	20
						21
				1,850,779,405	61,240,550	22
						23
						24
						25
						26
						27
						28
		11/1/2010	02/01/2026	742,838	-52,745	29
		11/1/2010	03/01/2037	341,260	-13,560	30
				1,084,098	-66,305	31
						32
				1,851,863,503	61,174,245	33

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 256 Line No.: 1 Column: a

(1) Per instruction 9 concerning the treatment of unamortized debt expense, premium or discount – debt premium and expenses are being amortized over the lives of the related issues.

(2) Pollution control series bonds are obligations of Kentucky Utilities Company (KU), issued in connection with tax-exempt pollution control revenue bonds issued by various governmental entities, principally counties in Kentucky. A loan agreement obligates KU to make debt service payments to the county that equate to the debt service due from the county on the related pollution control revenue bonds.

(3) In November 2010, KU requested and was granted, authorization to issue first mortgage bonds totaling $1.5 billion by the Kentucky Public Service Commission in its September 30, 2010, Order in Case No. 2010-00206, The Commonwealth of Virginia State Corporation Commission in its October 19, 2010, Order in Case No. PUE-2010-00061, and the Tennessee Regulatory Authority in its October 21, 2010, Order in Docket No. 10-00119. The Company used the proceeds to repay the loans from a PPL subsidiary and for general corporate purposes. The first mortgage bonds were issued at a discount.

In April 2011, KU filed 2011 Registration Statements with the SEC related to offers to exchange securities issued in November 2010 in transactions not registered under the Securities Act of 1933 with similar but registered securities. The 2011 Registration Statements became effective in June 2011 and the exchanges were completed in July 2011, with substantially all securities being exchanged.

As of December 31, 2011, all of the Company’s long-term debt is collateralized by a first mortgage lien on substantially all of the assets of the Company in Kentucky.

(4) On November 1, 2010, PPL completed its acquisition of E.ON U.S., the Company's parent. Upon completion of the acquisition, E.ON U.S. was renamed LG&E and KU Energy LLC (LKE). PPL used push-down accounting for the acquisition, and as a result, the Company adjusted its assets and liabilities to reflect their fair values on the acquisition date.

The following pollution control bonds with coupon rates listed below were fair valued as a result of the PPL acquisition:

Bond Issue	(221) Principal	(224) Fair Value Adjustment	Total Purchase Accounting
Carroll County 2007 Series A, due 2/1/2026, 5.750%	$17,875,000	$804,375	$18,679,375
Trimble County 2007 Series A, due 3/1/2037, 6.000%	$ 8,927,000	$357,080	$ 9,284,080

The purchase accounting adjustments were recorded to Other Long-Term Debt (224) and are being amortized over the lives of the related issues to Interest on Long-Term Debt (427).

Schedule Page: 256 Line No.: 1 Column: i

Interest on Bonds and Revolving Credit: (221/222/224/231):	
Total Account (221)	$61,240,550
Total Account (224)	(66,305)
Total Account (427)	$61,174,245
Interest on Advances to Associated Companies (223):	
Advances from Associated Companies (223)	$ -
Other Short Term Interest	6,321
Total Account (430)	$ 6,321

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

RECONCILIATION OF REPORTED NET INCOME WITH TAXABLE INCOME FOR FEDERAL INCOME TAXES

1. Report the reconciliation of reported net income for the year with taxable income used in computing Federal income tax accruals and show computation of such tax accruals. Include in the reconciliation, as far as practicable, the same detail as furnished on Schedule M-1 of the tax return for the year. Submit a reconciliation even though there is no taxable income for the year. Indicate clearly the nature of each reconciling amount.
2. If the utility is a member of a group which files a consolidated Federal tax return, reconcile reported net income with taxable net income as if a separate return were to be field, indicating, however, intercompany amounts to be eliminated in such a consolidated return. State names of group member, tax assigned to each group member, and basis of allocation, assignment, or sharing of the consolidated tax among the group members.
3. A substitute page, designed to meet a particular need of a company, may be used as Long as the data is consistent and meets the requirements of the above instructions. For electronic reporting purposes complete Line 27 and provide the substitute Page in the context of a footnote.

Line No.	Particulars (Details) (a)	Amount (b)
1	Net Income for the Year (Page 117)	177,482,676
2		
3		
4	Taxable Income Not Reported on Books	
5	See Footnote	4,288,875
6		
7		
8		
9	Deductions Recorded on Books Not Deducted for Return	
10	See Footnote	136,022,636
11		
12		
13		
14	Income Recorded on Books Not Included in Return	
15	See Footnote	9,066,314
16		
17		
18		
19	Deductions on Return Not Charged Against Book Income	
20	See Footnote	301,805,465
21		
22		
23		
24		
25		
26		
27	Federal Tax Net Income	6,922,408
28	Show Computation of Tax:	
29		
30	Federal Tax Net Income	
31	35% Rounded	2,422,843
32	Add: Adjustments of Prior Years' Taxes to Actual and Other	-10,286,191
33		
34	Total	-7,863,348
35		
36		
37		
38		
39		
40		
41		
42		
43		
44		

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) _ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

FOOTNOTE DATA

Schedule Page: 261 Line No.: 5 Column: b

Contributions in Aid of Construction	$ 4,002,210
Customer Advances for Construction	286,665

Total	$ 4,288,875
	==========

Schedule Page: 261 Line No.: 10 Column: b

Federal Income Taxes:	
Provision for Deferred Taxes	$110,707,112
AFUDC Flow Through	957,338
Amortization of Regulatory Expenses	1,132,082
Contingent Liabilities	392,930
Capitalized Interest	9,467,072
KCCS Regulatory Asset	230,490
Emission Allowances	116,117
MISO Exit Fees-Transmission	1,862,465
Over/Under Collections - VA Fuel Clause	1,001,000
Pensions	1,011,110
Performance Incentive	434,512
Postemployment	1,195,248
Asset Retirement Obligations	2,334,470
Spare Parts Regulatory Liability	2,084,703
Non-Deductible Expenses	1,102,127
Amortization Loss on Reacquired Debt	604,973
Workers' Compensation	272,634
Other	198,557

Total Without Purchase Accounting	$135,104,940
Purchase Accounting Adjustment:	
EEI Investment	886,084
FMV Leases	31,612

Total	$136,022,636
	============

Schedule Page: 261 Line No.: 15 Column: b

Environmental Cost Recovery	$ 5,218,913
Fuel Adjustment Clause KY	1,161,000
Amortization of Investment Tax Credit	2,686,401

Total	$ 9,066,314
	==========

Schedule Page: 261 Line No.: 20 Column: b

Federal Income Taxes:	
Utility Operating Income	$ 6,941,452
Other Income and Deductions	921,896
Tax over Book Depreciation, Net	264,026,573
Cost of Removal	16,792,475
Postretirement	1,204,658
Demand Side Management	2,185,387
Current State Income Tax	4,517,411
Mark-to-Market	208,723
Management Audit Fees	140,906
Bad Debt Reserve	149,521
EEI Investment	1,923,199

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

FOOTNOTE DATA

Life Insurance	1,979,269
IRC 199 Manufacturing Deduction	446,629
Other	301,060

Total without Purchase Accounting	$301,739,159
Purchase Accounting Adjustments:	
FMV Bonds	66,306

Total	$301,805,465
	===========

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR

1. Give particulars (details) of the combined prepaid and accrued tax accounts and show the total taxes charged to operations and other accounts during the year. Do not include gasoline and other sales taxes which have been charged to the accounts to which the taxed material was charged. If the actual, or estimated amounts of such taxes are know, show the amounts in a footnote and designate whether estimated or actual amounts.
2. Include on this page, taxes paid during the year and charged direct to final accounts, (not charged to prepaid or accrued taxes.) Enter the amounts in both columns (d) and (e). The balancing of this page is not affected by the inclusion of these taxes.
3. Include in column (d) taxes charged during the year, taxes charged to operations and other accounts through (a) accruals credited to taxes accrued, (b)amounts credited to proportions of prepaid taxes chargeable to current year, and (c) taxes paid and charged direct to operations or accounts other than accrued and prepaid tax accounts.
4. List the aggregate of each kind of tax in such manner that the total tax for each State and subdivision can readily be ascertained.

Line No.	Kind of Tax (See instruction 5) (a)	BALANCE AT BEGINNING OF YEAR Taxes Accrued (Account 236) (b)	Prepaid Taxes (Include in Account 165) (c)	Taxes Charged During Year (d)	Taxes Paid During Year (e)	Adjust- ments (f)
1	Federal:					
2	Income	12,876,014		-4,628,293	8,247,721	
3	FICA	639,011		6,015,387	6,100,232	
4						
5	Kentucky:					
6	Income	2,021,179		6,170,840	8,192,019	
7	Public Service Commission		945,956	1,954,633	2,017,354	
8	Sales & Use	581,660		4,583,041	4,577,464	
9	Vehicle License			125,616	125,616	
10						
11	Federal & Kentucky:					
12	Unemployment Insurance	75,728		130,701	135,464	
13						
14	Kentucky & Indiana:					
15	Property Taxes	8,431,457		18,707,998	17,611,619	
16	Vehicle Tax					
17	Miscellaneous	-10,266				
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41	TOTAL	24,614,783	945,956	33,059,923	47,007,489	

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [X] An Original (2) [ ] A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2011/Q4

TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR (Continued)

5. If any tax (exclude Federal and State income taxes)- covers more then one year, show the required information separately for each tax year, identifying the year in column (a).
6. Enter all adjustments of the accrued and prepaid tax accounts in column (f) and explain each adjustment in a foot- note. Designate debit adjustments by parentheses.
7. Do not include on this page entries with respect to deferred income taxes or taxes collected through payroll deductions or otherwise pending transmittal of such taxes to the taxing authority.
8. Report in columns (i) through (l) how the taxes were distributed. Report in column (I) only the amounts charged to Accounts 408.1 and 409.1 pertaining to electric operations. Report in column (l) the amounts charged to Accounts 408.1 and 109.1 pertaining to other utility departments and amounts charged to Accounts 408.2 and 409.2. Also shown in column (l) the taxes charged to utility plant or other balance sheet accounts.
9. For any tax apportioned to more than one utility department or account, state in a footnote the basis (necessity) of apportioning such tax.

BALANCE AT END OF YEAR		DISTRIBUTION OF TAXES CHARGED				Line No.
(Taxes accrued Account 236) (g)	Prepaid Taxes (Incl. in Account 165) (h)	Electric (Account 408.1, 409.1) (i)	Extraordinary Items (Account 409.3) (j)	Adjustments to Ret. Earnings (Account 439) (k)	Other (l)	
						1
		-6,941,452			2,313,159	2
554,166		7,182,238			-1,166,851	3
						4
						5
		4,455,179			1,715,661	6
	1,008,677	1,954,633				7
587,237					4,583,041	8
		54,167			71,449	9
						10
						11
70,965		184,481			-53,780	12
						13
						14
9,527,836		18,703,289			4,709	15
						16
-10,266		36,958			-36,958	17
						18
						19
						20
						21
						22
						23
						24
						25
						26
						27
						28
						29
						30
						31
						32
						33
						34
						35
						36
						37
						38
						39
						40
10,729,938	1,008,677	25,629,493			7,430,430	41

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 262 Line No.: 1 Column: a

Segregation of Other	Column L Other	Page 117 Other Inc & Deductions 408.2 – 409.2	Other Accounts
Federal:			
Income	$2,313,159	$(921,896)	$3,235,055
FICA	(1,166,851)		(1,166,851)
Kentucky:			
Income	1,715,661	(252,272)	1,967,933
6% Use (Kentucky)	4,583,041		4,583,041
Vehicle License	71,449		71,449
Federal & Kentucky:			
Unemployment Ins	(53,780)		(53,780)
Kentucky & Indiana:			
Property Taxes	4,709	2,004	2,705
Federal, State & Local:			
Vehicle Tax			
Miscellaneous	(36,958)		(36,958)
Total	$7,430,430	$(1,172,164)	$8,602,594

Reconciliation to page 114, line 14:

Other:	
Electric Total	$25,629,493
Less Federal	6,941,452
Less State	(4,455,179)
Total	$28,115,766

Schedule Page: 262 Line No.: 2 Column: g

End of the Year balance of $3,235,054 was reclassified to Accounts Receivable (143).

Schedule Page: 262 Line No.: 6 Column: g

End of the Year balance of $1,433,384 was reclassified to Accounts Receivable (143).

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ACCUMULATED DEFERRED INVESTMENT TAX CREDITS (Account 255)

Report below information applicable to Account 255. Where appropriate, segregate the balances and transactions by utility and nonutility operations. Explain by footnote any correction adjustments to the account balance shown in column (g).Include in column (i) the average period over which the tax credits are amortized.

Line No.	Account Subdivisions (a)	Balance at Beginning of Year (b)	Deferred for Year Account No. (c)	Deferred for Year Amount (d)	Allocations to Current Year's Income Account No. (e)	Allocations to Current Year's Income Amount (f)	Adjustments (g)
1	Electric Utility						
2	3%						
3	4%						
4	7%						
5	10%						
6		2,844,169			420	71,098	
7	15%	101,250,000			420	2,615,303	
8	TOTAL	104,094,169				2,686,401	
9	Other (List separately and show 3%, 4%, 7%, 10% and TOTAL)						
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
30							
31							
32							
33							
34							
35							
36							
37							
38							
39							
40							
41							
42							
43							
44							
45							
46							
47							
48							

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ACCUMULATED DEFERRED INVESTMENT TAX CREDITS (Account 255) (continued)

Balance at End of Year (h)	Average Period of Allocation to Income (i)	ADJUSTMENT EXPLANATION	Line No.
			1
			2
			3
			4
			5
2,773,071	41 years		6
98,634,697	37 years		7
101,407,768			8
			9
			10
			11
			12
			13
			14
			15
			16
			17
			18
			19
			20
			21
			22
			23
			24
			25
			26
			27
			28
			30
			31
			32
			33
			34
			35
			36
			37
			38
			39
			40
			41
			42
			43
			44
			45
			46
			47
			48

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

OTHER DEFFERED CREDITS (Account 253)

1. Report below the particulars (details) called for concerning other deferred credits.
2. For any deferred credit being amortized, show the period of amortization.
3. Minor items (5% of the Balance End of Year for Account 253 or amounts less than $100,000, whichever is greater) may be grouped by classes.

Line No.	Description and Other Deferred Credits (a)	Balance at Beginning of Year (b)	DEBITS Contra Account (c)	DEBITS Amount (d)	Credits (e)	Balance at End of Year (f)
1	Brown CT Long-Term Service					
2	Agreement	7,302,453	151/657.27	1,178,748	151,657	6,275,362
3						
4	Coal Contracts					
5	(Nov-10 to Dec-15)	17,877,232	182.3	11,735,750		6,141,482
6						
7	Corporate Headquarters Lease					
8	(Nov-10 to Jul-15)	869,338	182.3	189,673		679,665
9						
10	Unearned Revenue -					
11	Pole Attachments	384,210			7,245	391,455
12						
13	Deferred Compensation	134,829			4,448	139,277
14						
15	Carrollton Sale/Leaseback					
16	(Aug-06 to Jul-23)	55,128	421.1	4,381		50,747
17						
18	Deferred Rent Payable					
19	(Aug-06 to Jul-23)	37,482			8,486	45,968
20						
21	Uncertain Tax Position - State	486,883	409.1	486,883	36,000	36,000
22						
23	Uncertain Tax Positions - Interest	90,458	431	90,458	6,792	6,792
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
44						
45						
46						
47	TOTAL	27,238,013		13,685,893	214,628	13,766,748

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 269 Line No.: 5 Column: f

The balance of $6,141,482 relates to the fair value measurement of $22,605,479 for Kentucky Utilities Company's coal contracts that was recognized as a result of the acquisition by PPL Corporation in November 2010. The variance is 14 months of amortization in 2010 and 2011.

Schedule Page: 269 Line No.: 8 Column: f

The balance of $679,665 relates to the revaluation of $900,950 for the Kentucky Utilities Company's rent commitment for the Corporation Headquarters building that was recognized as a result of the acquisition by PPL Corporation in November 2010. The variance is 14 months of amortization in 2010 and 2011.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ACCUMULATED DEFERRED INCOME TAXES - ACCELERATED AMORTIZATION PROPERTY (Account 281)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes rating to amortizable property.
2. For other (Specify),include deferrals relating to other income and deductions.

Line No.	Account (a)	Balance at Beginning of Year (b)	CHANGES DURING YEAR Amounts Debited to Account 410.1 (c)	CHANGES DURING YEAR Amounts Credited to Account 411.1 (d)
1	Accelerated Amortization (Account 281)			
2	Electric			
3	Defense Facilities			
4	Pollution Control Facilities			
5	Other (provide details in footnote):			
6				
7				
8	TOTAL Electric (Enter Total of lines 3 thru 7)			
9	Gas			
10	Defense Facilities			
11	Pollution Control Facilities			
12	Other (provide details in footnote):			
13				
14				
15	TOTAL Gas (Enter Total of lines 10 thru 14)			
16				
17	TOTAL (Acct 281) (Total of 8, 15 and 16)			
18	Classification of TOTAL			
19	Federal Income Tax			
20	State Income Tax			
21	Local Income Tax			

NOTES

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ACCUMULATED DEFERRED INCOME TAXES _ ACCELERATED AMORTIZATION PROPERTY (Account 281) (Continued)

3. Use footnotes as required.

CHANGES DURING YEAR		ADJUSTMENTS					
Amounts Debited to Account 410.2	Amounts Credited to Account 411.2	Debits		Credits		Balance at End of Year	Line No.
		Account Credited	Amount	Account Debited	Amount		
(e)	(f)	(g)	(h)	(i)	(j)	(k)	
							1
							2
							3
							4
							5
							6
							7
							8
							9
							10
							11
							12
							13
							14
							15
							16
							17
							18
							19
							20
							21

NOTES (Continued)

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ACCUMULATED DEFFERED INCOME TAXES - OTHER PROPERTY (Account 282)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes rating to property not subject to accelerated amortization
2. For other (Specify),include deferrals relating to other income and deductions.

Line No.	Account (a)	Balance at Beginning of Year (b)	CHANGES DURING YEAR Amounts Debited to Account 410.1 (c)	CHANGES DURING YEAR Amounts Credited to Account 411.1 (d)
1	Account 282			
2	Electric	346,844,638	205,798,250	94,684,070
3	Gas			
4				
5	TOTAL (Enter Total of lines 2 thru 4)	346,844,638	205,798,250	94,684,070
6				
7				
8				
9	TOTAL Account 282 (Enter Total of lines 5 thru	346,844,638	205,798,250	94,684,070
10	Classification of TOTAL			
11	Federal Income Tax	300,449,376	181,906,814	80,944,591
12	State Income Tax	46,395,262	23,891,436	13,739,479
13	Local Income Tax			

NOTES

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ACCUMULATED DEFERRED INCOME TAXES - OTHER PROPERTY (Account 282) (Continued)

3. Use footnotes as required.

CHANGES DURING YEAR		ADJUSTMENTS					
Amounts Debited to Account 410.2	Amounts Credited to Account 411.2	Debits		Credits		Balance at End of Year	Line No.
		Account Credited	Amount	Account Debited	Amount		
(e)	(f)	(g)	(h)	(i)	(j)	(k)	
							1
		182/254	6,673,922	182/254/190	44,339,793	495,624,689	2
							3
							4
			6,673,922		44,339,793	495,624,689	5
							6
							7
							8
			6,673,922		44,339,793	495,624,689	9
							10
			6,024,274		37,784,428	433,171,753	11
			649,648		6,555,365	62,452,936	12
							13

NOTES (Continued)

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ACCUMULATED DEFFERED INCOME TAXES - OTHER (Account 283)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes relating to amounts recorded in Account 283.
2. For other (Specify),include deferrals relating to other income and deductions.

Line No.	Account (a)	Balance at Beginning of Year (b)	CHANGES DURING YEAR Amounts Debited to Account 410.1 (c)	CHANGES DURING YEAR Amounts Credited to Account 411.1 (d)
1	Account 283			
2	Electric			
3	Regulatory Tax Adjustments	5,288,580		
4	Loss on Reacquired Debt	4,840,363	14,027	273,869
5	MISO Exit Fees	1,743,980	39,112	763,610
6	FAC Over/Under-Recovery	7,005,162	3,571,522	20,465,461
7	Casualty Loss - Storm Damages	22,041,771	2,590,293	2,630,339
8	Other	91,794,177	4,247,133	29,153,309
9	TOTAL Electric (Total of lines 3 thru 8)	132,714,033	10,462,087	53,286,588
10	Gas			
11				
12				
13				
14				
15				
16				
17	TOTAL Gas (Total of lines 11 thru 16)			
18	Other	5,578,948		
19	TOTAL (Acct 283) (Enter Total of lines 9, 17 and 18)	138,292,981	10,462,087	53,286,588
20	Classification of TOTAL			
21	Federal Income Tax	116,962,447	9,258,969	45,615,181
22	State Income Tax	21,330,534	1,203,118	7,671,407
23	Local Income Tax			

NOTES

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ACCUMULATED DEFERRED INCOME TAXES - OTHER (Account 283) (Continued)

3. Provide in the space below explanations for Page 276 and 277. Include amounts relating to insignificant items listed under Other.
4. Use footnotes as required.

CHANGES DURING YEAR		ADJUSTMENTS					
		Debits		Credits			
Amounts Debited to Account 410.2 (e)	Amounts Credited to Account 411.2 (f)	Account Credited (g)	Amount (h)	Account Debited (i)	Amount (j)	Balance at End of Year (k)	Line No.
							1
							2
		182	2,526,194	182	26,495,220	29,257,606	3
						4,580,521	4
						1,019,482	5
				190	9,117,000	-771,777	6
						22,001,725	7
		283	7,268,991	283	432,699	60,051,709	8
			9,795,185		36,044,919	116,139,266	9
							10
							11
							12
							13
							14
							15
							16
							17
1,118,046	1,948,651	219/283	778,959	219/283	7,319,693	11,289,077	18
1,118,046	1,948,651		10,574,144		43,364,612	127,428,343	19
							20
968,647	1,671,135		9,919,475		37,789,314	107,773,586	21
149,399	277,516		654,669		5,575,298	19,654,757	22
							23

NOTES (Continued)

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 276 Line No.: 8 Column: b

The balance in Accumulated Deferred Income Taxes- Other (283) was adjusted due to the purchase of KU by PPL Corporation in November 2010. The following reflects the balance at December 31, 2010:

Beginning Balance:	
Rate Case Expenses	$ 883,846
Tax Book Gain/Loss	3,426,974
OMU & Other Emission Allowances	220,399

Total Without Purchase Accounting	4,531,219
Purchase Accounting Adjustments:	
Purchase Accounting Adjustment – power purchase contract	15,008,409
Amortization of purchase accounting adjustment – power purchase contract	(180,555)
Purchase Accounting Adjustment – emission allowances	3,601,785
Amortization of purchase accounting adjustment – emission allowances	(382,690)
Purchase Accounting Adjustment – coal supply contracts	56,373,833
Amortization of purchase accounting adjustment – coal supply contracts	(1,298,823)
Purchase Accounting Adjustment – regulatory asset for coal supply contracts	8,793,531
Amortization of purchase accounting adjustment – regulatory asset for coal supply contracts	(1,839,288)
Purchase Accounting Adjustment – power purchase contract	350,470
Purchase Accounting Adjustment – EEI investment	6,893,734
Amortization of purchase accounting adjustment – EEI investment	(57,448)

Total	$91,794,177

Schedule Page: 276 Line No.: 8 Column: c

The balance was adjusted due to the amortization of purchase accounting adjustments that arose from the purchase of KU by PPL in November 2010. The following reflects the activity during the year charged to 410.1:

Debit Change Account 410.1:	
Rate Case Expenses	$ 340,357
Tax Book Gain/Loss	2,644,999
OMU & Other Emission Allowances	2,437

Total Without Purchase Accounting	2,987,793
Purchase Accounting Adjustment:	
Amortization - power purchase contract	51,077
Amortization - emission allowances	121,207
Amortization - EEI investment	6
Amortization - coal supply contracts	835,952
Amortization - regulatory assset for coal	246,451
Amortization - rent commitment	4,647

Total	$4,247,133

Schedule Page: 276 Line No.: 8 Column: d

The balance was adjusted due to the amortization of purchase accounting adjustments that arose from the purchase of KU by PPL in November 2010. The following reflects the activity during the year charged to 411.1:

Credit Change Account 411.1:

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Rate Case Expenses	$ 780,737
Tax Book Gain/Loss	3,737,978
OMU & Other Emission Allowances	47,608

Total Without Purchase Accounting	4,566,323
Purchase Accounting Adjustment:	
Amortization - power purchase contract	997,220
Amortization - emission allowances	2,366,415
Amortization - coal supply contracts	16,320,966
Amortization - regulatory assset for coal	4,811,658
Amortization - rent commitment	90,727

Total	$29,153,309

Schedule Page: 276 Line No.: 8 Column: h

Debit Adjustments:	
Purchase Accounting Adjustments:	
Reclass - EEI investment	$7,268,991

Total Debit Adjustments	$7,268,991

Schedule Page: 276 Line No.: 8 Column: j

The balance was adjusted due to the purchase of KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Credit Adjustments:	
Purchase Accounting Adjustments:	
Reclass - EEI investment	$ 432,699

Total Credit Adjustments	$ 432,699

Schedule Page: 276 Line No.: 8 Column: k

The balance in Accumulated Deferred Income Taxes- Other (283) was adjusted due to the purchase of KU by PPL Corporation in November 2010. The following reflects the balance at December 31, 2011:

Ending Balance:	
Rate Case Expenses	$ 443,466
Tax Book Gain/Loss	2,333,995
OMU & Other Emission Allowances	175,228

Total Without Purchase Accounting	2,952,689
Purchase Accounting Adjustments:	
Purchase Accounting Adjustment – power purchase contract	15,008,409
2011 Amortization of purchase accounting adjustment – power purchase contract	(946,143)
2010 Amortization of purchase accounting adjustment – power purchase contract	(180,555)
Purchase Accounting Adjustment – emission allowances	3,601,785
2011 Amortization of purchase accounting adjustment – emission allowances	(2,245,208)
2010 Amortization of purchase accounting adjustment – emission allowances	(382,690)
Purchase Accounting Adjustment – coal supply contracts	56,373,833
2011 Amortization of purchase accounting adjustment – coal supply contracts	(15,485,014)
2010 Amortization of purchase accounting adjustment – coal supply contracts	(1,298,823)
Purchase Accounting Adjustment – regulatory asset for coal supply contracts	8,793,531
2011 Amortization of purchase accounting adjustment – regulatory asset for coal supply contracts	(4,565,207)

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

2010 Amortization of purchase accounting adjustment – regulatory asset for coal supply contracts	(1,839,288)
Purchase Accounting Adjustment – rent commitment	350,470
2011 Amortization of purchase accounting adjustment - rent commitment	(86,080)

Total	$60,051,709

Schedule Page: 276 Line No.: 18 Column: b

The balance in Accumulated Deferred Income Taxes- Other (283) was adjusted due to the purchase of KU by PPL Corporation in November 2010. The following reflects the balance at December 31, 2010:

Beginning Balance:	
EEI Investment	$5,614,203
FIN 48 Interest	(33,438)
OCI EEI Investment	(1,269,297)

Total Without Purchase Accounting	4,311,468
Purchase Accounting Adjustments:	
Purchase Accounting Adjustment – EEI investment	1,267,480

Total	$5,578,948

Schedule Page: 276 Line No.: 18 Column: e

The balance was adjusted due to the amortization of purchase accounting adjustments that arose from the purchase of KU by PPL in November 2010. The following reflects the activity during the year charged to 410.2

Debit Change Account 410.2:	
EEI Investment	$ 996,437
FIN 48 Interest	34,576

Total Without Purchase Accounting	1,031,013
Purchase Accounting Adjustment:	
Amortization - EEI investment	87,033

Total	$1,118,046

Schedule Page: 276 Line No.: 18 Column: f

The balance was adjusted due to the amortization of purchase accounting adjustments that arose from the purchase of KU by PPL in November 2010. The following reflects the activity during the year charged to 411.2:

Credit Change Account 411.2:	
EEI Investment	$ 248,314
FIN 48 Interest	1,138

Total Without Purchase Accounting	249,452
Purchase Accounting Adjustment:	
Amortization - EEI investment	1,699,199

Total	$1,948,651

Schedule Page: 276 Line No.: 18 Column: h

Debit Adjustments:	
OCI EEI Investment	$ 346,253

Total Without Purchase Accounting	346,253

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Purchase Accounting Adjustments:	
Reclass - EEI investment	432,706

Total Debit Adjustments	$ 778,959

Schedule Page: 276 Line No.: 18 Column: j

Credit Adjustments:	
OCI EEI Investment	$ 50,702

Total Without Purchase Accounting	50,702
Purchase Accounting Adjustments:	
Reclass - EEI investment	7,268,991

Total Credit Adjustments	$7,319,693

Schedule Page: 276 Line No.: 18 Column: k

The balance in Accumulated Deferred Income Taxes- Other (283) was adjusted due to the purchase of KU by PPL Corporation in November 2010. The following reflects the balance at December 31, 2011:

Ending Balance:	
EEI Investment	$ 6,362,326
FIN 48 Interest	-
OCI EEI Investment	(1,564,848)

Total Without Purchase Accounting	4,797,478
Purchase Accounting Adjustments:	
Purchase Accounting Adjustment – EEI investment	8,161,214
2011 Amortization of purchase accounting adjustment – EEI investment	(344,678)
2010 Amortization of purchase accounting adjustment – EEI investment	(57,448)
Eliminate Deferred Tax on Purchase Accounting Adjustment - Other Comprehensive Income	(1,267,489)

Total	$11,289,077

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

OTHER REGULATORY LIABILITIES (Account 254)

1. Report below the particulars (details) called for concerning other regulatory liabilities, including rate order docket number, if applicable.
2. Minor items (5% of the Balance in Account 254 at end of period, or amounts less than $100,000 which ever is less), may be grouped by classes.
3. For Regulatory Liabilities being amortized, show period of amortization.

Line No.	Description and Purpose of Other Regulatory Liabilities	Balance at Begining of Current Quarter/Year	DEBITS		Credits	Balance at End of Current Quarter/Year
			Account Credited	Amount		
	(a)	(b)	(c)	(d)	(e)	(f)
1	Coal Contracts (Nov-10 to Dec-16)	141,581,000	186	41,621,407	1,814,173	101,773,766
2	ASC 740 - Income Taxes	19,784,136	190/282	966,701	63,974,347	82,791,782
3	OVEC Power Purchase Contract (Nov-10 to Mar-26)	38,117,876	186	2,432,244		35,685,632
4	ASC 715 - Pension and Postretirement	9,787,090	228.3	920,839		8,866,251
5	Environmental Cost Recovery	11,930,932	440-445	12,843,344	7,624,431	6,712,019
6	Asset Retirement Obligation	4,381,036	108	1,097,241	249,803	3,533,598
7	Emission Allowances (Nov-10 to Dec-40)	8,275,310	186	5,771,743		2,503,567
8	DSM Cost Recovery	4,503,512	440-445	5,693,598	3,508,210	2,318,124
9			182/184/502/			
10	Spare Parts	1,943,303	506/510-514	841,279	982,679	2,084,703
11			143/			
12	MISO Exit Fee Refund	637,621	182.3/575.7	65,310	450,868	1,023,179
13	KY Fuel Adjustment Clause	2,145,000	440-445	4,467,000	3,306,000	984,000
14						
15						
16						
17						
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41	TOTAL	243,086,816		76,720,706	81,910,511	248,276,621

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 278 Line No.: 1 Column: f

The balance in Coal Contracts (Nov-10 to Dec-16) relates to the regulatory offset for the fair value measurement of KU's coal contracts recognized due to the purchase of KU by PPL in November 2010. The balance will be amortized as the underlying purchase accounting adjustments are amortized. The following reflects the purchase accounting adjustment:

Coal Contracts (Nov-10 to Dec-16) Without Purchase Accounting	$ -
Purchase Accounting Adjustment	144,919,879
2011 Amortization of Purchase Accounting Adjustment	(39,807,234)
2010 Amortization of Purchase Accounting Adjustment	(3,338,879)
Total for Coal Contracts (Nov-10 to Dec-16)	$ 101,773,766

Schedule Page: 278 Line No.: 2 Column: f

The regulatory liabilities represent the future revenue impact from the reversal of deferred income taxes required for amortization investment tax credits and deferred taxes provided at rates in excess of currently enacted rates.

Schedule Page: 278 Line No.: 3 Column: f

The balance in OVEC Power Purchase Contract (Nov-10 to Mar-26) relates to the regulatory offset for the fair value measurement of the power purchase contract between KU and Ohio Valley Electric Corporation recognized due to the purchase of KU by PPL in November 2010. The balance will be amortized as the underlying purchase accounting adjustments are amortized. The following reflects the purchase accounting adjustment:

OVEC Power Purchase Contract (Nov-10 to Mar-26) Without Purchase Accounting	$ -
Purchase Accounting Adjustment	38,582,028
2011 Amortization of Purchase Accounting Adjustment	(2,432,244)
2010 Amortization of Purchase Accounting Adjustment	(464,152)
Total for OVEC Power Purchase Contract (Nov-10 to Mar-26)	$ 35,685,632

Schedule Page: 278 Line No.: 7 Column: f

The balance in Emission Allowances (Nov-10 to Dec-40) relates to the regulatory offset for the fair value measurement of KU's emission allowances recognized due to the purchase of KU by PPL in November 2010. The balance will be amortized as the underlying purchase accounting adjustments are amortized. The following reflects the purchase accounting adjustment:

Emission Allowances (Nov-10 to Dec-40) Without Purchase Accounting	$ -
Purchase Accounting Adjustment	9,259,090
2011 Amortization of Purchase Accounting Adjustment	(5,771,743)
2010 Amortization of Purchase Accounting Adjustment	(983,780)
Total for Emission Allowances (Nov-10 to Dec-40)	$ 2,503,567

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ELECTRIC OPERATING REVENUES (Account 400)

1. The following instructions generally apply to the annual version of these pages. Do not report quarterly data in columns (c), (e), (f), and (g). Unbilled revenues and MWH related to unbilled revenues need not be reported separately as required in the annual version of these pages.
2. Report below operating revenues for each prescribed account, and manufactured gas revenues in total.
3. Report number of customers, columns (f) and (g), on the basis of meters, in addition to the number of flat rate accounts; except that where separate meter readings are added for billing purposes, one customer should be counted for each group of meters added. The -average number of customers means the average of twelve figures at the close of each month.
4. If increases or decreases from previous period (columns (c),(e), and (g)), are not derived from previously reported figures, explain any inconsistencies in a footnote.
5. Disclose amounts of $250,000 or greater in a footnote for accounts 451, 456, and 457.2.

Line No.	Title of Account (a)	Operating Revenues Year to Date Quarterly/Annual (b)	Operating Revenues Previous year (no Quarterly) (c)
1	Sales of Electricity		
2	(440) Residential Sales	525,604,627	545,709,127
3	(442) Commercial and Industrial Sales		
4	Small (or Comm.) (See Instr. 4)	346,999,690	342,592,061
5	Large (or Ind.) (See Instr. 4)	381,329,627	362,330,512
6	(444) Public Street and Highway Lighting	11,147,170	10,907,521
7	(445) Other Sales to Public Authorities	115,557,143	109,603,458
8	(446) Sales to Railroads and Railways		
9	(448) Interdepartmental Sales		
10	TOTAL Sales to Ultimate Consumers	1,380,638,257	1,371,142,679
11	(447) Sales for Resale	140,153,792	117,277,200
12	TOTAL Sales of Electricity	1,520,792,049	1,488,419,879
13	(Less) (449.1) Provision for Rate Refunds		632,384
14	TOTAL Revenues Net of Prov. for Refunds	1,520,792,049	1,487,787,495
15	Other Operating Revenues		
16	(450) Forfeited Discounts	7,669,710	10,084,782
17	(451) Miscellaneous Service Revenues	2,470,663	2,309,143
18	(453) Sales of Water and Water Power		
19	(454) Rent from Electric Property	1,856,543	990,054
20	(455) Interdepartmental Rents		
21	(456) Other Electric Revenues	368,937	1,364,815
22	(456.1) Revenues from Transmission of Electricity of Others	14,359,084	9,173,423
23	(457.1) Regional Control Service Revenues		
24	(457.2) Miscellaneous Revenues		
25			
26	TOTAL Other Operating Revenues	26,724,937	23,922,217
27	TOTAL Electric Operating Revenues	1,547,516,986	1,511,709,712

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ELECTRIC OPERATING REVENUES (Account 400)

6. Commercial and industrial Sales, Account 442, may be classified according to the basis of classification (Small or Commercial, and Large or Industrial) regularly used by the respondent if such basis of classification is not generally greater than 1000 Kw of demand. (See Account 442 of the Uniform System of Accounts. Explain basis of classification in a footnote.)
7. See pages 108-109, Important Changes During Period, for important new territory added and important rate increase or decreases.
8. For Lines 2,4,5,and 6, see Page 304 for amounts relating to unbilled revenue by accounts.
9. Include unmetered sales. Provide details of such Sales in a footnote.

MEGAWATT HOURS SOLD		AVG.NO. CUSTOMERS PER MONTH		Line No.
Year to Date Quarterly/Annual (d)	Amount Previous year (no Quarterly) (e)	Current Year (no Quarterly) (f)	Previous Year (no Quarterly) (g)	
				1
6,549,421	7,181,625	446,043	447,809	2
				3
4,306,626	4,570,183	83,794	84,851	4
6,698,135	6,458,351	2,353	2,244	5
50,815	55,934	1,266	1,418	6
1,651,441	1,669,816	7,383	7,963	7
				8
				9
19,256,438	19,935,909	540,839	544,285	10
3,125,213	2,446,009	28	22	11
22,381,651	22,381,918	540,867	544,307	12
				13
22,381,651	22,381,918	540,867	544,307	14

Line 12, column (b) includes $ -7,055,149 of unbilled revenues.
Line 12, column (d) includes -206,884 MWH relating to unbilled revenues

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 300 Line No.: 4 Column: b

Small (or Comm.) category includes Small and Large Commercial accounts.

Small	$ 183,822,247
Large	163,177,443
Total Small (or Comm.)	$ 346,999,690

Schedule Page: 300 Line No.: 4 Column: d

Small (or Comm.) category includes Small and Large Commercial accounts.

Small	2,018,962
Large	2,287,664
Total Small (or Comm.)	4,306,626 MWH

Schedule Page: 300 Line No.: 5 Column: b

Large (or Ind.) category includes Industrial and Mine Power accounts.

Industrial	$ 336,499,213
Mine Power	44,830,414
Total Large (or Industrial)	$ 381,329,627

Schedule Page: 300 Line No.: 5 Column: d

Large (or Ind.) category includes Industrial and Mine Power accounts.

Industrial	6,013,408
Mine Power	684,727
Total Large (or Industrial)	6,698,135 MWH

Schedule Page: 300 Line No.: 7 Column: b

Other Sales to Public Authorities category includes Other Sales to Public Authorities and Municipal Pumping accounts.

Other Sales to Public Authorities	$ 110,685,323
Municipal Pumping	4,871,820
Total Other Sales to Public Authorities	$ 115,557,143

Schedule Page: 300 Line No.: 7 Column: d

Other Sales to Public Authorities category includes Other Sales to Public Authorities and Municipal Pumping accounts.

Other Sales to Public Authorities	1,584,237
Municipal Pumping	67,204
Total Other Sales to Public Authorities	1,651,441 MWH

Schedule Page: 300 Line No.: 22 Column: b

Items which compose Revenues from Transmission of Electricity of Others (456.1) year-to-date activity:

2011 invoices to East Kentucky Power Cooperative	$ 3,409,283
2011 invoices to Owensboro Municipal Utilities	3,293,119
2011 invoices to Louisville Gas and Electric	3,266,566
2011 invoices to City of Frankfort	1,044,276
2011 invoices to Tennessee Valley Authority	663,758
2011 invoices to City of Madisonville	447,900
2011 invoices to City of Bardstown	336,057
2011 invoices to City of Nicholasville	289,653
2011 invoices to Cargill Power Markets	270,129

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

2011 invoices to Kentucky Municipal Power Agency	253,167
Other items less than $250,000 each	1,085,176
Total Other Electric Revenues	$ 14,359,084

Schedule Page: 300 Line No.: 1 Column: $

This value contains unbilled revenue of $(15,371,557) and accrued revenue of $8,316,408. The accrued revenue represents the following:

Levelized Fuel Factor Accrual	$ (1,001,000)
Fuel Adjustment Clause Accrual	1,161,000
Demand Side Management Accrual	2,937,495
Environmental Cost Recovery Accrual	5,218,913
Total Accrual	$ 8,316,408

Schedule Page: 300 Line No.: 1 Column: MWH

Unbilled revenue of (206,884) Mwh represents the net change of unbilled MWH from the previous period, and as a result could be positive or negative.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

REGIONAL TRANSMISSION SERVICE REVENUES (Account 457.1)

1. The respondent shall report below the revenue collected for each service (i.e., control area administration, market administration, etc.) performed pursuant to a Commission approved tariff. All amounts separately billed must be detailed below.

Line No.	Description of Service (a)	Balance at End of Quarter 1 (b)	Balance at End of Quarter 2 (c)	Balance at End of Quarter 3 (d)	Balance at End of Year (e)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46	TOTAL				

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SALES OF ELECTRICITY BY RATE SCHEDULES

1. Report below for each rate schedule in effect during the year the MWH of electricity sold, revenue, average number of customer, average Kwh per customer, and average revenue per Kwh, excluding date for Sales for Resale which is reported on Pages 310-311.
2. Provide a subheading and total for each prescribed operating revenue account in the sequence followed in "Electric Operating Revenues," Page 300-301. If the sales under any rate schedule are classified in more than one revenue account, List the rate schedule and sales data under each applicable revenue account subheading.
3. Where the same customers are served under more than one rate schedule in the same revenue account classification (such as a general residential schedule and an off peak water heating schedule), the entries in column (d) for the special schedule should denote the duplication in number of reported customers.
4. The average number of customers should be the number of bills rendered during the year divided by the number of billing periods during the year (12 if all billings are made monthly).
5. For any rate schedule having a fuel adjustment clause state in a footnote the estimated additional revenue billed pursuant thereto.
6. Report amount of unbilled revenue as of end of year for each applicable revenue account subheading.

Line No.	Number and Title of Rate schedule (a)	MWh Sold (b)	Revenue (c)	Average Number of Customers (d)	KWh of Sales Per Customer (e)	Revenue Per KWh Sold (f)
1	Account 440					
2	Residential Service - Ky	6,261,723	495,010,844	419,050	14,943	0.0791
3	General Service - Ky	657	65,882	978	672	0.1003
4	Volunteer Fire Department - Ky	105	8,347	7	15,000	0.0795
5	Outdoor Lighting - Ky	23,734	4,173,553	41,766	568	0.1758
6	Residential Service - Tn	104	5,191	5	20,800	0.0499
7	Outdoor Lighting - Tn	2	219	3	667	0.1095
8	Residential Service - Va	415,158	32,641,634	24,595	16,880	0.0786
9	General Service - Va	38	4,516	221	172	0.1188
10	Outdoor Lighting - Va	3,431	696,864	4,588	748	0.2031
11	Duplicate Customers			-45,170		
12						
13	Reclassifications and Adjustments	342	17,355			0.0507
14						
15						
16						
17						
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38	Subtotal	6,705,294	532,624,405	446,043	15,033	0.0794
39	Unbilled	-155,873	-7,019,778			0.0450
40	Total	6,549,421	525,604,627	446,043	14,683	0.0803
41	TOTAL Billed	19,463,321	1,387,693,406	540,839	35,987	0.0713
42	Total Unbilled Rev.(See Instr. 6)	-206,883	-7,055,149	0	0	0.0341
43	TOTAL	19,256,438	1,380,638,257	540,839	35,605	0.0717

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SALES OF ELECTRICITY BY RATE SCHEDULES

1. Report below for each rate schedule in effect during the year the MWH of electricity sold, revenue, average number of customer, average Kwh per customer, and average revenue per Kwh, excluding date for Sales for Resale which is reported on Pages 310-311.
2. Provide a subheading and total for each prescribed operating revenue account in the sequence followed in "Electric Operating Revenues," Page 300-301. If the sales under any rate schedule are classified in more than one revenue account, List the rate schedule and sales data under each applicable revenue account subheading.
3. Where the same customers are served under more than one rate schedule in the same revenue account classification (such as a general residential schedule and an off peak water heating schedule), the entries in column (d) for the special schedule should denote the duplication in number of reported customers.
4. The average number of customers should be the number of bills rendered during the year divided by the number of billing periods during the year (12 if all billings are made monthly).
5. For any rate schedule having a fuel adjustment clause state in a footnote the estimated additional revenue billed pursuant thereto.
6. Report amount of unbilled revenue as of end of year for each applicable revenue account subheading.

Line No.	Number and Title of Rate schedule (a)	MWh Sold (b)	Revenue (c)	Average Number of Customers (d)	KWh of Sales Per Customer (e)	Revenue Per KWh Sold (f)
1	Account 442					
2	Residential Service - Ky	518	40,593	241	2,149	0.0784
3	Volunteer Fire Department - Ky	22	1,696	1	22,000	0.0771
4	General Service - Ky	1,831,020	168,865,676	74,253	24,659	0.0922
5	All Electric School - Ky	16,821	1,193,820	114	147,553	0.0710
6	Time-of-Day Secondary - Ky	436,516	27,767,854	107	4,079,589	0.0636
7	Combined Lighting & Power - Ky	47,325	7,244,227	24,713	1,915	0.1531
8	Time-of-Day Primary - Ky	2,940,554	166,896,485	130	22,619,646	0.0568
9	Traffic Energy Service - Ky	331	31,937	250	1,324	0.0965
10	Power Service - Ky	3,227,514	224,893,405	5,099	632,970	0.0697
11	Fluctuating Load Service - Ky	538,943	26,182,350	2	269,471,500	0.0486
12	Retail Transmission Service - Ky	1,581,534	73,348,196	34	46,515,706	0.0464
13	Residential Service - Va	144	11,448	53	2,717	0.0795
14	General Service - Va	86,511	8,164,918	3,452	25,061	0.0944
15	Combined Lighting & Power - Va	1,240	255,540	798	1,554	0.2061
16	Power Service - Va	147,622	10,744,263	185	797,957	0.0728
17	Time-of-Day - Va	43,216	3,124,260	4	10,804,000	0.0723
18	School Service - Va	1,111	85,192	5	222,200	0.0767
19	Transmission Services - Va	172,433	11,006,986	11	15,675,727	0.0638
20	Duplicate Customers			-23,305		
21						
22	Reclassifications and Adjustments	2	-92,311			-46.1555
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38	Subtotal	11,073,377	729,766,535	86,147	128,540	0.0659
39	Unbilled	-68,616	-1,437,218			0.0209
40	Total	11,004,761	728,329,317	86,147	127,744	0.0662
41	TOTAL Billed	19,463,321	1,387,693,406	540,839	35,987	0.0713
42	Total Unbilled Rev.(See Instr. 6)	-206,883	-7,055,149	0	0	0.0341
43	TOTAL	19,256,438	1,380,638,257	540,839	35,605	0.0717

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SALES OF ELECTRICITY BY RATE SCHEDULES

1. Report below for each rate schedule in effect during the year the MWH of electricity sold, revenue, average number of customer, average Kwh per customer, and average revenue per Kwh, excluding date for Sales for Resale which is reported on Pages 310-311.
2. Provide a subheading and total for each prescribed operating revenue account in the sequence followed in "Electric Operating Revenues," Page 300-301. If the sales under any rate schedule are classified in more than one revenue account, List the rate schedule and sales data under each applicable revenue account subheading.
3. Where the same customers are served under more than one rate schedule in the same revenue account classification (such as a general residential schedule and an off peak water heating schedule), the entries in column (d) for the special schedule should denote the duplication in number of reported customers.
4. The average number of customers should be the number of bills rendered during the year divided by the number of billing periods during the year (12 if all billings are made monthly).
5. For any rate schedule having a fuel adjustment clause state in a footnote the estimated additional revenue billed pursuant thereto.
6. Report amount of unbilled revenue as of end of year for each applicable revenue account subheading.

Line No.	Number and Title of Rate schedule (a)	MWh Sold (b)	Revenue (c)	Average Number of Customers (d)	KWh of Sales Per Customer (e)	Revenue Per KWh Sold (f)
1	Account 444					
2	Residential Service - Ky	44	3,501			0.0796
3	General Service - Ky	2,849	330,359	568	5,016	0.1160
4	Combined Power & Lighting - Ky	41,983	9,715,852	1,185	35,429	0.2314
5	Lighting Energy - Ky	28	1,583			0.0565
6	Power Service - Ky	1,180	90,932			0.0771
7	Traffic Energy Service - Ky	620	58,346	291	2,131	0.0941
8	General Service - Va	43	6,615	7	6,143	0.1538
9	Street Lighting - Va	1,617	323,486	72	22,458	0.2001
10	Duplicate Customers			-857		
11						
12	Reclassifications and Adjustments	-543	-54,646			0.1006
13						
14						
15						
16						
17						
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38	Subtotal	47,821	10,476,028	1,266	37,773	0.2191
39	Unbilled	2,994	671,142			0.2242
40	Total	50,815	11,147,170	1,266	40,138	0.2194
41	TOTAL Billed	19,463,321	1,387,693,406	540,839	35,987	0.0713
42	Total Unbilled Rev.(See Instr. 6)	-206,883	-7,055,149	0	0	0.0341
43	TOTAL	19,256,438	1,380,638,257	540,839	35,605	0.0717

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SALES OF ELECTRICITY BY RATE SCHEDULES

1. Report below for each rate schedule in effect during the year the MWH of electricity sold, revenue, average number of customer, average Kwh per customer, and average revenue per Kwh, excluding date for Sales for Resale which is reported on Pages 310-311.
2. Provide a subheading and total for each prescribed operating revenue account in the sequence followed in "Electric Operating Revenues," Page 300-301. If the sales under any rate schedule are classified in more than one revenue account, List the rate schedule and sales data under each applicable revenue account subheading.
3. Where the same customers are served under more than one rate schedule in the same revenue account classification (such as a general residential schedule and an off peak water heating schedule), the entries in column (d) for the special schedule should denote the duplication in number of reported customers.
4. The average number of customers should be the number of bills rendered during the year divided by the number of billing periods during the year (12 if all billings are made monthly).
5. For any rate schedule having a fuel adjustment clause state in a footnote the estimated additional revenue billed pursuant thereto.
6. Report amount of unbilled revenue as of end of year for each applicable revenue account subheading.

Line No.	Number and Title of Rate schedule (a)	MWh Sold (b)	Revenue (c)	Average Number of Customers (d)	KWh of Sales Per Customer (e)	Revenue Per KWh Sold (f)
1	Account 445					
2	Residential Service - Ky	2,726	236,572	368	7,408	0.0868
3	Volunteer Fire Department - Ky	846	64,758	36	23,500	0.0765
4	General Service - Ky	159,584	14,543,957	4,817	33,129	0.0911
5	All Electric School - Ky	144,067	10,120,692	515	279,742	0.0702
6	Power Service - Ky	734,995	53,125,596	1,083	678,666	0.0723
7	Combined Lighting & Power - Ky	10,307	1,842,091	2,786	3,700	0.1787
8	Time-of-Day Service Primary- Ky	483,305	27,371,060	8	60,413,125	0.0566
9	Time-of-Day Service Secondary- Ky	7,266	502,877	2	3,633,000	0.0692
10	Traffic Energy Service - Ky	111	9,716	40	2,775	0.0875
11	Retail Transmission Service- Ky	9,880	546,943	1	9,880,000	0.0554
12	Residential Service - Va	528	40,786	29	18,207	0.0772
13	General Service - Va	14,458	1,351,986	528	27,383	0.0935
14	School Service - Va	22,685	1,752,953	143	158,636	0.0773
15	Outdoor Lighting - Va	678	139,252	212	3,198	0.2054
16	Time of Day - Va	235	17,655			0.0751
17	Power Service - Va	44,213	3,104,722	35	1,263,229	0.0702
18	Municipal Water Pumping - Va	745	46,093	12	62,083	0.0619
19	Duplicate Customers			-3,232		
20						
21	Reclassifications and Adjustments	201	8,729			0.0434
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38	Subtotal	1,636,830	114,826,438	7,383	221,703	0.0702
39	Unbilled	14,611	730,705			0.0500
40	Total	1,651,441	115,557,143	7,383	223,682	0.0700
41	TOTAL Billed	19,463,321	1,387,693,406	540,839	35,987	0.0713
42	Total Unbilled Rev.(See Instr. 6)	-206,883	-7,055,149	0	0	0.0341
43	TOTAL	19,256,438	1,380,638,257	540,839	35,605	0.0717

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 304 Line No.: 2 Column: c
Includes Fuel Adjustment Clause of $2,488,260

Schedule Page: 304 Line No.: 3 Column: c
Includes Fuel Adjustment Clause of $(46)

Schedule Page: 304 Line No.: 4 Column: c
Includes Fuel Adjustment Clause of $31

Schedule Page: 304 Line No.: 5 Column: c
Includes Fuel Adjustment Clause of $8,833

Schedule Page: 304 Line No.: 11 Column: a
Average number of customers served under this rate schedule is 45,170 - included in revenue class subtotal. These are deducted on line 11 to avoid duplication.

Schedule Page: 304 Line No.: 13 Column: a
Reclassification between FERC accounts and net billing adjustments for prior periods.

Schedule Page: 304 Line No.: 13 Column: c
Includes Fuel Adjustment Clause of $(725)

Schedule Page: 304.1 Line No.: 2 Column: c
Includes Fuel Adjustment Clause of $103

Schedule Page: 304.1 Line No.: 3 Column: c
Includes Fuel Adjustment Clause of $23

Schedule Page: 304.1 Line No.: 4 Column: c
Includes Fuel Adjustment Clause of $957,778

Schedule Page: 304.1 Line No.: 5 Column: c
Includes Fuel Adjustment Clause of $7,550

Schedule Page: 304.1 Line No.: 6 Column: c
Includes Fuel Adjustment Clause of $240,191

Schedule Page: 304.1 Line No.: 7 Column: c
Includes Fuel Adjustment Clause of $20,515

Schedule Page: 304.1 Line No.: 8 Column: c
Includes Fuel Adjustment Clause of $1,761,950

Schedule Page: 304.1 Line No.: 9 Column: c
Includes Fuel Adjustment Clause of $204

Schedule Page: 304.1 Line No.: 10 Column: c
Includes Fuel Adjustment Clause of $1,790,228

Schedule Page: 304.1 Line No.: 11 Column: c
Includes Fuel Adjustment Clause of $337,540

Schedule Page: 304.1 Line No.: 12 Column: c
Includes Fuel Adjustment Clause of $927,063

Schedule Page: 304.1 Line No.: 20 Column: a
Average number of customers served under this rate schedule is 23,305 - included in revenue class subtotal. These are deducted on line 20 to avoid duplication.

Schedule Page: 304.1 Line No.: 22 Column: a
Reclassification between FERC accounts and net billing adjustments for prior periods.

Schedule Page: 304.1 Line No.: 22 Column: c
Includes Fuel Adjustment Clause of $574

Schedule Page: 304.2 Line No.: 2 Column: c
Includes Fuel Adjustment Clause of $6

Schedule Page: 304.2 Line No.: 3 Column: c
Includes Fuel Adjustment Clause of $802

Schedule Page: 304.2 Line No.: 4 Column: c
Includes Fuel Adjustment Clause of $15,448

Schedule Page: 304.2 Line No.: 5 Column: c
Includes Fuel Adjustment Clause of $29

Schedule Page: 304.2 Line No.: 6 Column: c
Includes Fuel Adjustment Clause of $(693)

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

FOOTNOTE DATA

Schedule Page: 304.2 Line No.: 7 Column: c
Includes Fuel Adjustment Clause of $351
Schedule Page: 304.2 Line No.: 10 Column: a
Average number of customers served under this rate schedule is 857 - included in revenue class subtotal. These are deducted on line 10 to avoid duplication.
Schedule Page: 304.2 Line No.: 12 Column: a
Reclassification between FERC accounts and net billing adjustments for prior periods.
Schedule Page: 304.2 Line No.: 12 Column: c
Includes Fuel Adjustment Clause of $1,020
Schedule Page: 304.3 Line No.: 2 Column: c
Includes Fuel Adjustment Clause of $1,127
Schedule Page: 304.3 Line No.: 3 Column: c
Includes Fuel Adjustment Clause of $228
Schedule Page: 304.3 Line No.: 4 Column: c
Includes Fuel Adjustment Clause of $78,083
Schedule Page: 304.3 Line No.: 5 Column: c
Includes Fuel Adjustment Clause of $71,231
Schedule Page: 304.3 Line No.: 6 Column: c
Includes Fuel Adjustment Clause of $400,062
Schedule Page: 304.3 Line No.: 7 Column: c
Includes Fuel Adjustment Clause of $5,605
Schedule Page: 304.3 Line No.: 8 Column: c
Includes Fuel Adjustment Clause of $392,689
Schedule Page: 304.3 Line No.: 9 Column: c
Includes Fuel Adjustment Clause of $5,406
Schedule Page: 304.3 Line No.: 10 Column: c
Includes Fuel Adjustment Clause of $45
Schedule Page: 304.3 Line No.: 11 Column: c
Includes Fuel Adjustment Clause of $(2,302)
Schedule Page: 304.3 Line No.: 19 Column: a
Average number of customers served under this rate schedule is 3,232 - included in revenue class subtotal. These are deducted on line 19 to avoid duplication.
Schedule Page: 304.3 Line No.: 21 Column: a
Reclassification between FERC accounts and net billing adjustments for prior periods.
Schedule Page: 304.3 Line No.: 21 Column: c
Includes Fuel Adjustment Clause of $(191)

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SALES FOR RESALE (Account 447)

1. Report all sales for resale (i.e., sales to purchasers other than ultimate consumers) transacted on a settlement basis other than power exchanges during the year. Do not report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges on this schedule. Power exchanges must be reported on the Purchased Power schedule (Page 326-327).
2. Enter the name of the purchaser in column (a). Do note abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the purchaser.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:
RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projected load for this service in its system resource planning). In addition, the reliability of requirements service must be the same as, or second only to, the supplier's service to its own ultimate consumers.
LF - for tong-term service. "Long-term" means five years or Longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for Long-term firm service which meets the definition of RQ service. For all transactions identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or setter can unilaterally get out of the contract.
IF - for intermediate-term firm service. The same as LF service except that "intermediate-term" means longer than one year but Less than five years.
SF - for short-term firm service. Use this category for all firm services where the duration of each period of commitment for service is one year or less.
LU - for Long-term service from a designated generating unit. "Long-term" means five years or Longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of designated unit.
IU - for intermediate-term service from a designated generating unit. The same as LU service except that "intermediate-term" means Longer than one year but Less than five years.

Line No.	Name of Company or Public Authority (Footnote Affiliations)	Statistical Classifi-cation	FERC Rate Schedule or Tariff Number	Average Monthly Billing Demand (MW)	Actual Demand (MW) Average Monthly NCP Demand	Average Monthly CP Demand
	(a)	(b)	(c)	(d)	(e)	(f)
1	City of Barbourville	RQ	184	19	19	18
2	City of Bardstown	RQ	185	32	32	32
3	City of Bardwell	RQ	186	2	2	2
4	City of Benham	RQ	187	2	2	1
5	City of Berea	RQ	197	24	25	24
6	City of Corbin	RQ	188	16	16	15
7	City of Falmouth	RQ	189	4	4	3
8	City of Frankfort	RQ	190	122	123	120
9	City of Madisonville	RQ	161	53	54	50
10	City of Nicholasville	RQ	157	34	34	33
11	City of Paris	RQ	83	11	11	11
12	City of Providence	RQ	195	6	6	6
13	Ameren Energy Marketing Company	OS	(3)	NA	NA	NA
14	American Electric Power Service Corp.	OS	(2)	NA	NA	NA
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			**0**	**0**	**0**

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SALES FOR RESALE (Account 447)

1. Report all sales for resale (i.e., sales to purchasers other than ultimate consumers) transacted on a settlement basis other than power exchanges during the year. Do not report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges on this schedule. Power exchanges must be reported on the Purchased Power schedule (Page 326-327).
2. Enter the name of the purchaser in column (a). Do note abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the purchaser.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:
RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projected load for this service in its system resource planning). In addition, the reliability of requirements service must be the same as, or second only to, the supplier's service to its own ultimate consumers.
LF - for tong-term service. "Long-term" means five years or Longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for Long-term firm service which meets the definition of RQ service. For all transactions identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or setter can unilaterally get out of the contract.
IF - for intermediate-term firm service. The same as LF service except that "intermediate-term" means longer than one year but Less than five years.
SF - for short-term firm service. Use this category for all firm services where the duration of each period of commitment for service is one year or less.
LU - for Long-term service from a designated generating unit. "Long-term" means five years or Longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of designated unit.
IU - for intermediate-term service from a designated generating unit. The same as LU service except that "intermediate-term" means Longer than one year but Less than five years.

Line No.	Name of Company or Public Authority (Footnote Affiliations)	Statistical Classifi-cation	FERC Rate Schedule or Tariff Number	Average Monthly Billing Demand (MW)	Actual Demand (MW)	
					Average Monthly NCP Demand	Average Monthly CP Demand
	(a)	(b)	(c)	(d)	(e)	(f)
1	Associated Electric Coop Inc.	OS	(3)	NA	NA	NA
2	Bluegrass Generation Company LLC	OS	(4)	NA	NA	NA
3	BNP Paribas Energy Trading GP	OS	(3)	NA	NA	NA
4	Cargill Power Markets, LLC	OS	(3)	NA	NA	NA
5	Carolina Power and Light Company	OS	(3)	NA	NA	NA
6	Citigroup Energy Inc.	OS	(3)	NA	NA	NA
7	Constellation Energy Comm. Group, Inc.	OS	(3)	NA	NA	NA
8	East Kentucky Power Coop, Inc.	OS	(3)	NA	NA	NA
9	EDF Trading North America, LLC	OS	(3)	NA	NA	NA
10	Endure Energy, LLC	OS	(3)	NA	NA	NA
11	Illinois Municipal Electric Agency	OS	(5)	NA	NA	NA
12	Illinois Municipal Electric Agency	OS	(3)	NA	NA	NA
13	Indiana Municipal Power Agency	OS	(7)	NA	NA	NA
14	Indiana Municipal Power Agency	OS	(3)	NA	NA	NA
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			**0**	**0**	**0**

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SALES FOR RESALE (Account 447)

1. Report all sales for resale (i.e., sales to purchasers other than ultimate consumers) transacted on a settlement basis other than power exchanges during the year. Do not report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges on this schedule. Power exchanges must be reported on the Purchased Power schedule (Page 326-327).
2. Enter the name of the purchaser in column (a). Do note abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the purchaser.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:
RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projected load for this service in its system resource planning). In addition, the reliability of requirements service must be the same as, or second only to, the supplier's service to its own ultimate consumers.
LF - for tong-term service. "Long-term" means five years or Longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for Long-term firm service which meets the definition of RQ service. For all transactions identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or setter can unilaterally get out of the contract.
IF - for intermediate-term firm service. The same as LF service except that "intermediate-term" means longer than one year but Less than five years.
SF - for short-term firm service. Use this category for all firm services where the duration of each period of commitment for service is one year or less.
LU - for Long-term service from a designated generating unit. "Long-term" means five years or Longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of designated unit.
IU - for intermediate-term service from a designated generating unit. The same as LU service except that "intermediate-term" means Longer than one year but Less than five years.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classifi-cation (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW) Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Kentucky Municipal Power Agency	OS	(6)	NA	NA	NA
2	Louisville Gas & Electric Company	SF	(1)	NA	NA	NA
3	Merrill Lynch Commodities, Inc.	OS	(3)	NA	NA	NA
4	MF Global Holding Ltd.	OS	NA	NA	NA	NA
5	Midwest Independent Transm. System Oper	OS	(3)	NA	NA	NA
6	Newedge USA LLC	OS	NA	NA	NA	NA
7	Owensboro Municipal Utilities	OS	(8)	NA	NA	NA
8	Owensboro Municipal Utilities	OS	(6)	NA	NA	NA
9	Owensboro Municipal Utilities	OS	(6)	NA	NA	NA
10	PJM Settlement, Inc.	OS	(3)	NA	NA	NA
11	PJM Settlement, Inc.	OS	(3)	NA	NA	NA
12	Rainbow Energy Marketing Corp.	OS	(3)	NA	NA	NA
13	Tenaska Power Services Company	OS	(3)	NA	NA	NA
14	Tennessee Valley Authority	OS	(3)	NA	NA	NA
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			**0**	**0**	**0**

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SALES FOR RESALE (Account 447)

1. Report all sales for resale (i.e., sales to purchasers other than ultimate consumers) transacted on a settlement basis other than power exchanges during the year. Do not report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges on this schedule. Power exchanges must be reported on the Purchased Power schedule (Page 326-327).
2. Enter the name of the purchaser in column (a). Do note abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the purchaser.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:
RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projected load for this service in its system resource planning). In addition, the reliability of requirements service must be the same as, or second only to, the supplier's service to its own ultimate consumers.
LF - for tong-term service. "Long-term" means five years or Longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for Long-term firm service which meets the definition of RQ service. For all transactions identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or setter can unilaterally get out of the contract.
IF - for intermediate-term firm service. The same as LF service except that "intermediate-term" means longer than one year but Less than five years.
SF - for short-term firm service. Use this category for all firm services where the duration of each period of commitment for service is one year or less.
LU - for Long-term service from a designated generating unit. "Long-term" means five years or Longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of designated unit.
IU - for intermediate-term service from a designated generating unit. The same as LU service except that "intermediate-term" means Longer than one year but Less than five years.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classifi-cation (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW) Average Monthly NCP Demand (e)	Actual Demand (MW) Average Monthly CP Demand (f)
1	The Energy Authority, Inc.	OS	(3)	NA	NA	NA
2	Trademark Merchant Energy, LLC	OS	(3)	NA	NA	NA
3	Union Electric Co. (d/b/a Ameren MO)	OS	(3)	NA	NA	NA
4	Westar Energy, Inc.	OS	(3)	NA	NA	NA
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			**0**	**0**	**0**

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SALES FOR RESALE (Account 447) (Continued)

OS - for other service. use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote.
AD - for Out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.
4. Group requirements RQ sales together and report them starting at line number one. After listing all RQ sales, enter "Subtotal - RQ" in column (a). The remaining sales may then be listed in any order. Enter "Subtotal-Non-RQ" in column (a) after this Listing. Enter "Total" in column (a) as the Last Line of the schedule. Report subtotals and total for columns (9) through (k)
5. In Column (c), identify the FERC Rate Schedule or Tariff Number. On separate Lines, List all FERC rate schedules or tariffs under which service, as identified in column (b), is provided.
6. For requirements RQ sales and any type of-service involving demand charges imposed on a monthly (or Longer) basis, enter the average monthly billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP)
demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
7. Report in column (g) the megawatt hours shown on bills rendered to the purchaser.
8. Report demand charges in column (h), energy charges in column (i), and the total of any other types of charges, including out-of-period adjustments, in column (j). Explain in a footnote all components of the amount shown in column (j). Report in column (k) the total charge shown on bills rendered to the purchaser.
9. The data in column (g) through (k) must be subtotaled based on the RQ/Non-RQ grouping (see instruction 4), and then totaled on the Last -line of the schedule. The "Subtotal - RQ" amount in column (g) must be reported as Requirements Sales For Resale on Page 401, line 23. The "Subtotal - Non-RQ" amount in column (g) must be reported as Non-Requirements Sales For Resale on Page 401,iine 24.
10. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Sold (g)	REVENUE Demand Charges ($) (h)	Energy Charges ($) (i)	Other Charges ($) (j)	Total ($) (h+i+j) (k)	Line No.
105,288	2,467,067	417,953	2,898,123	5,783,143	1
198,806	4,412,689	797,331	5,468,455	10,678,475	2
9,103	232,156	36,506	251,665	520,327	3
6,658	215,544	26,680	183,451	425,675	4
134,115	3,238,747	532,300	3,690,250	7,461,297	5
86,412	2,128,131	343,020	2,382,976	4,854,127	6
19,869	560,574	79,685	548,140	1,188,399	7
714,672	16,318,300	2,836,970	19,660,270	38,815,540	8
326,890	7,332,212	1,310,961	9,007,615	17,650,788	9
209,255	4,531,032	830,608	5,747,321	11,108,961	10
61,241	1,446,480	71,654	1,855,785	3,373,919	11
33,558	808,973	134,594	925,973	1,869,540	12
108		4,898		4,898	13
2,193		91,638		91,638	14
1,905,867	43,691,905	7,418,262	52,620,024	103,730,191	
1,219,346	0	36,766,296	-342,695	36,423,601	
3,125,213	**43,691,905**	**44,184,558**	**52,277,329**	**140,153,792**	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SALES FOR RESALE (Account 447) (Continued)

OS - for other service. use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote.
AD - for Out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.
4. Group requirements RQ sales together and report them starting at line number one. After listing all RQ sales, enter "Subtotal - RQ" in column (a). The remaining sales may then be listed in any order. Enter "Subtotal-Non-RQ" in column (a) after this Listing. Enter "Total" in column (a) as the Last Line of the schedule. Report subtotals and total for columns (9) through (k)
5. In Column (c), identify the FERC Rate Schedule or Tariff Number. On separate Lines, List all FERC rate schedules or tariffs under which service, as identified in column (b), is provided.
6. For requirements RQ sales and any type of-service involving demand charges imposed on a monthly (or Longer) basis, enter the average monthly billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP)
demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
7. Report in column (g) the megawatt hours shown on bills rendered to the purchaser.
8. Report demand charges in column (h), energy charges in column (i), and the total of any other types of charges, including out-of-period adjustments, in column (j). Explain in a footnote all components of the amount shown in column (j). Report in column (k) the total charge shown on bills rendered to the purchaser.
9. The data in column (g) through (k) must be subtotaled based on the RQ/Non-RQ grouping (see instruction 4), and then totaled on the Last -line of the schedule. The "Subtotal - RQ" amount in column (g) must be reported as Requirements Sales For Resale on Page 401, line 23. The "Subtotal - Non-RQ" amount in column (g) must be reported as Non-Requirements Sales For Resale on Page 401,iine 24.
10. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Sold (g)	REVENUE Demand Charges ($) (h)	Energy Charges ($) (i)	Other Charges ($) (j)	Total ($) (h+i+j) (k)	Line No.
33		1,319		1,319	1
21		2,100		2,100	2
14		589		589	3
3,327		140,727		140,727	4
8		623		623	5
22		880		880	6
103		7,850		7,850	7
1,390		60,872		60,872	8
430		18,982		18,982	9
892		40,381		40,381	10
46		3,122		3,122	11
331		33,181		33,181	12
413		26,309		26,309	13
389		38,879		38,879	14
1,905,867	43,691,905	7,418,262	52,620,024	103,730,191	
1,219,346	0	36,766,296	-342,695	36,423,601	
3,125,213	**43,691,905**	**44,184,558**	**52,277,329**	**140,153,792**	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SALES FOR RESALE (Account 447) (Continued)

OS - for other service. use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote.
AD - for Out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.
4. Group requirements RQ sales together and report them starting at line number one. After listing all RQ sales, enter "Subtotal - RQ" in column (a). The remaining sales may then be listed in any order. Enter "Subtotal-Non-RQ" in column (a) after this Listing. Enter "Total" in column (a) as the Last Line of the schedule. Report subtotals and total for columns (9) through (k)
5. In Column (c), identify the FERC Rate Schedule or Tariff Number. On separate Lines, List all FERC rate schedules or tariffs under which service, as identified in column (b), is provided.
6. For requirements RQ sales and any type of-service involving demand charges imposed on a monthly (or Longer) basis, enter the average monthly billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP)
demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
7. Report in column (g) the megawatt hours shown on bills rendered to the purchaser.
8. Report demand charges in column (h), energy charges in column (i), and the total of any other types of charges, including out-of-period adjustments, in column (j). Explain in a footnote all components of the amount shown in column (j). Report in column (k) the total charge shown on bills rendered to the purchaser.
9. The data in column (g) through (k) must be subtotaled based on the RQ/Non-RQ grouping (see instruction 4), and then totaled on the Last -line of the schedule. The "Subtotal - RQ" amount in column (g) must be reported as Requirements Sales For Resale on Page 401, line 23. The "Subtotal - Non-RQ" amount in column (g) must be reported as Non-Requirements Sales For Resale on Page 401,iine 24.
10. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Sold (g)	REVENUE: Demand Charges ($) (h)	Energy Charges ($) (i)	Other Charges ($) (j)	Total ($) (h+i+j) (k)	Line No.
187		9,803		9,803	1
1,120,336		32,401,993		32,401,993	2
78		3,440		3,440	3
			-345,882	-345,882	4
4,455		250,357		250,357	5
			3,187	3,187	6
37		1,442		1,442	7
195		9,643		9,643	8
					9
69,105		2,932,843		2,932,843	10
					11
34		1,547		1,547	12
2,744		118,497		118,497	13
10,717		485,238		485,238	14
1,905,867	43,691,905	7,418,262	52,620,024	103,730,191	
1,219,346	0	36,766,296	-342,695	36,423,601	
3,125,213	**43,691,905**	**44,184,558**	**52,277,329**	**140,153,792**	

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [X] An Original (2) [ ] A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2011/Q4

SALES FOR RESALE (Account 447) (Continued)

OS - for other service. use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote.
AD - for Out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.
4. Group requirements RQ sales together and report them starting at line number one. After listing all RQ sales, enter "Subtotal - RQ" in column (a). The remaining sales may then be listed in any order. Enter "Subtotal-Non-RQ" in column (a) after this Listing. Enter "Total" in column (a) as the Last Line of the schedule. Report subtotals and total for columns (9) through (k)
5. In Column (c), identify the FERC Rate Schedule or Tariff Number. On separate Lines, List all FERC rate schedules or tariffs under which service, as identified in column (b), is provided.
6. For requirements RQ sales and any type of-service involving demand charges imposed on a monthly (or Longer) basis, enter the average monthly billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP)
demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
7. Report in column (g) the megawatt hours shown on bills rendered to the purchaser.
8. Report demand charges in column (h), energy charges in column (i), and the total of any other types of charges, including out-of-period adjustments, in column (j). Explain in a footnote all components of the amount shown in column (j). Report in column (k) the total charge shown on bills rendered to the purchaser.
9. The data in column (g) through (k) must be subtotaled based on the RQ/Non-RQ grouping (see instruction 4), and then totaled on the Last -line of the schedule. The "Subtotal - RQ" amount in column (g) must be reported as Requirements Sales For Resale on Page 401, line 23. The "Subtotal - Non-RQ" amount in column (g) must be reported as Non-Requirements Sales For Resale on Page 401,iine 24.
10. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Sold (g)	REVENUE Demand Charges ($) (h)	Energy Charges ($) (i)	Other Charges ($) (j)	Total ($) (h+i+j) (k)	Line No.
905		37,051		37,051	1
216		14,094		14,094	2
53		2,121		2,121	3
564		25,877		25,877	4
					5
					6
					7
					8
					9
					10
					11
					12
					13
					14
1,905,867	43,691,905	7,418,262	52,620,024	103,730,191	
1,219,346	0	36,766,296	-342,695	36,423,601	
3,125,213	**43,691,905**	**44,184,558**	**52,277,329**	**140,153,792**	

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 310 Line No.: 1 Column: c
Barbourville Rate Schedule FERC No. 184 effective May 2009.

Schedule Page: 310 Line No.: 1 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.

Schedule Page: 310 Line No.: 2 Column: c
Bardstown Rate Schedule FERC No. 185 effective May 2009.

Schedule Page: 310 Line No.: 2 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.

Schedule Page: 310 Line No.: 3 Column: c
Bardwell Rate Schedule FERC No. 186 effective May 2009.

Schedule Page: 310 Line No.: 3 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.

Schedule Page: 310 Line No.: 4 Column: c
Benham Rate Schedule FERC No. 187 effective May 2009.

Schedule Page: 310 Line No.: 4 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.

Schedule Page: 310 Line No.: 5 Column: c
Berea Rate Schedule FERC No. 197 effective May 2009.

Schedule Page: 310 Line No.: 5 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.

Schedule Page: 310 Line No.: 6 Column: c
Corbin Rate Schedule FERC No. 188 effective May 2009.

Schedule Page: 310 Line No.: 6 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.

Schedule Page: 310 Line No.: 7 Column: c
Falmouth Rate Schedule FERC No. 189 effective May 2009.

Schedule Page: 310 Line No.: 7 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.

Schedule Page: 310 Line No.: 8 Column: c
Frankfort Rate Schedule FERC No. 190 effective May 2009.

Schedule Page: 310 Line No.: 8 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.

Schedule Page: 310 Line No.: 9 Column: c
Madisonville Rate Schedule FERC No. 161 effective May 2009.

Schedule Page: 310 Line No.: 9 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.

Schedule Page: 310 Line No.: 10 Column: c
Nicholasville Rate Schedule FERC No. 157 effective May 2009.

Schedule Page: 310 Line No.: 10 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.

Schedule Page: 310 Line No.: 11 Column: c
Paris Rate Schedule FERC No. 83 effective May 2009.

Schedule Page: 310 Line No.: 11 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 310 Line No.: 12 Column: c
Providence Rate Schedule FERC No. 195 effective May 2009.
Schedule Page: 310 Line No.: 12 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.
Schedule Page: 310 Line No.: 13 Column: b
Market Based Sale
Schedule Page: 310 Line No.: 13 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.
Schedule Page: 310 Line No.: 14 Column: b
Market Based Sale
Schedule Page: 310 Line No.: 14 Column: c
(2) LGE and KU Joint MBRT Tariff.
Schedule Page: 310.1 Line No.: 1 Column: b
Market Based Sale
Schedule Page: 310.1 Line No.: 1 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.
Schedule Page: 310.1 Line No.: 2 Column: b
Energy Imbalance
Schedule Page: 310.1 Line No.: 2 Column: c
(4) FERC Electric Tariff, Original No. 2, Service Agreement No. 255.
Schedule Page: 310.1 Line No.: 3 Column: b
Market Based Sale
Schedule Page: 310.1 Line No.: 3 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.
Schedule Page: 310.1 Line No.: 4 Column: b
Market Based Sale
Schedule Page: 310.1 Line No.: 4 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.
Schedule Page: 310.1 Line No.: 5 Column: a
d/b/a Progress Energy Carolinas Inc.
Schedule Page: 310.1 Line No.: 5 Column: b
Market Based Sale
Schedule Page: 310.1 Line No.: 5 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.
Schedule Page: 310.1 Line No.: 6 Column: b
Market Based Sale
Schedule Page: 310.1 Line No.: 6 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.
Schedule Page: 310.1 Line No.: 7 Column: b
Market Based Sale
Schedule Page: 310.1 Line No.: 7 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.
Schedule Page: 310.1 Line No.: 8 Column: b
Market Based Sale
Schedule Page: 310.1 Line No.: 8 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.
Schedule Page: 310.1 Line No.: 9 Column: b
Market Based Sale
Schedule Page: 310.1 Line No.: 9 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.
Schedule Page: 310.1 Line No.: 10 Column: b
Market Based Sale
Schedule Page: 310.1 Line No.: 10 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 310.1 Line No.: 11 Column: b
Cost Based Sale
Schedule Page: 310.1 Line No.: 11 Column: c
(5) LGE CBR Tariff First Revised Service Agreement No. 3.
Schedule Page: 310.1 Line No.: 12 Column: b
Energy Imbalance
Schedule Page: 310.1 Line No.: 12 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.
Schedule Page: 310.1 Line No.: 13 Column: b
Cost Based Sale
Schedule Page: 310.1 Line No.: 13 Column: c
(7) LGE CBR Tariff Service Agreement No. 4.
Schedule Page: 310.1 Line No.: 14 Column: b
Energy Imbalance
Schedule Page: 310.1 Line No.: 14 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.
Schedule Page: 310.2 Line No.: 1 Column: b
Energy Imbalance
Schedule Page: 310.2 Line No.: 1 Column: c
(6) LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.
Schedule Page: 310.2 Line No.: 2 Column: a
Kentucky Utilities Company and Louisville Gas and Electric Company are owned by PPL Corporation.
Schedule Page: 310.2 Line No.: 2 Column: c
(1) FERC Rate Schedule No. 1. The Power Supply System Agreement, FERC Docket No. ER98-111-000.
Schedule Page: 310.2 Line No.: 3 Column: b
Market Based Sale
Schedule Page: 310.2 Line No.: 3 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.
Schedule Page: 310.2 Line No.: 4 Column: b
Financial Swap
Schedule Page: 310.2 Line No.: 4 Column: j
Financial swap loss from unfavorable market conditions.
Schedule Page: 310.2 Line No.: 5 Column: b
Market Based Sale
Schedule Page: 310.2 Line No.: 5 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.
Schedule Page: 310.2 Line No.: 6 Column: b
Financial Swap
Schedule Page: 310.2 Line No.: 7 Column: b
Cost Based Sale
Schedule Page: 310.2 Line No.: 7 Column: c
(8) LGE CBR Tariff.
Schedule Page: 310.2 Line No.: 8 Column: b
Energy Imbalance
Schedule Page: 310.2 Line No.: 8 Column: c
(6) LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.
Schedule Page: 310.2 Line No.: 9 Column: b
Energy Imbalance Sale of Test Power
Schedule Page: 310.2 Line No.: 9 Column: c
(6) LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.
Schedule Page: 310.2 Line No.: 9 Column: g
In May 2010, Trimble County 2 ("TC2"), a newly constructed generating unit, began producing test power. With limited exceptions, the Company took care, custody and control

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

of TC2 on January 22, 2011, and has dispatched the unit to meet customer demand since that date. Prior to January 22, 2011, 35 MWH of test power was assigned to Kentucky Utilities Company's off-system sales to Owensboro Municipal Utilities that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 9 Column: i

In May 2010, Trimble County 2 ("TC2"), a newly constructed generating unit, began producing test power. With limited exceptions, the Company to care, custody and control of TC2 on January 22, 2011, and has dispatched the unit to meet customer demand since that date. Prior to January 22, 2011, $1,972 of test power was assigned to Kentucky Utilities Company's off-system sales to Owensboro Municipal Utilities that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 10 Column: b

Market Based Sale

Schedule Page: 310.2 Line No.: 10 Column: c

(3) LGE and KU Joint MBRT Short Form Tariff.

Schedule Page: 310.2 Line No.: 11 Column: b

Market Based Sale of Test Power

Schedule Page: 310.2 Line No.: 11 Column: c

(3) LGE and KU Joint MBRT Short Form Tariff.

Schedule Page: 310.2 Line No.: 11 Column: g

In May 2010, Trimble County 2 ("TC2"), a newly constructed generating unit, began producing test power. With limited exceptions, the Company took care, custody and control of TC2 on January 22, 2011, and has dispatched the unit to meet customer demand since that date. Prior to January 22, 2011, 5 MWH of test power was assigned to Kentucky Utilities Company's off-system sales to PJM Settlement, Inc. that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 11 Column: i

In May 2010, Trimble County 2 ("TC2"), a newly constructed generating unit, began producing test power. With limited exceptions, the Company took care, custody and control of TC2 on January 22, 2011, and has dispatched the unit to meet customer demand since that date. Prior to January 22, 2011, $184 of test power was assigned to Kentucky Utilities Company's off-system sales to PJM Settlement, Inc. that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 12 Column: b

Market Based Sale

Schedule Page: 310.2 Line No.: 12 Column: c

(3) LGE and KU Joint MBRT Short Form Tariff.

Schedule Page: 310.2 Line No.: 13 Column: b

Market Based Sale

Schedule Page: 310.2 Line No.: 13 Column: c

(3) LGE and KU Joint MBRT Short Form Tariff.

Schedule Page: 310.2 Line No.: 14 Column: b

Market Based Sale

Schedule Page: 310.2 Line No.: 14 Column: c

(3) LGE and KU Joint MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 1 Column: b

Market Based Sale

Schedule Page: 310.3 Line No.: 1 Column: c

(3) LGE and KU Joint MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 2 Column: a

Effective September 6, 2011, Kansas City Energy changed its name to Trademark Merchant Energy, LLC.

Schedule Page: 310.3 Line No.: 2 Column: b

Market Based Sale

Schedule Page: 310.3 Line No.: 2 Column: c

(3) LGE and KU Joint MBRT Short Form Tariff.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 310.3 Line No.: 3 Column: b
Market Based Sale

Schedule Page: 310.3 Line No.: 3 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 4 Column: b
Market Based Sale

Schedule Page: 310.3 Line No.: 4 Column: c
(3) LGE and KU Joint MBRT Short Form Tariff.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ELECTRIC OPERATION AND MAINTENANCE EXPENSES

If the amount for previous year is not derived from previously reported figures, explain in footnote.

Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)
1	1. POWER PRODUCTION EXPENSES		
2	A. Steam Power Generation		
3	Operation		
4	(500) Operation Supervision and Engineering	5,675,691	5,052,876
5	(501) Fuel	490,008,153	456,018,872
6	(502) Steam Expenses	18,117,669	15,369,118
7	(503) Steam from Other Sources		
8	(Less) (504) Steam Transferred-Cr.		
9	(505) Electric Expenses	7,028,116	6,019,436
10	(506) Miscellaneous Steam Power Expenses	24,491,050	18,657,073
11	(507) Rents	14,923	14,886
12	(509) Allowances	115,585	465,665
13	TOTAL Operation (Enter Total of Lines 4 thru 12)	545,451,187	501,597,926
14	Maintenance		
15	(510) Maintenance Supervision and Engineering	7,518,383	7,827,044
16	(511) Maintenance of Structures	6,215,716	5,750,632
17	(512) Maintenance of Boiler Plant	38,089,352	33,706,581
18	(513) Maintenance of Electric Plant	12,147,802	7,472,160
19	(514) Maintenance of Miscellaneous Steam Plant	2,376,947	2,338,458
20	TOTAL Maintenance (Enter Total of Lines 15 thru 19)	66,348,200	57,094,875
21	TOTAL Power Production Expenses-Steam Power (Entr Tot lines 13 & 20)	611,799,387	558,692,801
22	B. Nuclear Power Generation		
23	Operation		
24	(517) Operation Supervision and Engineering		
25	(518) Fuel		
26	(519) Coolants and Water		
27	(520) Steam Expenses		
28	(521) Steam from Other Sources		
29	(Less) (522) Steam Transferred-Cr.		
30	(523) Electric Expenses		
31	(524) Miscellaneous Nuclear Power Expenses		
32	(525) Rents		
33	TOTAL Operation (Enter Total of lines 24 thru 32)		
34	Maintenance		
35	(528) Maintenance Supervision and Engineering		
36	(529) Maintenance of Structures		
37	(530) Maintenance of Reactor Plant Equipment		
38	(531) Maintenance of Electric Plant		
39	(532) Maintenance of Miscellaneous Nuclear Plant		
40	TOTAL Maintenance (Enter Total of lines 35 thru 39)		
41	TOTAL Power Production Expenses-Nuc. Power (Entr tot lines 33 & 40)		
42	C. Hydraulic Power Generation		
43	Operation		
44	(535) Operation Supervision and Engineering	7,598	7,910
45	(536) Water for Power		
46	(537) Hydraulic Expenses		
47	(538) Electric Expenses		
48	(539) Miscellaneous Hydraulic Power Generation Expenses	57,700	42,443
49	(540) Rents		
50	TOTAL Operation (Enter Total of Lines 44 thru 49)	65,298	50,353
51	C. Hydraulic Power Generation (Continued)		
52	Maintenance		
53	(541) Mainentance Supervision and Engineering	113,239	104,647
54	(542) Maintenance of Structures	163,161	179,432
55	(543) Maintenance of Reservoirs, Dams, and Waterways	42,400	50,194
56	(544) Maintenance of Electric Plant	97,829	188,802
57	(545) Maintenance of Miscellaneous Hydraulic Plant	10,289	14,839
58	TOTAL Maintenance (Enter Total of lines 53 thru 57)	426,918	537,914
59	TOTAL Power Production Expenses-Hydraulic Power (tot of lines 50 & 58)	492,216	588,267

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)

If the amount for previous year is not derived from previously reported figures, explain in footnote.

Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)
60	D. Other Power Generation		
61	Operation		
62	(546) Operation Supervision and Engineering	193,379	160,466
63	(547) Fuel	32,640,489	40,065,316
64	(548) Generation Expenses	323,470	293,562
65	(549) Miscellaneous Other Power Generation Expenses	131,803	126,894
66	(550) Rents	32,062	30,246
67	TOTAL Operation (Enter Total of lines 62 thru 66)	33,321,203	40,676,484
68	Maintenance		
69	(551) Maintenance Supervision and Engineering	57,259	92,453
70	(552) Maintenance of Structures	304,697	411,346
71	(553) Maintenance of Generating and Electric Plant	1,976,711	3,909,806
72	(554) Maintenance of Miscellaneous Other Power Generation Plant	449,694	788,094
73	TOTAL Maintenance (Enter Total of lines 69 thru 72)	2,788,361	5,201,699
74	TOTAL Power Production Expenses-Other Power (Enter Tot of 67 & 73)	36,109,564	45,878,183
75	E. Other Power Supply Expenses		
76	(555) Purchased Power	109,114,948	174,621,937
77	(556) System Control and Load Dispatching	1,929,863	1,948,261
78	(557) Other Expenses	569,812	232,429
79	TOTAL Other Power Supply Exp (Enter Total of lines 76 thru 78)	111,614,623	176,802,627
80	TOTAL Power Production Expenses (Total of lines 21, 41, 59, 74 & 79)	760,015,790	781,961,878
81	2. TRANSMISSION EXPENSES		
82	Operation		
83	(560) Operation Supervision and Engineering	1,420,030	1,249,234
84	(561) Load Dispatching	1,901,369	1,465,344
85	(561.1) Load Dispatch-Reliability		
86	(561.2) Load Dispatch-Monitor and Operate Transmission System		
87	(561.3) Load Dispatch-Transmission Service and Scheduling		
88	(561.4) Scheduling, System Control and Dispatch Services	135	772
89	(561.5) Reliability, Planning and Standards Development	756,221	730,443
90	(561.6) Transmission Service Studies	49,359	11,316
91	(561.7) Generation Interconnection Studies		
92	(561.8) Reliability, Planning and Standards Development Services	10	55
93	(562) Station Expenses	767,907	742,671
94	(563) Overhead Lines Expenses	466,728	403,446
95	(564) Underground Lines Expenses		
96	(565) Transmission of Electricity by Others	2,476,360	3,520,121
97	(566) Miscellaneous Transmission Expenses	12,483,188	11,541,244
98	(567) Rents	97,338	138,597
99	TOTAL Operation (Enter Total of lines 83 thru 98)	20,418,645	19,803,243
100	Maintenance		
101	(568) Maintenance Supervision and Engineering		
102	(569) Maintenance of Structures		
103	(569.1) Maintenance of Computer Hardware		
104	(569.2) Maintenance of Computer Software		
105	(569.3) Maintenance of Communication Equipment		
106	(569.4) Maintenance of Miscellaneous Regional Transmission Plant		
107	(570) Maintenance of Station Equipment	1,948,538	1,374,877
108	(571) Maintenance of Overhead Lines	4,736,339	5,044,766
109	(572) Maintenance of Underground Lines		
110	(573) Maintenance of Miscellaneous Transmission Plant	610,057	408,213
111	TOTAL Maintenance (Total of lines 101 thru 110)	7,294,934	6,827,856
112	TOTAL Transmission Expenses (Total of lines 99 and 111)	27,713,579	26,631,099

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)

If the amount for previous year is not derived from previously reported figures, explain in footnote.

Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)
113	3. REGIONAL MARKET EXPENSES		
114	Operation		
115	(575.1) Operation Supervision		
116	(575.2) Day-Ahead and Real-Time Market Facilitation		
117	(575.3) Transmission Rights Market Facilitation		
118	(575.4) Capacity Market Facilitation		
119	(575.5) Ancillary Services Market Facilitation		
120	(575.6) Market Monitoring and Compliance		
121	(575.7) Market Facilitation, Monitoring and Compliance Services	1,412,238	1,883,682
122	(575.8) Rents		
123	Total Operation (Lines 115 thru 122)	1,412,238	1,883,682
124	Maintenance		
125	(576.1) Maintenance of Structures and Improvements		
126	(576.2) Maintenance of Computer Hardware		
127	(576.3) Maintenance of Computer Software		
128	(576.4) Maintenance of Communication Equipment		
129	(576.5) Maintenance of Miscellaneous Market Operation Plant		
130	Total Maintenance (Lines 125 thru 129)		
131	TOTAL Regional Transmission and Market Op Expns (Total 123 and 130)	1,412,238	1,883,682
132	4. DISTRIBUTION EXPENSES		
133	Operation		
134	(580) Operation Supervision and Engineering	1,495,447	1,679,744
135	(581) Load Dispatching	693,609	793,223
136	(582) Station Expenses	1,386,015	1,211,630
137	(583) Overhead Line Expenses	3,418,007	3,134,659
138	(584) Underground Line Expenses	265,333	275,541
139	(585) Street Lighting and Signal System Expenses	22,470	
140	(586) Meter Expenses	7,538,232	7,565,943
141	(587) Customer Installations Expenses	-79,639	-84,261
142	(588) Miscellaneous Expenses	5,124,964	5,079,901
143	(589) Rents	13,269	15,262
144	TOTAL Operation (Enter Total of lines 134 thru 143)	19,877,707	19,671,642
145	Maintenance		
146	(590) Maintenance Supervision and Engineering	69,784	122,617
147	(591) Maintenance of Structures		
148	(592) Maintenance of Station Equipment	666,810	794,447
149	(593) Maintenance of Overhead Lines	26,227,833	24,778,802
150	(594) Maintenance of Underground Lines	479,392	651,909
151	(595) Maintenance of Line Transformers	127,331	84,192
152	(596) Maintenance of Street Lighting and Signal Systems		
153	(597) Maintenance of Meters		
154	(598) Maintenance of Miscellaneous Distribution Plant	-1,103,830	-130,430
155	TOTAL Maintenance (Total of lines 146 thru 154)	26,467,320	26,301,537
156	TOTAL Distribution Expenses (Total of lines 144 and 155)	46,345,027	45,973,179
157	5. CUSTOMER ACCOUNTS EXPENSES		
158	Operation		
159	(901) Supervision	2,722,056	2,527,610
160	(902) Meter Reading Expenses	4,836,309	4,513,214
161	(903) Customer Records and Collection Expenses	14,012,026	14,571,794
162	(904) Uncollectible Accounts	5,911,868	7,067,022
163	(905) Miscellaneous Customer Accounts Expenses	753,506	514,885
164	TOTAL Customer Accounts Expenses (Total of lines 159 thru 163)	28,235,765	29,194,525

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)

If the amount for previous year is not derived from previously reported figures, explain in footnote.

Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)
165	6. CUSTOMER SERVICE AND INFORMATIONAL EXPENSES		
166	Operation		
167	(907) Supervision	209,306	207,951
168	(908) Customer Assistance Expenses	13,127,928	11,521,815
169	(909) Informational and Instructional Expenses	155,032	174,962
170	(910) Miscellaneous Customer Service and Informational Expenses	308,037	376,752
171	TOTAL Customer Service and Information Expenses (Total 167 thru 170)	13,800,303	12,281,480
172	7. SALES EXPENSES		
173	Operation		
174	(911) Supervision		
175	(912) Demonstrating and Selling Expenses		
176	(913) Advertising Expenses	33,461	42,130
177	(916) Miscellaneous Sales Expenses		
178	TOTAL Sales Expenses (Enter Total of lines 174 thru 177)	33,461	42,130
179	8. ADMINISTRATIVE AND GENERAL EXPENSES		
180	Operation		
181	(920) Administrative and General Salaries	21,604,416	20,342,719
182	(921) Office Supplies and Expenses	7,356,115	7,105,951
183	(Less) (922) Administrative Expenses Transferred-Credit	2,610,773	1,624,418
184	(923) Outside Services Employed	8,618,092	6,856,825
185	(924) Property Insurance	4,205,919	4,682,557
186	(925) Injuries and Damages	3,080,346	2,451,761
187	(926) Employee Pensions and Benefits	40,898,849	39,239,991
188	(927) Franchise Requirements	3,596	3,186
189	(928) Regulatory Commission Expenses	1,866,287	1,123,535
190	(929) (Less) Duplicate Charges-Cr.	3,596	3,186
191	(930.1) General Advertising Expenses	795,814	558,382
192	(930.2) Miscellaneous General Expenses	2,963,630	2,381,131
193	(931) Rents	2,294,768	2,199,215
194	TOTAL Operation (Enter Total of lines 181 thru 193)	91,073,463	85,317,649
195	Maintenance		
196	(935) Maintenance of General Plant	12,977,636	11,850,104
197	TOTAL Administrative & General Expenses (Total of lines 194 and 196)	104,051,099	97,167,753
198	TOTAL Elec Op and Maint Expns (Total 80,112,131,156,164,171,178,197)	981,607,262	995,135,726

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 320 Line No.: 141 Column: b

The credit is due to meter tampering charges billed to customers to offset the cost of meter maintenance. The cost is recorded in several accounts.

Schedule Page: 320 Line No.: 141 Column: c

The credit is due to meter tampering charges billed to customers to offset the cost of meter maintenance. The cost is recorded in several accounts.

Schedule Page: 320 Line No.: 154 Column: b

The credit balance is due to establishing a regulatory asset for the 2009 mountain winter storm in Eastern Kentucky and Virginia.

Schedule Page: 320 Line No.: 154 Column: c

The credit balance is due to reversing an expense over-accrual of the 2009 mountain winter storm in Eastern Kentucky and Virginia.

Schedule Page: 320 Line No.: 193 Column: b

The balance in Rents (931) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the purchase accounting adjustment related to the rent commitment for the Corporate Headquarters building. The rent commitment amortization inadvertently charged to Rents in 2010 was reclassified to Other Regulatory Liabilities (254) in January 2011. The following reflects the purchase accounting adjustment:

Rents (931) Without Purchase Accounting	$ 2,263,156
Purchase Accounting Adjustment - rent commitment	31,612
Total for Rents (931)	$ 2,294,768

Schedule Page: 320 Line No.: 193 Column: c

The balance in Rents (931) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the purchase accounting adjustment related to the rent commitment for the Corporate Headquarters building. The rent commitment amortization inadvertently charged to Rents in 2010 was reclassified to Other Regulatory Liabilities (254) in January 2011. The following reflects the purchase accounting adjustment:

Rents (931) Without Purchase Accounting	$ 2,230,827
Purchase Accounting Adjustment - rent commitment	(31,612)
Total for Rents (931)	$ 2,199,215

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

PURCHASED POWER (Account 555)
(Including power exchanges)

1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.
2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:

RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier’s service to its own ultimate consumers.

LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.

IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.

SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.

LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.

IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.

EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.

OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.

Line No.	Name of Company or Public Authority (Footnote Affiliations)	Statistical Classification	FERC Rate Schedule or Tariff Number	Average Monthly Billing Demand (MW)	Actual Demand (MW)	
					Average Monthly NCP Demand	Average Monthly CP Demand
	(a)	(b)	(c)	(d)	(e)	(f)
1	Ameren Energy Marketing Company	OS	(1)	NA	NA	NA
2	American Electric Power Service Corp.	OS	(1)	NA	NA	NA
3	Associated Electric Coop Inc	OS	(7)	NA	NA	NA
4	Big Rivers Electric Corp.	OS	(12)	NA	NA	NA
5	Bluegrass Generation Company LLC	OS	(5)	NA	NA	NA
6	Cargill Power Markets, LLC	OS	(1)	NA	NA	NA
7	Constellation Energy Comm. Group Inc.	OS	(1)	NA	NA	NA
8	East Kentucky Power Coop. Inc.	OS	(11)	NA	NA	NA
9	East Kentucky Power Coop. Inc.	OS	(4)	NA	NA	NA
10	EDF Trading North America, LLC	OS	(1)	NA	NA	NA
11	Endure Energy, LLC	OS	(1)	NA	NA	NA
12	Illinois Municipal Electric Agency	OS	(8)	NA	NA	NA
13	Illinois Municipal Electric Agency	AD	(8)	NA	NA	NA
14	Indiana Municipal Power Agency	OS	(8)	NA	NA	NA
	Total					

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

PURCHASED POWER (Account 555)
(Including power exchanges)

1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.
2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:

RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.

LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.

IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.

SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.

LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.

IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.

EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.

OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW) Average Monthly NCP Demand (e)	Actual Demand (MW) Average Monthly CP Demand (f)
1	Indiana Municipal Power Agency	AD	(8)	NA	NA	NA
2	Indiana Municipal Power Agency	OS	(8)	NA	NA	NA
3	Kentucky Municipal Power Agency	OS	(3)	NA	NA	NA
4	Louisville Gas & Electric Co.	SF	(2)	NA	NA	NA
5	Midwest Independent Transm. System Ope	OS	(1)	NA	NA	NA
6	Ohio Valley Electric Corporation	OS	(6)	NA	NA	NA
7	Ohio Valley Electric Corporation	AD	(6)	NA	NA	NA
8	Owensboro Municipal Utilities	OS	(9)	NA	NA	NA
9	Owensboro Municipal Utilities	OS	(3)	NA	NA	NA
10	Owensboro Municipal Utilities	AD	(13)	NA	NA	NA
11	PJM Settlement, Inc.	OS	(1)	NA	NA	NA
12	PJM Settlement, Inc.	AD	(1)	NA	NA	NA
13	Tenaska Power Services Company	OS	(1)	NA	NA	NA
14	Tennessee Valley Authority	OS	(10)	NA	NA	NA
	Total					

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

PURCHASED POWER (Account 555)
(Including power exchanges)

1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.
2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:

RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.

LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.

IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.

SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.

LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.

IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.

EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.

OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW) Average Monthly NCP Demand (e)	Actual Demand (MW) Average Monthly CP Demand (f)
1	Tennessee Valley Authority	OS	(4)	NA	NA	NA
2	The Energy Authority, Inc.	OS	(7)	NA	NA	NA
3	Union Electric Co. (d/b/a Ameren MO)	OS	(1)	NA	NA	NA
4	Westar Energy, Inc.	OS	(1)	NA	NA	NA
5	Inadvertent Interchange			NA	NA	NA
6						
7						
8						
9						
10						
11						
12						
13						
14						
	Total					

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

PURCHASED POWER(Account 555) (Continued)
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.
5. For requirements RQ purchases and any type of service involving demand charges imposed on a monnthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.
7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.
8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.
9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	COST/SETTLEMENT OF POWER Demand Charges ($) (j)	Energy Charges ($) (k)	Other Charges ($) (l)	Total (j+k+l) of Settlement ($) (m)	Line No.
15,557				703,274		703,274	1
3,125				131,916		131,916	2
1,845				81,911		81,911	3
23				835		835	4
690				40,990		40,990	5
4,074				184,772		184,772	6
105				4,140		4,140	7
3,752				212,978		212,978	8
21				2,100		2,100	9
23,762				1,775,185		1,775,185	10
48				2,112		2,112	11
1,090				25,376		25,376	12
-8					-159	-159	13
35,735				884,645		884,645	14
4,188,345	199,226		8,194,423	100,928,538	-8,013	109,114,948	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

PURCHASED POWER(Account 555) (Continued)
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.
5. For requirements RQ purchases and any type of service involving demand charges imposed on a monnthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.
7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.
8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.
9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES: MegaWatt Hours Received (h)	POWER EXCHANGES: MegaWatt Hours Delivered (i)	COST/SETTLEMENT OF POWER: Demand Charges ($) (j)	COST/SETTLEMENT OF POWER: Energy Charges ($) (k)	COST/SETTLEMENT OF POWER: Other Charges ($) (l)	COST/SETTLEMENT OF POWER: Total (j+k+l) of Settlement ($) (m)	Line No.
					11,070	11,070	1
1,025				22,769		22,769	2
2,193				83,750		83,750	3
3,641,187				82,377,392		82,377,392	4
413				29,220		29,220	5
348,675			8,194,423	9,760,521		17,954,944	6
					-10,138	-10,138	7
972				32,976		32,976	8
3,506				113,847		113,847	9
					-8,481	-8,481	10
81,306				3,596,633		3,596,633	11
					-305	-305	12
84				3,192		3,192	13
8,914				388,449		388,449	14
4,188,345	199,226		8,194,423	100,928,538	-8,013	109,114,948	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

PURCHASED POWER(Account 555) (Continued)
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.
5. For requirements RQ purchases and any type of service involving demand charges imposed on a monnthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.
7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.
8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.
9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges ($) (j)	Energy Charges ($) (k)	Other Charges ($) (l)	Total (j+k+l) of Settlement ($) (m)	
244				26,964		26,964	1
3,261				153,843		153,843	2
6,441				276,938		276,938	3
305				11,810		11,810	4
	199,226						5
							6
							7
							8
							9
							10
							11
							12
							13
							14
4,188,345	199,226		8,194,423	100,928,538	-8,013	109,114,948	

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 326 Line No.: 1 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 1 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 2 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 2 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 3 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 3 Column: c
(7) WSPP Rate Schedule FERC No. 6.
Schedule Page: 326 Line No.: 4 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 4 Column: c
(12) Rate Schedule 27
Schedule Page: 326 Line No.: 5 Column: b
Energy Imbalance
Schedule Page: 326 Line No.: 5 Column: c
(5) FERC Electric Tariff, Original Volume No. 2, Service Agreement No. 255.
Schedule Page: 326 Line No.: 6 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 6 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 7 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 7 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 8 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 8 Column: c
(11) EEI Master Power Purchase and Sale Agreement dated November 20, 2009.
Schedule Page: 326 Line No.: 9 Column: b
Emergency Power
Schedule Page: 326 Line No.: 9 Column: c
(4) TEE Contingency Reserve Sharing Agreement dated November 20, 2009.
Schedule Page: 326 Line No.: 10 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 10 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 11 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 11 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 12 Column: b
Energy Imbalance
Schedule Page: 326 Line No.: 12 Column: c
(8) Participation Agreement dated February 9, 2004.
Schedule Page: 326 Line No.: 13 Column: b
December 2010 true-up of accrual estimate for energy charges made in 2011.
Schedule Page: 326 Line No.: 13 Column: c
(8) Participation Agreement dated February 9, 2004.
Schedule Page: 326 Line No.: 13 Column: g
December 2010 true-up of accrual estimate for energy charges made in 2011.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 326 Line No.: 13 Column: l
December 2010 true-up of accrual estimate for energy charges made in 2011.

Schedule Page: 326 Line No.: 14 Column: b
Cost Based Purchase

Schedule Page: 326 Line No.: 14 Column: c
(8) Participation Agreement dated February 9, 2004.

Schedule Page: 326.1 Line No.: 1 Column: b
November 2010 correction made in 2011.

Schedule Page: 326.1 Line No.: 1 Column: c
(8) Participation Agreement dated February 9, 2004.

Schedule Page: 326.1 Line No.: 1 Column: l
November 2010 correction made in 2011.

Schedule Page: 326.1 Line No.: 2 Column: b
Energy Imbalance

Schedule Page: 326.1 Line No.: 2 Column: c
(8) Participation Agreement dated February 9, 2004.

Schedule Page: 326.1 Line No.: 3 Column: b
Energy Imbalance

Schedule Page: 326.1 Line No.: 3 Column: c
(3) LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 326.1 Line No.: 4 Column: a
Kentucky Utilities Company and Louisville Gas and Electric Company are owned by PPL Corporation.

Schedule Page: 326.1 Line No.: 4 Column: c
(2) FERC Rate Schedule No. 1. The Power Supply System Agreement, FERC Docket No. ER98-111-000

Schedule Page: 326.1 Line No.: 5 Column: b
Market Based Purchase

Schedule Page: 326.1 Line No.: 5 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Schedule Page: 326.1 Line No.: 6 Column: a
Inter-company Power Agreement dated September 10, 2010. The Company owns 2.5% of the common stock of Ohio Valley Electric Corporation (OVEC). Purchase of surplus power pursuant to Article 4 of the Amended and Restated Inter-company Power Agreement among OVEC and Sponsoring Companies dated September 10, 2010.

Schedule Page: 326.1 Line No.: 6 Column: b
Surplus Power

Schedule Page: 326.1 Line No.: 6 Column: c
(6) Purchase of surplus power pursuant to Article 4 of the Amended and Restated Inter-company Power Agreement among OVEC and Sponsoring Companies dated September 10, 2010.

Schedule Page: 326.1 Line No.: 7 Column: a
Inter-company Power Agreement dated September 10, 2010. The Company owns 2.5% of the common stock of Ohio Valley Electric Corporation (OVEC). Purchase of surplus power pursuant to Article 4 of the Amended and Restated Inter-company Power Agreement among OVEC and Sponsoring Companies dated September 10, 2010.

Schedule Page: 326.1 Line No.: 7 Column: b
December 2010 true-up of accrual estimate for both energy and demand charges made in 2011.

Schedule Page: 326.1 Line No.: 7 Column: c
(6) Purchase of surplus power pursuant to Article 4 of the Amended and Restated Inter-company Power Agreement among OVEC and Sponsoring Companies dated September 10, 2010.

Schedule Page: 326.1 Line No.: 7 Column: l
December 2010 true-up of accrual estimate for both energy, $47,176, and demand charges ($57,314) made in 2011.

Schedule Page: 326.1 Line No.: 8 Column: b

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

FOOTNOTE DATA

Market Based Purchase

Schedule Page: 326.1 Line No.: 8 Column: c
(9) EEI Master Power Purchase and Sale Agreement dated April 27, 2011.

Schedule Page: 326.1 Line No.: 9 Column: b
Energy Imbalance

Schedule Page: 326.1 Line No.: 9 Column: c
(3) LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 326.1 Line No.: 10 Column: b
Correction of 2010 demand charge made in 2011.

Schedule Page: 326.1 Line No.: 10 Column: c
(13) FERC Electric Tariff FPC 74

Schedule Page: 326.1 Line No.: 10 Column: l
Correction of 2010 demand charge made in 2011.

Schedule Page: 326.1 Line No.: 11 Column: b
Market Based Purchase

Schedule Page: 326.1 Line No.: 11 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Schedule Page: 326.1 Line No.: 12 Column: b
December 2010 correction made in 2011.

Schedule Page: 326.1 Line No.: 12 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Schedule Page: 326.1 Line No.: 12 Column: l
December 2010 correction made in 2011.

Schedule Page: 326.1 Line No.: 13 Column: b
Market Based Purchase

Schedule Page: 326.1 Line No.: 13 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Schedule Page: 326.1 Line No.: 14 Column: b
Market Based Purchase

Schedule Page: 326.1 Line No.: 14 Column: c
(10) Interchange Agreement dated July 1, 1977.

Schedule Page: 326.2 Line No.: 1 Column: b
Emergency Power

Schedule Page: 326.2 Line No.: 1 Column: c
(4) TEE Contingency Reserve Sharing Agreement dated November 20, 2009.

Schedule Page: 326.2 Line No.: 2 Column: b
Market Based Purchase

Schedule Page: 326.2 Line No.: 2 Column: c
(7) WSPP Rate Schedule FERC No. 6.

Schedule Page: 326.2 Line No.: 3 Column: b
Market Based Purchase

Schedule Page: 326.2 Line No.: 3 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Schedule Page: 326.2 Line No.: 4 Column: b
Market Based Purchase

Schedule Page: 326.2 Line No.: 4 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1)
(Including transactions referred to as 'wheeling')

1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.
2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).
3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)
4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.

Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)
1	East Kentucky Power Cooperative	East Kentucky Power Cooperative	East Kentucky Power Cooperative	FNO
2	East Kentucky Power Cooperative	East Kentucky Power Cooperative	East Kentucky Power Cooperative	AD
3	East Kentucky Power Cooperative	East Kentucky Power Cooperative	East Kentucky Power Cooperative	NF
4	Kentucky Municipal Power Agency	Midwest ISO	Kentucky Municipal Power Agency	FNO
5	Kentucky Municipal Power Agency	N/A	N/A	OS
6	Owensboro Municipal Utilities	Owensboro Municipal Utilities	Various	FNO
7	Owensboro Municipal Utilities	Owensboro Municipal Utilities	Various	LFP
8	Owensboro Municipal Utilities	Owensboro Municipal Utilities	Various	SFP
9	Owensboro Municipal Utilities	Owensboro Municipal Utilities	Various	NF
10	Tennessee Valley Authority	Tennessee Valley Authority	Tennessee Valley Authority	OLF
11	Tennessee Valley Authority	Tennessee Valley Authority	Tennessee Valley Authority	AD
12	Tennessee Valley Authority	Tennessee Valley Authority	Tennessee Valley Authority	NF
13	Tennessee Valley Authority	Tennessee Valley Authority	Tennessee Valley Authority	AD
14	Big Rivers Electric Corporation	Big Rivers Electric Corporation	Big Rivers Electric Corporation	FNO
15	KU/LG&E	Various	Various	NF
16	KU/LG&E	Various	Various	AD
17	KU/LG&E	Various	Various	SFP
18	KU/LG&E	Various	Various	LFP
19	The Energy Authority	Various	Various	NF
20	Ameren Energy Marketing	Various	Various	SFP
21	Cargill Power Markets, LLC	Various	Various	SFP
22	Cargill Power Markets, LLC	Various	Various	AD
23	Cargill Power Markets, LLC	Various	Various	NF
24	Constellation Energy Commodities Group	PJM	Tennessee Valley Authority	SFP
25	Constellation Energy Commodities Group	PJM	Tennessee Valley Authority	NF
26	City of Barbourville	Various	City of Barbourville	FNO
27	City of Bardstown	Various	City of Bardstown	FNO
28	City of Bardwell	Various	City of Bardwell	FNO
29	City of Benhem	Various	City of Benhem	FNO
30	City of Berea	Various	City of Berea	FNO
31	City of Corbin	Various	City of Corbin	FNO
32	City of Falmouth	Various	City of Falmouth	FNO
33	City of Frankfort	Various	City of Frankfort	FNO
34	City of Madisonville	Various	City of Madisonville	FNO
	TOTAL			

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1)
(Including transactions referred to as 'wheeling')

1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.
2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).
3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)
4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.

Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classifi-cation (d)
1	City of Nicholasville	Various	City of Nicholasville	FNO
2	City of Paris	Various	City of Paris	FNO
3	City of Providence	Various	City of Providence	FNO
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
	TOTAL			

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(Including transactions reffered to as 'wheeling')

5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.
6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.
7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.
8. Report in column (i) and (j) the total megawatthours received and delivered.

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Subsatation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY MegaWatt Hours Received (i)	TRANSFER OF ENERGY MegaWatt Hours Delivered (j)	Line No.
LGE/KU Joint	East Kentucky Power	East Kentucky Power	1,345	2,157,332	2,094,672	1
LGE/KU Joint	East Kentucky Power	East Kentucky Power				2
LGE/KU Joint	East Kentucky Power	East Kentucky Power				3
SA 13	Various	LGEE.KMPA	345	518,139	503,187	4
402	N/A	N/A				5
SA 15	Owensboro Municipal	Various	392	3,325		6
LGE/KU Joint	Owensboro Municipal	Various	182	1,240,654	1,199,318	7
LGE/KU Joint	Owensboro Municipal	Various	356			8
LGE/KU Joint	Owensboro Municipal	Various				9
SA 11	TVA	TVA	213	344,597	335,857	10
SA 11	TVA	TVA				11
LGE/KU Joint	TVA	TVA		214	214	12
LGE/KU Joint	TVA	TVA				13
LGE/KU Joint	Big Rivers Electric	Big Rivers Electric	15	25,801	25,050	14
LGE/KU Joint	Various	Various				15
LGE/KU Joint	Various	Various				16
LGE/KU Joint	Various	Various	414			17
LGE/KU Joint	Various	Various	356			18
LGE/KU Joint	Various	Various		88	87	19
LGE/KU Joint	Various	Various		20,172	19,561	20
LGE/KU Joint	Various	Various	24	92,373	89,668	21
LGE/KU Joint	Various	Various				22
LGE/KU Joint	Various	Various		139	136	23
LGE/KU Joint	PJM	TVA	59	96,572	93,344	24
LGE/KU Joint	PJM	TVA				25
184	Various	City of Barbourville	144			26
185	Various	City of Bardstown	311			27
186	Various	City of Bardwell	27			28
187	Various	City of Benham	40			29
197	Various	City of Berea	202			30
188	Various	City of Corbin	126			31
189	Various	City of Falmouth	47			32
190	Various	City of Frankfort	944			33
161	Various	City of Madisonville	404			34
			6,344	**4,499,406**	**4,361,094**	

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [X] An Original (2) [ ] A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2011/Q4

TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(Including transactions reffered to as 'wheeling')

5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.
6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.
7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.
8. Report in column (i) and (j) the total megawatthours received and delivered.

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Subsatation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
157	Various	City of Nicholasvill	262			1
83	Various	City of Paris	90			2
195	Various	City of Providence	46			3
						4
						5
						6
						7
						8
						9
						10
						11
						12
						13
						14
						15
						16
						17
						18
						19
						20
						21
						22
						23
						24
						25
						26
						27
						28
						29
						30
						31
						32
						33
						34
			6,344	**4,499,406**	**4,361,094**	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions reffered to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.
10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.
11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges ($) (k)	Energy Charges ($) (l)	(Other Charges) ($) (m)	Total Revenues ($) (k+l+m) (n)	Line No.
3,235,002		176,978	3,411,980	1
8,607		422	9,029	2
	-3,816		-3,816	3
1,112,704		251,185	1,363,889	4
-1,046,599		-64,123	-1,110,722	5
896,921		255,868	1,152,789	6
561,357		28,888	590,245	7
1,064,384		53,344	1,117,728	8
70,175	346,118	16,065	432,358	9
595,129		28,368	623,497	10
33,180		3,419	36,599	11
	1,967	18	1,985	12
	1,678		1,678	13
50,724		2,544	53,268	14
	1,333,615	49,571	1,383,186	15
	23,103		23,103	16
1,489,666		68,185	1,557,851	17
1,145,385		57,955	1,203,340	18
	214	8	222	19
	46,797	1,909	48,706	20
75,069	179,237	11,697	266,003	21
	192		192	22
	3,745	189	3,934	23
164,986		7,760	172,746	24
	57	2	59	25
155,582		4,234	159,816	26
327,174		8,882	336,056	27
27,386		740	28,126	28
38,328		1,031	39,359	29
213,906		5,815	219,721	30
136,388		3,707	140,095	31
48,227		1,304	49,531	32
1,016,611		27,665	1,044,276	33
436,037		11,863	447,900	34
12,284,749	**1,932,907**	**1,027,150**	**15,244,806**	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions reffered to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.
10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.
11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges ($) (k)	Energy Charges ($) (l)	(Other Charges) ($) (m)	Total Revenues ($) (k+l+m) (n)	Line No.
281,980		7,672	289,652	1
96,373		2,622	98,995	2
50,067		1,363	51,430	3
				4
				5
				6
				7
				8
				9
				10
				11
				12
				13
				14
				15
				16
				17
				18
				19
				20
				21
				22
				23
				24
				25
				26
				27
				28
				29
				30
				31
				32
				33
				34
12,284,749	**1,932,907**	**1,027,150**	**15,244,806**	

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 328 Line No.: 1 Column: m
The total consists of East Kentucky Power Cooperative Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 2 Column: k
The total consists of a true-up of prior periods.

Schedule Page: 328 Line No.: 2 Column: m
The total consists of a true-up of prior periods for East Kentucky Power Cooperative Schedule 1 and Schedule 2 charges related to firm transmission.

Schedule Page: 328 Line No.: 3 Column: l
The total consists of the amortization of a regulatory asset authorized by the settlement agreement between Kentucky Utilities Company, Louisville Gas and Electric Company and East Kentucky Power Cooperative regarding the Network Integration Transmission Service Agreement. FERC Docket Nos. ER06-1458-000, ER06-1458-001 and ER06-1458-002.

Schedule Page: 328 Line No.: 4 Column: m
The total consists of Kentucky Municipal Power Agency Schedule 1, Schedule 2, Schedule 3, Schedule 5, and Schedule 6 charges.

Schedule Page: 328 Line No.: 5 Column: k
The amount consists of Kentucky Municipal Power Agency depancaking credits related to Kentucky Utilities Company's exit from the MISO, pursuant to Rate Schedule 402 as filed with and accepted by the FERC.

Schedule Page: 328 Line No.: 5 Column: m
The total consists of Kentucky Municipal Power Agency Schedule 1 and Schedule 2 charges for depancaking credits related to Kentucky Utilities Company's exit from the MISO, pursuant to Rate Schedule 402 as filed with and accepted by the FERC.

Schedule Page: 328 Line No.: 6 Column: m
The total consists of Owensboro Municipal Utilities Schedule 1, Schedule 2, Schedule 3, Schedule 5 and Schedule 6 charges.

Schedule Page: 328 Line No.: 7 Column: m
The total consists of Owensboro Municipal Utilities Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 8 Column: m
The total consists of Owensboro Municipal Utilities Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 9 Column: m
The total consists of Owensboro Municipal Utilities Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 10 Column: d
The OLF transmission service agreement between Kentucky Utilities Company and Tennessee Valley Authority has a termination date of 12/31/2011.

Schedule Page: 328 Line No.: 10 Column: m
The total consists of Tennessee Valley Authority Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 11 Column: k
The total consists of a true-up of prior periods.

Schedule Page: 328 Line No.: 11 Column: m
The total consists of a true-up of prior period Tennessee Valley Authority Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 12 Column: m
The total consists of Tennessee Valley Authority Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 13 Column: l
The total consists of a true-up of prior periods.

Schedule Page: 328 Line No.: 14 Column: m
The total consists of Big Rivers Electric Corporation Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 15 Column: a
Kentucky Utilities Company and Louisville Gas and Electric Company are owned by PPL Corporation.

Schedule Page: 328 Line No.: 15 Column: m
The total consists of Schedule 1 and Schedule 2 charges related to various counterparties.

Schedule Page: 328 Line No.: 16 Column: a
Kentucky Utilities Company and Louisville Gas and Electric Company are owned by PPL

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	(Mo, Da, Yr) / /	2011/Q4

FOOTNOTE DATA

Corporation.

Schedule Page: 328 Line No.: 16 Column: l
The total consists of a true-up of prior periods.

Schedule Page: 328 Line No.: 17 Column: a
Kentucky Utilities Company and Louisville Gas and Electric Company are owned by PPL Corporation.

Schedule Page: 328 Line No.: 17 Column: m
The total consists of Schedule 1 and Schedule 2 charges related to various counterparties.

Schedule Page: 328 Line No.: 18 Column: a
Kentucky Utilities Company and Louisville Gas and Electric Company are owned by PPL Corporation.

Schedule Page: 328 Line No.: 18 Column: d
Long-term Firm purchases by Kentucky Utilities Company and Louisville Gas and Electric Company take place under the Open Access Transmission Tariff with intercompany allocations for revenues and expenses determined by the Transmission Coordination Agreement between the Companies. The Tariff is evergreen and the Transmission Coordination Agreement automatically renews unless terminated.

Schedule Page: 328 Line No.: 18 Column: m
The total consists of Schedule 1 and Schedule 2 charges related to various counterparties.

Schedule Page: 328 Line No.: 19 Column: m
The total consists of The Energy Authority Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 20 Column: m
The total consists of Ameren Marketing Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 21 Column: m
The total consists of Cargill Power Markets, LLC Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 22 Column: l
The total consists of a true-up of prior periods.

Schedule Page: 328 Line No.: 23 Column: m
The total consists of Cargill Power Markets, LLC Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 24 Column: m
The total consists of Constellation Energy Commodities Group, Inc. Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 25 Column: m
The total consists of Constellation Energy Commodities Group, Inc. Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 26 Column: m
The total consists of City of Barbourville Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 27 Column: m
The total consists of City of Bardstown Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 28 Column: m
The total consists of City of Bardwell Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 29 Column: m
The total consists of City of Benham Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 30 Column: m
The total consists of City of Berea Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 31 Column: m
The total consists of City of Corbin Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 32 Column: m
The total consists of City of Falmouth Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 33 Column: m
The total consists of City of Frankfort Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 34 Column: m
The total consists of City of Madisonville Schedule 1 and Schedule 2 charges.

Schedule Page: 328.1 Line No.: 1 Column: m
The total consists of City of Nicholasville Schedule 1 and Schedule 2 charges.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 328.1 Line No.: 2 Column: m

The total consists of City of Paris Schedule 1 and Schedule 2 charges.

Schedule Page: 328.1 Line No.: 3 Column: m

The total consists of City of Providence Schedule 1 and Schedule 2 charges.

Schedule Page: 328.1 Line No.: 3 Column: n

This footnote is not to reference this cell, but the total on line 35 column (n).

The total amount does not agree to page 300, line 22, column (b) due to intracompany transmission revenues that must be eliminated in consolidation:

Page 330, line 35, column (n)	$ 15,244,806
Elimination of intracompany transmission revenues	(885,722)
Page 300, line 22, column (b)	$ 14,359,084

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

TRANSMISSION OF ELECTRICITY BY ISO/RTOs

1. Report in Column (a) the Transmission Owner receiving revenue for the transmission of electricity by the ISO/RTO.
2. Use a separate line of data for each distinct type of transmission service involving the entities listed in Column (a).
3. In Column (b) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO – Firm Network Service for Others, FNS – Firm Network Transmission Service for Self, LFP – Long-Term Firm Point-to-Point Transmission Service, OLF – Other Long-Term Firm Transmission Service, SFP – Short-Term Firm Point-to-Point Transmission Reservation, NF – Non-Firm Transmission Service, OS – Other Transmission Service and AD- Out-of-Period Adjustments. Use this code for any accounting adjustments or “true-ups” for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.
4. In column (c) identify the FERC Rate Schedule or tariff Number, on separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (b) was provided.
5. In column (d) report the revenue amounts as shown on bills or vouchers.
6. Report in column (e) the total revenues distributed to the entity listed in column (a).

Line No.	Payment Received by (Transmission Owner Name) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Total Revenue by Rate Schedule or Tarirff (d)	Total Revenue (e)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40	TOTAL				

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

TRANSMISSION OF ELECTRICITY BY OTHERS (Account 565)
(Including transactions referred to as "wheeling")

1. Report all transmission, i.e. wheeling or electricity provided by other electric utilities, cooperatives, municipalities, other public authorities, qualifying facilities, and others for the quarter.
2. In column (a) report each company or public authority that provided transmission service. Provide the full name of the company, abbreviate if necessary, but do not truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation with the transmission service provider. Use additional columns as necessary to report all companies or public authorities that provided transmission service for the quarter reported.
3. In column (b) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNS - Firm Network Transmission Service for Self, LFP - Long-Term Firm Point-to-Point Transmission Reservations. OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point-to- Point Transmission Reservations, NF - Non-Firm Transmission Service, and OS - Other Transmission Service. See General Instructions for definitions of statistical classifications.
4. Report in column (c) and (d) the total megawatt hours received and delivered by the provider of the transmission service.
5. Report in column (e), (f) and (g) expenses as shown on bills or vouchers rendered to the respondent. In column (e) report the demand charges and in column (f) energy charges related to the amount of energy transferred. On column (g) report the total of all other charges on bills or vouchers rendered to the respondent, including any out of period adjustments. Explain in a footnote all components of the amount shown in column (g). Report in column (h) the total charge shown on bills rendered to the respondent. If no monetary settlement was made, enter zero in column (h). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.
6. Enter "TOTAL" in column (a) as the last line.
7. Footnote entries and provide explanations following all required data.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	TRANSFER OF ENERGY: Magawatt-hours Received (c)	TRANSFER OF ENERGY: Magawatt-hours Delivered (d)	EXPENSES FOR TRANSMISSION OF ELECTRICITY BY OTHERS: Demand Charges ($) (e)	Energy Charges ($) (f)	Other Charges ($) (g)	Total Cost of Transmission ($) (h)
1	Midwest ISO	NF					-1	-1
2	Midwest ISO	AD				13,430	1,458	14,888
3	East Kentucky Power	LFP			1,730,251		91,324	1,821,575
4	East Kentucky Power	AD			50,287		48,349	98,636
5	KU/LG&E	LFP	341,081	341,081	485,499		36,674	522,173
6	KU/LG&E	SFP	189,046	189,046	504,770		31,512	536,282
7	KU/LG&E	NF	70,821	70,821		229,796	12,589	242,385
8	PJM Interconnect	NF	46,244	46,244		50,401	68,110	118,511
9	PJM Interconnect	AD			-996	247	8,859	8,110
10	Tennessee Valley Auth	AD				-475		-475
11								
12								
13								
14								
15								
16								
	TOTAL		647,192	647,192	2,769,811	293,399	298,874	3,362,084

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 332 Line No.: 1 Column: g
The total consists of pass-through of a reduction in Schedule 26 expense for the period of January 2011 – March 2011.

Schedule Page: 332 Line No.: 2 Column: f
The total consists of true-ups of charges for prior periods.

Schedule Page: 332 Line No.: 2 Column: g
The total consists of a rate adjustment in Schedule 8 pass through expense for the period of June 2009 and a rate adjustment in Schedule 1 pass through expense for the period of January through May 2009 and July 2009.

Schedule Page: 332 Line No.: 3 Column: b
The LFP transmission service agreement between East Kentucky Power Cooperative and KU and LG&E has a termination date of 9/30/2016.

Schedule Page: 332 Line No.: 3 Column: g
The total consists of Schedule 1 and Schedule 2 charges.

Schedule Page: 332 Line No.: 4 Column: e
The total consists of true-ups of charges for prior periods.

Schedule Page: 332 Line No.: 4 Column: g
The total consists of true-ups of Schedule 1 and Schedule 2 charges for prior periods.

Schedule Page: 332 Line No.: 5 Column: a
KU and LG&E are owned by PPL Corporation.

Schedule Page: 332 Line No.: 5 Column: b
Long-term Firm purchases by KU and LG&E take place under the Open Access Transmission Tariff with intercompany allocations for revenues and expenses determined by the Transmission Coordination Agreement between the Companies. The Tariff is evergreen and the Transmission Coordination Agreement automatically renews unless terminated.

Schedule Page: 332 Line No.: 5 Column: g
The total consists of Schedule 1 and Schedule 2 charges.

Schedule Page: 332 Line No.: 6 Column: a
KU and LG&E are owned by PPL Corporation.

Schedule Page: 332 Line No.: 6 Column: g
The total consists of Schedule 1 and Schedule 2 charges.

Schedule Page: 332 Line No.: 7 Column: a
KU and LG&E are owned by PPL Corporation.

Schedule Page: 332 Line No.: 7 Column: g
The total consists of Schedule 1 and Schedule 2 charges.

Schedule Page: 332 Line No.: 8 Column: g
The total consists of Schedule 1, Schedule 2, Black Start service and charges for other non-firm point-to-point transmission without energy.

Schedule 1 Non-firm:	$ 28,807
Schedule 2 Non-firm:	18,453
Black Start Service Non-firm:	843
Non-firm point-to-point without energy:	20,007
	$ 68,110

Schedule Page: 332 Line No.: 9 Column: e
The total consists of true-ups of charges for prior periods.

Schedule Page: 332 Line No.: 9 Column: g
The total consists of true-ups of prior period Schedule 1, Schedule 2, Black Start service and charges for other non-firm point-to-point without energy.

Schedule 1 Non-firm:	$ 4,591
Schedule 2 Non-firm:	1,507
Black Start Service Non-firm:	(188)
Non-firm point-to-point without energy:	2,949

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

FOOTNOTE DATA

$ 8,859

~~**Schedule Page: 332 Line No.: 10 Column: f**~~

The total consists of true-ups of charges for prior periods.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

MISCELLANEOUS GENERAL EXPENSES (Account 930.2) (ELECTRIC)

Line No.	Description (a)	Amount (b)
1	Industry Association Dues	441,955
2	Nuclear Power Research Expenses	
3	Other Experimental and General Research Expenses	2,244,608
4	Pub & Dist Info to Stkhldrs...expn servicing outstanding Securities	
5	Oth Expn >=5,000 show purpose, recipient, amount. Group if < $5,000	45,766
6	Water Use Fees	101,607
7	Marketing Research and Consulting Fees	
8	Bellomy Research	62,422
9	Chartwell, Inc.	6,497
10	Datamentors LLC	5,025
11	Experian Marketing Solutions	34,605
12	Kforce Inc.	21,145
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		
42		
43		
44		
45		
46	TOTAL	2,963,630

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Account 403, 404, 405)
(Except amortization of aquisition adjustments)

1. Report in section A for the year the amounts for : (b) Depreciation Expense (Account 403; (c) Depreciation Expense for Asset Retirement Costs (Account 403.1; (d) Amortization of Limited-Term Electric Plant (Account 404); and (e) Amortization of Other Electric Plant (Account 405).
2. Report in Section 8 the rates used to compute amortization charges for electric plant (Accounts 404 and 405). State the basis used to compute charges and whether any changes have been made in the basis or rates used from the preceding report year.
3. Report all available information called for in Section C every fifth year beginning with report year 1971, reporting annually only changes to columns (c) through (g) from the complete report of the preceding year.
Unless composite depreciation accounting for total depreciable plant is followed, list numerically in column (a) each plant subaccount, account or functional classification, as appropriate, to which a rate is applied. Identify at the bottom of Section C the type of plant included in any sub-account used.
In column (b) report all depreciable plant balances to which rates are applied showing subtotals by functional Classifications and showing composite total. Indicate at the bottom of section C the manner in which column balances are obtained. If average balances, state the method of averaging used.
For columns (c), (d), and (e) report available information for each plant subaccount, account or functional classification Listed in column (a). If plant mortality studies are prepared to assist in estimating average service Lives, show in column (f) the type mortality curve selected as most appropriate for the account and in column (g), if available, the weighted average remaining life of surviving plant. If composite depreciation accounting is used, report available information called for in columns (b) through (g) on this basis.
4. If provisions for depreciation were made during the year in addition to depreciation provided by application of reported rates, state at the bottom of section C the amounts and nature of the provisions and the plant items to which related.

A. Summary of Depreciation and Amortization Charges

Line No.	Functional Classification (a)	Depreciation Expense (Account 403) (b)	Depreciation Expense for Asset Retirement Costs (Account 403.1) (c)	Amortization of Limited Term Electric Plant (Account 404) (d)	Amortization of Other Electric Plant (Acc 405) (e)	Total (f)
1	Intangible Plant			7,263,444		7,263,444
2	Steam Production Plant	108,903,892	3,018,382			111,922,274
3	Nuclear Production Plant					
4	Hydraulic Production Plant-Conventional	128,261	973			129,234
5	Hydraulic Production Plant-Pumped Storage					
6	Other Production Plant	17,248,213	679			17,248,892
7	Transmission Plant	12,565,952	2,515			12,568,467
8	Distribution Plant	33,896,777	5,974			33,902,751
9	Regional Transmission and Market Operation					
10	General Plant	6,155,170				6,155,170
11	Common Plant-Electric					
12	TOTAL	178,898,265	3,028,523	7,263,444		189,190,232

B. Basis for Amortization Charges

ACCOUNT	RATE	PLANT BALANCE @ 12/31/2011	AMORTIZATION
130200	0 - 5% (1)	55,919	-
130300	20%	18,338,712	3,321,773
130310	10%	40,210,208	3,941,672

			7,263,445 Column (d)
			========

Notes:
(1) Amortization rates vary from 0 - 5%

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Continued)

C. Factors Used in Estimating Depreciation Charges

Line No.	Account No. (a)	Depreciable Plant Base (In Thousands) (b)	Estimated Avg. Service Life (c)	Net Salvage (Percent) (d)	Applied Depr. rates (Percent) (e)	Mortality Curve Type (f)	Average Remaining Life (g)
12	Intangible Plant						
13	301 Organization	44					
14	302 Frnchses & Consent	56					
15	303 Misc Intngbl Plant	18,339			20.00		
16	303.10 CCS Software	40,210			10.00		
17							
18	Steam Production Plant						
19	310 Land	10,881					
20							
21	311 Strctrs & Imprvmts						
22	5603 Tyrone Unit 3	5,609	100.00	-5.00		100-S1.5	
23	5604 Tyrone Units 1&2	584	100.00	-5.00		100-S1.5	
24	5613 Green Rvr Unit 3	2,821	100.00	-5.00		100-S1.5	
25	5614 Green Rvr Unit 4	5,476	100.00	-5.00		100-S1.5	
26	5615 Green Rvr Unt 1&2	2,561	100.00	-5.00		100-S1.5	
27	5621 Brown Unit 1	4,703	100.00	-5.00	0.60	100-S1.5	19.30
28	5622 Brown Unit 2	2,232	100.00	-5.00	0.08	100-S1.5	19.40
29	5623 Brown Unit 3	21,040	100.00	-5.00	0.54	100-S1.5	19.20
30	5624 Brown 3 FGD	43,917	100.00	-5.00	0.54	100-S1.5	19.20
31	5643 Pineville Unit 3	16	100.00	-5.00		100-S1.5	
32	5650 Ghent Unit 1 FGD	8,484	100.00	-5.00	2.65	100-S1.5	19.30
33	5651 Ghent Unit 1	18,842	100.00	-5.00	0.39	100-S1.5	19.10
34	5652 Ghent Unit 2	16,011	100.00	-5.00	0.50	100-S1.5	19.90
35	5658 Ghent Unit 2 FGD	15,817	100.00	-5.00	2.65	100-S1.5	19.90
36	5653 Ghent Unit 3	42,177	100.00	-5.00	1.19	100-S1.5	28.20
37	5654 Ghent Unit 4	31,022	100.00	-5.00	1.14	100-S1.5	28.30
38	5591 System Laboratory	825	100.00	-5.00	1.54	100-S1.5	28.40
39	0321 Trmble Cty Unit 2	106,291	100.00	-5.00	2.10	100-S1.5	
40	0322 Trmble 2 FGD	5,522	100.00	-5.00	2.10	100-S1.5	
41							
42	312 Boiler Plant Eqpmt						
43	5603 Tyrone Unit 3	13,993	65.00	-20.00	3.99	65-R2	11.10
44	5604 Tyrone Units 1&2	422	65.00	-20.00	0.14	65-R2	
45	5613 Green Rvr Unit 3	12,146	65.00	-20.00	3.08	65-R2	11.10
46	5614 Green Rvr Unit 4	25,166	65.00	-20.00	4.20	65-R2	11.10
47	5615 Green Rvr Unt 1&2	349	65.00	-20.00	2.18	65-R2	11.10
48	5621 Brown Unit 1	45,302	65.00	-20.00	2.98	65-R2	18.20
49	5622 Brown Unit 2	41,957	65.00	-20.00	3.01	65-R2	18.10
50	5623 Brown Unit 3	142,628	65.00	-20.00	2.80	65-R2	18.00

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Continued)

C. Factors Used in Estimating Depreciation Charges

Line No.	Account No. (a)	Depreciable Plant Base (In Thousands) (b)	Estimated Avg. Service Life (c)	Net Salvage (Percent) (d)	Applied Depr. rates (Percent) (e)	Mortality Curve Type (f)	Average Remaining Life (g)
12	5624 Brown 3 FGD	323,725	65.00	-20.00	2.80	65-R2	18.00
13	5643 Pineville Unit 3	237	65.00	-20.00		65-R2	18.40
14	5650 Ghent Unit 1 FGD	144,203	65.00	-20.00	3.87	65-R2	18.20
15	5651 Ghent Unit 1	198,785	65.00	-20.00	3.84	65-R2	18.20
16	5652 Ghent Unit 2	98,447	65.00	-20.00	2.33	65-R2	18.60
17	5658 Ghent Unit 2 FGD	93,279	65.00	-20.00	3.87	65-R2	18.60
18	5653 Ghent Unit 3	254,968	65.00	-20.00	2.63	65-R2	25.60
19	5660 Ghent Unit 3 FGD	127,989	65.00	-20.00	3.87	65-R2	25.60
20	5654 Ghent Unit 4	267,856	65.00	-20.00	2.79	65-R2	25.80
21	5661 Ghent 4 FGD	307,100	65.00	-20.00	3.87	65-R2	25.80
22	5659 Coal Cars		25.00	-20.00	2.41	25-R2	10.80
23	0321 Trmble Cty Unit 2	505,159	65.00	-20.00	4.28	65-R2	
24	0322 Trmble 2 FGD	70,735	65.00	-20.00	4.28	65-R2	
25							
26	314 Turbogenerator Unt						
27	5603 Tyrone Unit 3	4,806	55.00	-15.00	3.44	55-R2.5	11.20
28	5604 Tyrone Units 1&2	68	55.00	-15.00		55-R2.5	
29	5613 Green Rvr Unit 3	4,562	55.00	-15.00	2.90	55-R2.5	11.20
30	5614 Green Rvr Unit 4	10,390	55.00	-15.00	3.79	55-R2.5	11.20
31	5621 Brown Unit 1	7,513	55.00	-15.00	1.12	55-R2.5	16.80
32	5622 Brown Unit 2	12,300	55.00	-15.00	2.91	55-R2.5	17.90
33	5623 Brown Unit 3	29,293	55.00	-15.00	3.17	55-R2.5	18.00
34	5651 Ghent Unit 1	36,687	55.00	-15.00	2.23	55-R2.5	17.40
35	5652 Ghent Unit 2	30,418	55.00	-15.00	2.08	55-R2.5	18.20
36	5653 Ghent Unit 3	42,596	55.00	-15.00	2.03	55-R2.5	23.90
37	5654 Ghent Unit 4	57,037	55.00	-15.00	2.20	55-R2.5	24.60
38	0321 Trmble Cty Unit 2	83,995	55.00	-15.00	2.78	55-R2.5	
39							
40	315 Accessry Elec Eqpm						
41	5603 Tyrone Unit 3	2,082	70.00	-5.00		70-S3	
42	5604 Tyrone Units 1&2	99	70.00	-5.00		70-S3	
43	5613 Green Rvr Unit 3	1,205	70.00	-5.00		70-S3	
44	5614 Green Rvr Unit 4	2,695	70.00	-5.00	1.46	70-S3	11.50
45	5621 Brown Unit 1	3,859	70.00	-5.00	2.10	70-S3	19.50
46	5622 Brown Unit 2	2,166	70.00	-5.00	0.48	70-S3	19.50
47	5623 Brown Unit 3	8,597	70.00	-5.00	0.54	70-S3	19.40
48	5624 Brown 3 FGD	29,504	70.00	-5.00	0.54	70-S3	19.40
49	5650 Ghent Unit 1 FGD	13,293	70.00	-5.00	2.70	70-S3	19.50
50	5651 Ghent Unit 1	8,873	70.00	-5.00	0.55	70-S3	19.50

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Continued)

C. Factors Used in Estimating Depreciation Charges

Line No.	Account No. (a)	Depreciable Plant Base (In Thousands) (b)	Estimated Avg. Service Life (c)	Net Salvage (Percent) (d)	Applied Depr. rates (Percent) (e)	Mortality Curve Type (f)	Average Remaining Life (g)
12	5652 Ghent Unit 2	13,858	70.00	-5.00	0.60	70-S3	19.80
13	5658 Ghent Unit 2 FGD	1,156	70.00	-5.00	2.70	70-S3	19.80
14	5653 Ghent Unit 3	30,932	70.00	-5.00	1.30	70-S3	27.10
15	5660 Ghent Unit 3 FGD	12,042	70.00	-5.00	2.70	70-S3	27.10
16	5654 Ghent Unit 4	24,413	70.00	-5.00	1.22	70-S3	27.80
17	5661 Ghent 4 FGD	3,845	70.00	-5.00	2.70	70-S3	27.80
18	0321 Trmble Cty Unit 2	41,600	70.00	-5.00	2.49	70-S3	
19	0321 Trmble 2 FGD	1,416	70.00	-5.00	2.49	70-S3	
20							
21	316 Misc Plant Equipmt						
22	5603 Tyrone Unit 3	553	70.00		3.12	70-R1.5	11.00
23	5604 Tyrone Units 1&2	50	70.00			70-R1.5	
24	5613 Green Rvr Unit 3	152	70.00		3.97	70-R1.5	11.00
25	5614 Green Rvr Unit 4	2,408	70.00		2.71	70-R1.5	11.10
26	5615 Green Rvr Unt 1&2	85	70.00			70-R1.5	
27	5621 Brown Unit 1	433	70.00		2.26	70-R1.5	17.90
28	5622 Brown Unit 2	107	70.00		0.71	70-R1.5	17.80
29	5623 Brown Unit 3	5,070	70.00		2.33	70-R1.5	17.90
30	5650 Ghent Unit 1 FGD	1,033	70.00		2.87	70-R1.5	18.10
31	5651 Ghent Unit 1	1,748	70.00		1.38	70-R1.5	17.90
32	5652 Ghent Unit 2	1,501	70.00		1.07	70-R1.5	18.60
33	5653 Ghent Unit 3	3,150	70.00		1.40	70-R1.5	25.60
34	5654 Ghent Unit 4	7,455	70.00		2.03	70-R1.5	25.60
35	0321 Trmble Cty Unit 2	3,502	70.00		3.00	70-R1.5	
36	5591 System Labratory	2,763	70.00		2.74	70-R1.5	25.30
37							
38	317 Asset Rtiremt Oblg	56,490					
39							
40	Hydraulic Prodctn Plnt						
41	330.10 Land Rights	879	100.00			100-R4	
42	331 Structrs & Imprvmt	617	90.00	-5.00	1.29	90-S2.5	26.80
43	332 Resrvrs Dams Wtrwy	21,604	100.00		0.72	100-S2.5	27.10
44	333 Wtr Whls Trbns Gen	4,431	80.00	-10.00	0.66	80-R3	23.80
45	334 Wtr Whls Trbns Gen	578	40.00		0.83	40-L2.5	10.70
46	335 Misc Pwr Plnt Eqpm	297	35.00		3.55	35-L1	14.50
47	336 Rds Railrds Bridge	176	55.00			55-R4	
48	337 Asset Retirmt Oblg	58					
49							
50	Other Production Plant						

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Continued)

C. Factors Used in Estimating Depreciation Charges

Line No.	Account No. (a)	Depreciable Plant Base (In Thousands) (b)	Estimated Avg. Service Life (c)	Net Salvage (Percent) (d)	Applied Depr. rates (Percent) (e)	Mortality Curve Type (f)	Average Remaining Life (g)
12	340.10 Land Rights	176	30.00		2.97	30-R0.5	16.40
13	340.20 Land	119					
14							
15	341 Strctrs & Imprvmnt						
16	5697 Paddys Run Gen 13	1,910	40.00		3.03	40-R2.5	24.10
17	5635 Brown CT 5	775	40.00		3.04	40-R2.5	24.10
18	5636 Brown CT 6	193	40.00		3.05	40-R2.5	23.70
19	5637 Brown CT 7	545	40.00		2.93	40-R2.5	23.70
20	5638 Brown CT 8	2,013	40.00		2.60	40-R2.5	22.40
21	5639 Brown CT 9	4,641	40.00		2.60	40-R2.5	22.40
22	5640 Brown CT 10	1,866	40.00		2.61	40-R2.5	22.50
23	5641 Brown CT 11	1,895	40.00		2.72	40-R2.5	23.00
24	0470 Trimble Cty CT 5	3,740	40.00		3.14	40-R2.5	24.20
25	0471 Trimble Cty CT 6	3,589	40.00		3.12	40-R2.5	24.20
26	0474 Trimble Cty CT 7	3,559	40.00		3.32	40-R2.5	24.40
27	0475 Trimble Cty CT 8	3,549	40.00		3.32	40-R2.5	24.40
28	0476 Trimble Cty CT 9	3,656	40.00		3.32	40-R2.5	24.40
29	0477 Trimble Cty CT 10	3,653	40.00		3.32	40-R2.5	24.50
30	5696 Haeflg Unts 1,2,3	434	40.00		6.47	40-R2.5	3.50
31							
32	342 Fuel Holders Prdcr						
33	5697 Paddys Run Gen 13	1,995	45.00	-5.00	3.11	45-R2.5	25.20
34	5635 Brown CT 5	796	45.00	-5.00	3.11	45-R2.5	25.20
35	5636 Brown CT 6	406	45.00	-5.00	2.92	45-R2.5	24.90
36	5637 Brown CT 7	406	45.00	-5.00	2.92	45-R2.5	24.90
37	5638 Brown CT 8	252	45.00	-5.00	2.63	45-R2.5	24.00
38	5639 Brown CT 9	2,019	45.00	-5.00	2.65	45-R2.5	24.10
39	5640 Brown CT 10	264	45.00	-5.00	2.63	45-R2.5	24.00
40	5641 Brown CT 11	285	45.00	-5.00	2.74	45-R2.5	24.40
41	5645 Brown CT 9 Gas PL	8,106	45.00	-5.00	2.57	45-R2.5	23.80
42	0470 Trimble Cty CT 5	240	45.00	-5.00	3.21	45-R2.5	25.30
43	0471 Trimble Cty CT 6	239	45.00	-5.00	3.21	45-R2.5	25.30
44	0473 Trmbl Cty CT PipL	4,850	45.00	-5.00	3.23	45-R2.5	25.30
45	0474 Trimble Cty CT 7	578	45.00	-5.00	3.42	45-R2.5	25.30
46	0475 Trimble Cty CT 8	576	45.00	-5.00	3.42	45-R2.5	25.40
47	0476 Trimble Cty CT 9	594	45.00	-5.00	3.42	45-R2.5	25.30
48	0477 Trimble Cty CT 10	623	45.00	-5.00	3.42	45-R2.5	25.30
49	5696 Haeflg Unts 1,2,3	519	45.00	-5.00		45-R2.5	
50							

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Continued)

C. Factors Used in Estimating Depreciation Charges

Line No.	Account No. (a)	Depreciable Plant Base (In Thousands) (b)	Estimated Avg. Service Life (c)	Net Salvage (Percent) (d)	Applied Depr. rates (Percent) (e)	Mortality Curve Type (f)	Average Remaining Life (g)
12	343 Prime Movers						
13	5697 Paddys Run Gen 13	17,803	35.00	-5.00	3.62	35-R1	19.20
14	5635 Brown CT 5	14,667	35.00	-5.00	3.65	35-R1	18.90
15	5636 Brown CT 6	34,600	35.00	-5.00	3.55	35-R1	18.60
16	5637 Brown CT 7	31,658	35.00	-5.00	3.58	35-R1	18.60
17	5638 Brown CT 8	26,711	35.00	-5.00	3.30	35-R1	18.50
18	5639 Brown CT 9	23,335	35.00	-5.00	3.23	35-R1	18.60
19	5640 Brown CT 10	20,075	35.00	-5.00	3.26	35-R1	18.60
20	5641 Brown CT 11	34,795	35.00	-5.00	3.41	35-R1	19.20
21	0470 Trimble Cty CT 5	31,138	35.00	-5.00	3.72	35-R1	19.10
22	0471 Trimble Cty CT 6	32,030	35.00	-5.00	3.72	35-R1	19.10
23	0474 Trimble Cty CT 7	23,223	35.00	-5.00	3.91	35-R1	18.40
24	0475 Trimble Cty CT 8	23,035	35.00	-5.00	3.91	35-R1	18.40
25	0476 Trimble Cty CT 9	22,902	35.00	-5.00	3.91	35-R1	18.40
26	0477 Trimble Cty CT 10	22,851	35.00	-5.00	3.91	35-R1	18.40
27							
28	344 Generators						
29	5697 Paddys Run Gen 13	5,186	55.00	-5.00	2.94	55-S3	29.00
30	5635 Brown CT 5	2,858	55.00	-5.00	2.94	55-S3	29.00
31	5636 Brown CT 6	3,713	55.00	-5.00	2.76	55-S3	28.70
32	5637 Brown CT 7	3,723	55.00	-5.00	2.76	55-S3	28.70
33	5638 Brown CT 8	4,954	55.00	-5.00	2.46	55-S3	28.00
34	5639 Brown CT 9	5,452	55.00	-5.00	2.31	55-S3	27.80
35	5640 Brown CT 10	4,944	55.00	-5.00	2.46	55-S3	28.00
36	5641 Brown CT 11	5,187	55.00	-5.00	2.53	55-S3	28.30
37	0470 Trimble Cty CT 5	3,763	55.00	-5.00	3.04	55-S3	29.10
38	0471 Trimble Cty CT 6	3,758	55.00	-5.00	3.04	55-S3	29.10
39	0474 Trimble Cty CT 7	2,950	55.00	-5.00	3.26	55-S3	29.20
40	0475 Trimble Cty CT 8	2,938	55.00	-5.00	3.26	55-S3	29.20
41	0476 Trimble Cty CT 9	2,958	55.00	-5.00	3.26	55-S3	29.20
42	0477 Trimble Cty CT 10	2,954	55.00	-5.00	3.26	55-S3	29.20
43	5696 Haeflg Unts 1,2,3	4,023	55.00	-5.00		55-S3	
44							
45	345 Assesry Elec Eqpmt						
46	5697 Paddys Run Gen 13	2,456	45.00		2.88	45-R3	26.40
47	5635 Brown CT 5	2,277	45.00		2.89	45-R3	26.40
48	5636 Brown CT 6	1,975	45.00		2.71	45-R3	25.90
49	5637 Brown CT 7	1,936	45.00		2.71	45-R3	25.90
50	5638 Brown CT 8	2,721	45.00		2.41	45-R3	24.80

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [X] An Original (2) [ ] A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2011/Q4

DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Continued)

C. Factors Used in Estimating Depreciation Charges

Line No.	Account No. (a)	Depreciable Plant Base (In Thousands) (b)	Estimated Avg. Service Life (c)	Net Salvage (Percent) (d)	Applied Depr. rates (Percent) (e)	Mortality Curve Type (f)	Average Remaining Life (g)
12	5639 Brown CT 9	4,206	45.00		2.32	45-R3	24.80
13	5640 Brown CT 10	2,744	45.00		2.44	45-R3	25.00
14	5641 Brown CT 11	1,863	45.00		2.48	45-R3	25.10
15	0470 Trimble Cty CT 5	1,694	45.00		2.98	45-R3	26.60
16	0471 Trimble Cty CT 6	4,325	45.00		2.98	45-R3	26.60
17	0474 Trimble Cty CT 7	3,148	45.00		3.19	45-R3	26.90
18	0475 Trimble Cty CT 8	3,139	45.00		3.19	45-R3	26.90
19	0476 Trimble Cty CT 9	3,234	45.00		3.19	45-R3	26.90
20	0477 Trimble Cty CT 10	7,197	45.00		3.19	45-R3	26.90
21	5696 Haeflg Unts 1,2,3	1,452	45.00			45-R3	
22							
23	346 Misc Plant Equipmt						
24	5697 Paddys Run Gen 13	1,090	35.00		3.20	35-R2	21.40
25	5635 Brown CT 5	2,139	35.00		3.20	35-R2	21.40
26	5636 Brown CT 6	54	35.00		3.33	35-R2	21.30
27	5637 Brown CT 7	36	35.00		3.23	35-R2	21.30
28	5638 Brown CT 8	286	35.00		2.77	35-R2	19.60
29	5639 Brown CT 9	760	35.00		2.77	35-R2	19.60
30	5640 Brown CT 10	274	35.00		2.85	35-R2	19.90
31	5641 Brown CT 11	591	35.00		3.22	35-R2	21.10
32	0470 Trimble Cty CT 5	28	35.00		3.73	35-R2	20.30
33	0474 Trimble Cty CT 7	9	35.00		3.50	35-R2	21.70
34	0475 Trimble Cty CT 8	9	35.00		3.50	35-R2	21.70
35	0476 Trimble Cty CT 9	9	35.00		3.50	35-R2	21.60
36	0477 Trimble Cty CT 10	42	35.00		3.49	35-R2	21.70
37	5696 Haeflg Unts 1,2,3	36	35.00			35-R2	
38							
39	347 Asset Rtirmt Oblg	18					
40							
41	Transmission Plant						
42	350.1 Land Rights	23,414	60.00		0.98	60-R3	31.70
43	350.2 Land	2,199					
44	352.1 Strct Impr Non S	17,020	65.00	-25.00	1.54	65-S2.5	40.20
45	352.2 Strct Impr Sys C	1,220	60.00	-25.00	1.43	60-R3	34.00
46	353.1 Station Equipmnt	191,754	60.00	-20.00	1.98	60-R2	34.80
47	353.2 Sys Cntrl Mcrwv	14,668	30.00	-20.00	0.46	30-R2.5	20.50
48	354 Towers & Fixtures	95,353	70.00	-25.00	1.21	70-R4	43.80
49	355 Poles & Fixtures	148,659	50.00	-60.00	2.28	50-R2	30.70
50	356 Ovrhd Cndctr Dvcs	160,447	60.00	-50.00	1.79	60-R3	35.50

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Continued)

C. Factors Used in Estimating Depreciation Charges

Line No.	Account No. (a)	Depreciable Plant Base (In Thousands) (b)	Estimated Avg. Service Life (c)	Net Salvage (Percent) (d)	Applied Depr. rates (Percent) (e)	Mortality Curve Type (f)	Average Remaining Life (g)
12	357 Undrgrnd Conduit	449	40.00		2.60	40-L2.5	21.90
13	358 Undrgrnd Cndctrs D	1,162	35.00		1.26	35-R3	19.40
14	359 Transmission AROs	540					
15							
16	Distribution Plant						
17	360.1 Land Rights	2,039	65.00		0.65	65-R4	45.10
18	360.2 Land	3,272					
19	361 Strctrs & Imprvmnt	7,658	60.00	-10.00	1.65	60-R2.5	38.10
20	362 Station Equipment	141,201	52.00	-15.00	2.28	52-R2	29.90
21	364 Poles Twrs Fixture	287,792	48.00	-45.00	2.30	48-S0	27.40
22	365 Ovrhd Cndctrs Dvc	276,286	48.00	-75.00	2.70	48-R2	27.60
23	366 Undrgrnd Conduit	1,862	55.00		1.93	55-S4	28.80
24	367 Undrgrnd Cndctrs D	140,620	44.00	-5.00	2.09	44-S0.5	27.50
25	368 Line Transformers	286,070	40.00	-20.00	3.10	40-R2	21.90
26	369 Services	89,050	43.00	-30.00	1.99	43-R1.5	25.80
27	370 Meters	70,049	40.00		1.76	40-R1.5	20.90
28	371 Instltns Cust Prms	18,253	20.00	-10.00	2.38	20-R0.5	10.90
29	373 St Lghtng Sgnl Sys	81,535	33.00	-5.00	2.29	33-R1	19.10
30	374 Asset Rtrmnt Cost	787					
31							
32	General Plant						
33	389.2 Land	2,568					
34	390.1 Strctrs Imprvmnt	47,011	60.00	-5.00	1.66	60-S0	33.90
35	390.2 Imprvmt Lesd Prp	532	30.00	-5.00	1.56	30-R1	17.20
36	391.1 Ofc Furnitur Eqp	7,514	20.00		4.19	20-SQ	13.60
37	391.2 Non PC Cmptr Eqp	17,256	5.00		10.14	5-SQ	3.30
38	391.3 Cash Processing		10.00		23.26	10-SQ	1.50
39	391.31 Prsnl Comptr Eq	6,398	4.00		15.47	4-SQ	2.80
40	392 Transportation Eqp	15,967	5.00		20.00	5-SQ	
41	393 Stores Equipment	552	25.00		5.25	25-SQ	11.60
42	394 Tool Shop Garage E	7,649	25.00		4.75	25-SQ	14.70
43	395 Laboratory Equipmt		15.00		27.42	15-SQ	1.80
44	396 Pwr Operated Eqp	1,174	17.00		6.37	17-R5	9.60
45	397 Communication Eqpm	30,873	15.00		7.13	15-SQ	10.90
46	398 Misc Equipment		10.00		20.54	10-SQ	1.80
47							
48							
49							
50							

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

REGULATORY COMMISSION EXPENSES

1. Report particulars (details) of regulatory commission expenses incurred during the current year (or incurred in previous years, if being amortized) relating to format cases before a regulatory body, or cases in which such a body was a party.
2. Report in columns (b) and (c), only the current year's expenses that are not deferred and the current year's amortization of amounts deferred in previous years.

Line No.	Description (Furnish name of regulatory commission or body the docket or case number and a description of the case) (a)	Assessed by Regulatory Commission (b)	Expenses of Utility (c)	Total Expense for Current Year (b) + (c) (d)	Deferred in Account 182.3 at Beginning of Year (e)
1	Federal Energy Regulatory Commission				
2	Annual Charge	452,450		452,450	
3	2008 Rate Case		12,877	12,877	
4					
5	Tennessee Regulatory Authority				
6	2008 Rate Filing		-25	-25	
7					
8	State Corporation Commission of Virginia				
9	2008 Rate Case				
10	2010 Rate Case		268,903	268,903	
11					
12	2008 Rate Case (Mar-09 to Feb-12)		460,559	460,559	537,318
13	2009 Rate Case (Aug-10 to Jul-13)		671,523	671,523	1,734,767
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46	TOTAL	452,450	1,413,837	1,866,287	2,272,085

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

REGULATORY COMMISSION EXPENSES (Continued)

3. Show in column (k) any expenses incurred in prior years which are being amortized. List in column (a) the period of amortization.
4. List in column (f), (g), and (h) expenses incurred during year which were charged currently to income, plant, or other accounts.
5. Minor items (less than $25,000) may be grouped.

EXPENSES INCURRED DURING YEAR				AMORTIZED DURING YEAR			
CURRENTLY CHARGED TO							
Department (f)	Account No. (g)	Amount (h)	Deferred to Account 182.3 (i)	Contra Account (j)	Amount (k)	Deferred in Account 182.3 End of Year (l)	Line No.
							1
Electric	928	452,449					2
Electric	928	12,877					3
							4
							5
Electric	928	-25					6
							7
							8
							9
Electric	928	268,903					10
							11
Electric	928	460,559			460,559	76,760	12
Electric	928	671,522		928	671,522	1,063,244	13
							14
							15
							16
							17
							18
							19
							20
							21
							22
							23
							24
							25
							26
							27
							28
							29
							30
							31
							32
							33
							34
							35
							36
							37
							38
							39
							40
							41
							42
							43
							44
							45
		1,866,285			1,132,081	1,140,004	46

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 350 Line No.: 6 Column: c

Negative amount represents a correction from the prior year.

Schedule Page: 350 Line No.: 6 Column: h

Negative amount represents a correction from the prior year.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

RESEARCH, DEVELOPMENT, AND DEMONSTRATION ACTIVITIES

1. Describe and show below costs incurred and accounts charged during the year for technological research, development, and demonstration (R, D & D) project initiated, continued or concluded during the year. Report also support given to others during the year for jointly-sponsored projects.(Identify recipient regardless of affiliation.) For any R, D & D work carried with others, show separately the respondent's cost for the year and cost chargeable to others (See definition of research, development, and demonstration in Uniform System of Accounts).
2. Indicate in column (a) the applicable classification, as shown below:

Classifications:
A. Electric R, D & D Performed Internally:
(1) Generation
a. hydroelectric
i. Recreation fish and wildlife
ii Other hydroelectric
b. Fossil-fuel steam
c. Internal combustion or gas turbine
d. Nuclear
e. Unconventional generation
f. Siting and heat rejection
(2) Transmission
a. Overhead
b. Underground
(3) Distribution
(4) Regional Transmission and Market Operation
(5) Environment (other than equipment)
(6) Other (Classify and include items in excess of $50,000.)
(7) Total Cost Incurred
B. Electric, R, D & D Performed Externally:
(1) Research Support to the electrical Research Council or the Electric Power Research Institute

Line No.	Classification (a)	Description (b)
1	EPRI (1)	Tailored Collaboration
2	EPRI (1)	BSA Power Plant Parameter Derivation Software User's Group
3	EPRI (1)	Green Substations Interest Groups
4	EPRI (1)	Annual Membership and Annual Research Portfolio
5	EPRI (1)	CO2 Carbon Capture Technology Assessment
6	EPRI (1)	Tailored Collaboration
7	EPRI (1)	Annual Membership and Annual Research Portfolio
8	Kentucky Consortium for Carbon Storage (4)	Amortization of Carbon Storage Project Regulatory Asset
9	University of Kentucky Research Foundation (4)	Power Flow and Stability Analysis
10	University of Kentucky Research Foundation (4)	Evaluation of Geologic Carbon Storage
11	University of Kentucky Research Foundation (4)	Amortization of Carbon Capturing Research Regulatory Asset
12	Moore Ventures LLC (4)	Biomass Feasibility Study
13	Seismic Specialists Inc. (4)	Geological Survey
14	University of Texas at Austin, The (4)	Annual Subscription to the Luminant Carbon Management Program
15	Gottuso, Leeann (4)	Engineering Studies
16	Meiners Electric (4)	EPRI Project
17	Kellogg Brown and Root, LLC (4)	Carbon Capture Project
18	Youngblood Construction (4)	Engineering Studies
19	PIC Group, Inc. (4)	Engineering Studies
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

RESEARCH, DEVELOPMENT, AND DEMONSTRATION ACTIVITIES (Continued)

(2) Research Support to Edison Electric Institute
(3) Research Support to Nuclear Power Groups
(4) Research Support to Others (Classify)
(5) Total Cost Incurred

3. Include in column (c) all R, D & D items performed internally and in column (d) those items performed outside the company costing $50,000 or more, briefly describing the specific area of R, D & D (such as safety, corrosion control, pollution, automation, measurement, insulation, type of appliance, etc.). Group items under $50,000 by classifications and indicate the number of items grouped. Under Other, (A (6) and B (4)) classify items by type of R, D & D activity.
4. Show in column (e) the account number charged with expenses during the year or the account to which amounts were capitalized during the year, listing Account 107, Construction Work in Progress, first. Show in column (f) the amounts related to the account charged in column (e)
5. Show in column (g) the total unamortized accumulating of costs of projects. This total must equal the balance in Account 188, Research, Development, and Demonstration Expenditures, Outstanding at the end of the year.
6. If costs have not been segregated for R, D &D activities or projects, submit estimates for columns (c), (d), and (f) with such amounts identified by "Est."
7. Report separately research and related testing facilities operated by the respondent.

Costs Incurred Internally Current Year (c)	Costs Incurred Externally Current Year (d)	AMOUNTS CHARGED IN CURRENT YEAR Account (e)	AMOUNTS CHARGED IN CURRENT YEAR Amount (f)	Unamortized Accumulation (g)	Line No.
	10,903	500	10,903		1
	3,600	510	3,600		2
	6,222	566	6,222		3
	56,530	908	56,530		4
	11,888	923	11,888		5
	346,124	930	346,124		6
	1,537,026	930	1,537,026		7
	230,490	930	230,490		8
	31,039	561	31,039		9
	10,673	923	10,673		10
	102,440	930	102,440		11
	14,616	923	14,616		12
	7,400	923	7,400		13
	10,750	930	10,750		14
	64	930	64		15
	6,011	930	6,011		16
	128,491	923	128,491		17
	139	930	139		18
	7,509	930	7,509		19
					20
	2,521,915		2,521,915		21
					22
					23
					24
					25
					26
					27
					28
					29
					30
					31
					32
					33
					34
					35
					36
					37
					38

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

DISTRIBUTION OF SALARIES AND WAGES

Report below the distribution of total salaries and wages for the year. Segregate amounts originally charged to clearing accounts to Utility Departments, Construction, Plant Removals, and Other Accounts, and enter such amounts in the appropriate lines and columns provided. In determining this segregation of salaries and wages originally charged to clearing accounts, a method of approximation giving substantially correct results may be used.

Line No.	Classification (a)	Direct Payroll Distribution (b)	Allocation of Payroll charged for Clearing Accounts (c)	Total (d)
1	Electric			
2	Operation			
3	Production	21,944,650		
4	Transmission	3,552,759		
5	Regional Market			
6	Distribution	9,433,162		
7	Customer Accounts	9,052,948		
8	Customer Service and Informational	823,575		
9	Sales			
10	Administrative and General	16,616,054		
11	TOTAL Operation (Enter Total of lines 3 thru 10)	61,423,148		
12	Maintenance			
13	Production	14,605,723		
14	Transmission	786,482		
15	Regional Market			
16	Distribution	5,844,256		
17	Administrative and General	4,504,662		
18	TOTAL Maintenance (Total of lines 13 thru 17)	25,741,123		
19	Total Operation and Maintenance			
20	Production (Enter Total of lines 3 and 13)	36,550,373		
21	Transmission (Enter Total of lines 4 and 14)	4,339,241		
22	Regional Market (Enter Total of Lines 5 and 15)			
23	Distribution (Enter Total of lines 6 and 16)	15,277,418		
24	Customer Accounts (Transcribe from line 7)	9,052,948		
25	Customer Service and Informational (Transcribe from line 8)	823,575		
26	Sales (Transcribe from line 9)			
27	Administrative and General (Enter Total of lines 10 and 17)	21,120,716		
28	TOTAL Oper. and Maint. (Total of lines 20 thru 27)	87,164,271	21,789,282	108,953,553
29	Gas			
30	Operation			
31	Production-Manufactured Gas			
32	Production-Nat. Gas (Including Expl. and Dev.)			
33	Other Gas Supply			
34	Storage, LNG Terminaling and Processing			
35	Transmission			
36	Distribution			
37	Customer Accounts			
38	Customer Service and Informational			
39	Sales			
40	Administrative and General			
41	TOTAL Operation (Enter Total of lines 31 thru 40)			
42	Maintenance			
43	Production-Manufactured Gas			
44	Production-Natural Gas (Including Exploration and Development)			
45	Other Gas Supply			
46	Storage, LNG Terminaling and Processing			
47	Transmission			

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

DISTRIBUTION OF SALARIES AND WAGES (Continued)

Line No.	Classification (a)	Direct Payroll Distribution (b)	Allocation of Payroll charged for Clearing Accounts (c)	Total (d)
48	Distribution			
49	Administrative and General			
50	TOTAL Maint. (Enter Total of lines 43 thru 49)			
51	Total Operation and Maintenance			
52	Production-Manufactured Gas (Enter Total of lines 31 and 43)			
53	Production-Natural Gas (Including Expl. and Dev.) (Total lines 32,			
54	Other Gas Supply (Enter Total of lines 33 and 45)			
55	Storage, LNG Terminaling and Processing (Total of lines 31 thru			
56	Transmission (Lines 35 and 47)			
57	Distribution (Lines 36 and 48)			
58	Customer Accounts (Line 37)			
59	Customer Service and Informational (Line 38)			
60	Sales (Line 39)			
61	Administrative and General (Lines 40 and 49)			
62	TOTAL Operation and Maint. (Total of lines 52 thru 61)			
63	Other Utility Departments			
64	Operation and Maintenance			
65	TOTAL All Utility Dept. (Total of lines 28, 62, and 64)	87,164,271	21,789,282	108,953,553
66	Utility Plant			
67	Construction (By Utility Departments)			
68	Electric Plant	19,606,995	14,409,438	34,016,433
69	Gas Plant			
70	Other (provide details in footnote):			
71	TOTAL Construction (Total of lines 68 thru 70)	19,606,995	14,409,438	34,016,433
72	Plant Removal (By Utility Departments)			
73	Electric Plant	1,172,124	945,952	2,118,076
74	Gas Plant			
75	Other (provide details in footnote):			
76	TOTAL Plant Removal (Total of lines 73 thru 75)	1,172,124	945,952	2,118,076
77	Other Accounts (Specify, provide details in footnote):			
78	Accounts Receivable	3,523,957	493,396	4,017,353
79	Miscellaneous Deferred Debits & Preliminary Survey	5,838	656,619	662,457
80	Certain Civic, Political and Related Activities and Other	438,407	136,878	575,285
81	Nonjurisdictional	11,900	3,470	15,370
82				
83				
84				
85				
86				
87				
88				
89				
90				
91				
92				
93				
94				
95	TOTAL Other Accounts	3,980,102	1,290,363	5,270,465
96	TOTAL SALARIES AND WAGES	111,923,492	38,435,035	150,358,527

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

COMMON UTILITY PLANT AND EXPENSES

1. Describe the property carried in the utility's accounts as common utility plant and show the book cost of such plant at end of year classified by accounts as provided by Plant Instruction 13, Common Utility Plant, of the Uniform System of Accounts. Also show the allocation of such plant costs to the respective departments using the common utility plant and explain the basis of allocation used, giving the allocation factors.
2. Furnish the accumulated provisions for depreciation and amortization at end of year, showing the amounts and classifications of such accumulated provisions, and amounts allocated to utility departments using the Common utility plant to which such accumulated provisions relate, including explanation of basis of allocation and factors used.
3. Give for the year the expenses of operation, maintenance, rents, depreciation, and amortization for common utility plant classified by accounts as provided by the Uniform System of Accounts. Show the allocation of such expenses to the departments using the common utility plant to which such expenses are related. Explain the basis of allocation used and give the factors of allocation.
4. Give date of approval by the Commission for use of the common utility plant classification and reference to order of the Commission or other authorization.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

AMOUNTS INCLUDED IN ISO/RTO SETTLEMENT STATEMENTS

1. The respondent shall report below the details called for concerning amounts it recorded in Account 555, Purchase Power, and Account 447, Sales for Resale, for items shown on ISO/RTO Settlement Statements. Transactions should be separately netted for each ISO/RTO administered energy market for purposes of determining whether an entity is a net seller or purchaser in a given hour. Net megawatt hours are to be used as the basis for determining whether a net purchase or sale has occurred. In each monthly reporting period, the hourly sale and purchase net amounts are to be aggregated and separately reported in Account 447, Sales for Resale, or Account 555, Purchased Power, respectively.

Line No.	Description of Item(s) (a)	Balance at End of Quarter 1 (b)	Balance at End of Quarter 2 (c)	Balance at End of Quarter 3 (d)	Balance at End of Year (e)
1	Energy				
2	Net Purchases (Account 555)	259,073	2,183,734	3,612,764	3,625,547
3	Net Sales (Account 447)	388,498	1,552,431	2,111,914	3,183,200
4	Transmission Rights				
5	Ancillary Services				
6	Other Items (list separately)				
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46	TOTAL	647,571	3,736,165	5,724,678	6,808,747

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 397 Line No.: 2 Column: b

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. Absent such a Power Supply System Agreement, the purchase amount recorded in accordance with FERC Order No. 668-A would have been $257,345.

Schedule Page: 397 Line No.: 2 Column: c

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. Absent such a Power Supply System Agreement, the purchase amount recorded in accordance with FERC Order No. 668-A would have been $2,182,006.

Schedule Page: 397 Line No.: 2 Column: d

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. Absent such a Power Supply System Agreement, the purchase amount recorded in accordance with FERC Order No. 668-A would have been $3,609,962.

Schedule Page: 397 Line No.: 2 Column: e

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. Absent such a Power Supply System Agreement, the purchase amount recorded in accordance with FERC Order No. 668-A would have been $3,622,746.

Schedule Page: 397 Line No.: 3 Column: b

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. Absent such a Power Supply System Agreement, the sale amount recorded in accordance with FERC Order No. 668-A would have been $388,383. These amounts do not include $184 in sales sourced by test energy from the commissioning of a new power plant that were assigned to Account 107 rather than to Account 447 during the first quarter. There is no difference in the Day Ahead and Real Time markets for the sales which were assigned to Account 107.

Schedule Page: 397 Line No.: 3 Column: c

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. Absent such a Power Supply System Agreement, the sale amount recorded in accordance with FERC Order No. 668-A would have been $1,552,317. These amounts do not include $184 in sales sourced by test energy from the commissioning of a new power plant that were assigned to Account 107 rather than to Account 447 during the first quarter. There is no difference in the Day Ahead and Real Time markets for the sales which were assigned to Account 107.

Schedule Page: 397 Line No.: 3 Column: d

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. Absent such a Power Supply System Agreement, the sale amount recorded in accordance with FERC Order No. 668-A would have been $2,111,592. These amounts do not include $184 in sales sourced by test energy from the commissioning of a new power plant that were assigned to Account 107 rather than to Account 447 during the first quarter. There is no difference in the Day Ahead and Real Time markets for the sales which were assigned to Account 107.

Schedule Page: 397 Line No.: 3 Column: e

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. Absent such a Power Supply System Agreement, the sale amount recorded in accordance with FERC Order No. 668-A would have been $3,182,878. These amounts do not include $184 in sales sourced by test energy from the commissioning of a new power plant that were assigned to Account 107 rather than to Account 447 during the first quarter. There is no difference in the Day Ahead and Real Time markets for the sales which were assigned to Account 107.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

PURCHASES AND SALES OF ANCILLARY SERVICES

Report the amounts for each type of ancillary service shown in column (a) for the year as specified in Order No. 888 and defined in the respondents Open Access Transmission Tariff.

In columns for usage, report usage-related billing determinant and the unit of measure.

(1) On line 1 columns (b), (c), (d), (e), (f) and (g) report the amount of ancillary services purchased and sold during the year.

(2) On line 2 columns (b) (c), (d), (e), (f), and (g) report the amount of reactive supply and voltage control services purchased and sold during the year.

(3) On line 3 columns (b) (c), (d), (e), (f), and (g) report the amount of regulation and frequency response services purchased and sold during the year.

(4) On line 4 columns (b), (c), (d), (e), (f), and (g) report the amount of energy imbalance services purchased and sold during the year.

(5) On lines 5 and 6, columns (b), (c), (d), (e), (f), and (g) report the amount of operating reserve spinning and supplement services purchased and sold during the period.

(6) On line 7 columns (b), (c), (d), (e), (f), and (g) report the total amount of all other types ancillary services purchased or sold during the year. Include in a footnote and specify the amount for each type of other ancillary service provided.

Line No.	Type of Ancillary Service (a)	Amount Purchased for the Year - Usage - Related Billing Determinant: Number of Units (b)	Unit of Measure (c)	Dollars (d)	Amount Sold for the Year - Usage - Related Billing Determinant: Number of Units (e)	Unit of Measure (f)	Dollars (g)
1	Scheduling, System Control and Dispatch	647,192	MWH	168,073	4,499,406	MWH	381,921
2	Reactive Supply and Voltage	647,192	MWH	106,516	4,499,406	MWH	255,536
3	Regulation and Frequency Response				4,499,406	MWH	95,047
4	Energy Imbalance						
5	Operating Reserve - Spinning				4,499,406	MWH	147,323
6	Operating Reserve - Supplement				4,499,406	MWH	147,323
7	Other			24,285			
8	Total (Lines 1 thru 7)	1,294,384		298,874	22,497,030		1,027,150

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 398 Line No.: 7 Column: b

The Other charges are not associated with a number of units or a unit of measure.

Schedule Page: 398 Line No.: 7 Column: d

This amount consists of PJM non-energy related charges related to non-firm point-to-point transmission services and Black Start Charges. This amount also includes the Midwest ISO's Schedule 26 Charges (Network Upgrade Charge from Transmission Expansion Plan.)

PJM Other Charges:	$ 23,610
MISO Schedule 26:	675
	$ 24,285

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

MONTHLY TRANSMISSION SYSTEM PEAK LOAD

(1) Report the monthly peak load on the respondent's transmission system. If the respondent has two or more power systems which are not physically integrated, furnish the required information for each non-integrated system.
(2) Report on Column (b) by month the transmission system's peak load.
(3) Report on Columns (c) and (d) the specified information for each monthly transmission - system peak load reported on Column (b).
(4) Report on Columns (e) through (j) by month the system' monthly maximum megawatt load by statistical classifications. See General Instruction for the definition of each statistical classification.

NAME OF SYSTEM:

Line No.	Month (a)	Monthly Peak MW - Total (b)	Day of Monthly Peak (c)	Hour of Monthly Peak (d)	Firm Network Service for Self (e)	Firm Network Service for Others (f)	Long-Term Firm Point-to-point Reservations (g)	Other Long-Term Firm Service (h)	Short-Term Firm Point-to-point Reservation (i)	Other Service (j)
1	January	4,931	12	19	4,066	493	314	58		
2	February	5,175	11	8	4,292	510	314	59		
3	March	4,120	10	20	3,231	414	314	53	107	
4	Total for Quarter 1	14,226			11,589	1,417	942	170	107	
5	April	4,027	1	7	3,125	402	314	43	143	
6	May	5,262	31	16	3,846	674	314	55	373	
7	June	4,883	8	16	3,920	593	314	56		
8	Total for Quarter 2	14,172			10,891	1,669	942	154	516	
9	July	5,207	11	16	4,102	733	314	58		
10	August	5,098	2	16	4,061	630	314	57	36	
11	September	5,266	1	16	3,969	710	314	58	215	
12	Total for Quarter 3	15,571			12,132	2,073	942	173	251	
13	October	3,832	7	17	2,784	479	314	31	224	
14	November	4,430	18	8	3,374	545	314	54	143	
15	December	4,467	12	8	3,537	561	314	55		
16	Total for Quarter 4	12,729			9,695	1,585	942	140	367	
17	Total Year to Date/Year	56,698			44,307	6,744	3,768	637	1,241	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

MONTHLY ISO/RTO TRANSMISSION SYSTEM PEAK LOAD

(1) Report the monthly peak load on the respondent's transmission system. If the Respondent has two or more power systems which are not physically integrated, furnish the required information for each non-integrated system.
(2) Report on Column (b) by month the transmission system's peak load.
(3) Report on Column (c) and (d) the specified information for each monthly transmission - system peak load reported on Column (b).
(4) Report on Columns (e) through (i) by month the system's transmission usage by classification. Amounts reported as Through and Out Service in Column (g) are to be excluded from those amounts reported in Columns (e) and (f).
(5) Amounts reported in Column (j) for Total Usage is the sum of Columns (h) and (i).

NAME OF SYSTEM:

Line No.	Month (a)	Monthly Peak MW - Total (b)	Day of Monthly Peak (c)	Hour of Monthly Peak (d)	Imports into ISO/RTO (e)	Exports from ISO/RTO (f)	Through and Out Service (g)	Network Service Usage (h)	Point-to-Point Service Usage (i)	Total Usage (j)
1	January									
2	February									
3	March									
4	Total for Quarter 1									
5	April									
6	May									
7	June									
8	Total for Quarter 2									
9	July									
10	August									
11	September									
12	Total for Quarter 3									
13	October									
14	November									
15	December									
16	Total for Quarter 4									
17	Total Year to Date/Year									

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

ELECTRIC ENERGY ACCOUNT

Report below the information called for concerning the disposition of electric energy generated, purchased, exchanged and wheeled during the year.

Line No.	Item (a)	MegaWatt Hours (b)	Line No.	Item (a)	MegaWatt Hours (b)
1	SOURCES OF ENERGY		21	DISPOSITION OF ENERGY	
2	Generation (Excluding Station Use):		22	Sales to Ultimate Consumers (Including Interdepartmental Sales)	19,256,438
3	Steam	18,606,037			
4	Nuclear		23	Requirements Sales for Resale (See instruction 4, page 311.)	1,905,867
5	Hydro-Conventional	81,629			
6	Hydro-Pumped Storage		24	Non-Requirements Sales for Resale (See instruction 4, page 311.)	1,219,346
7	Other	322,262			
8	Less Energy for Pumping		25	Energy Furnished Without Charge	54
9	Net Generation (Enter Total of lines 3 through 8)	19,009,928	26	Energy Used by the Company (Electric Dept Only, Excluding Station Use)	22,015
10	Purchases	4,188,345	27	Total Energy Losses	1,132,091
11	Power Exchanges:		28	TOTAL (Enter Total of Lines 22 Through 27) (MUST EQUAL LINE 20)	23,535,811
12	Received	199,226			
13	Delivered				
14	Net Exchanges (Line 12 minus line 13)	199,226			
15	Transmission For Other (Wheeling)				
16	Received	4,499,406			
17	Delivered	4,361,094			
18	Net Transmission for Other (Line 16 minus line 17)	138,312			
19	Transmission By Others Losses				
20	TOTAL (Enter Total of lines 9, 10, 14, 18 and 19)	23,535,811			

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

MONTHLY PEAKS AND OUTPUT

1. Report the monthly peak load and energy output. If the respondent has two or more power which are not physically integrated, furnish the required information for each non- integrated system.
2. Report in column (b) by month the system's output in Megawatt hours for each month.
3. Report in column (c) by month the non-requirements sales for resale. Include in the monthly amounts any energy losses associated with the sales.
4. Report in column (d) by month the system's monthly maximum megawatt load (60 minute integration) associated with the system.
5. Report in column (e) and (f) the specified information for each monthly peak load reported in column (d).

NAME OF SYSTEM: KU

Line No.	Month	Total Monthly Energy	Monthly Non-Requirments Sales for Resale & Associated Losses	MONTHLY PEAK		
				Megawatts (See Instr. 4)	Day of Month	Hour
	(a)	(b)	(c)	(d)	(e)	(f)
29	January	2,398,012	103,401	4,092	12	1100
30	February	1,971,120	127,582	4,292	11	800
31	March	1,909,483	102,928	3,251	10	2100
32	April	1,606,384	32,751	3,125	1	700
33	May	1,769,658	107,631	3,855	31	1500
34	June	2,001,987	120,379	3,935	8	1500
35	July	2,237,821	97,203	4,147	20	1600
36	August	2,127,211	51,601	4,061	2	1600
37	September	1,729,137	90,422	4,024	2	1600
38	October	1,840,767	189,730	2,823	20	1000
39	November	1,763,372	74,196	3,374	18	800
40	December	2,180,859	121,522	3,546	8	800
41	TOTAL	23,535,811	1,219,346			

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 401 Line No.: 29 Column: b
The value reported in the first quarter was revised due to the inclusion of IMEA and IMPA generation. The previously reported balance was 2,490,859 MWH.

Schedule Page: 401 Line No.: 30 Column: b
The value reported in the first quarter was revised due to the inclusion of IMEA and IMPA generation. The previously reported balance was 2,059,129 MWH.

Schedule Page: 401 Line No.: 31 Column: b
The value reported in the first quarter was revised due to the inclusion of IMEA and IMPA generation. The previously reported balance was 1,965,777 MWH.

Schedule Page: 401 Line No.: 32 Column: b
The value reported in the second quarter was revised due to the inclusion of IMEA and IMPA generation. The previously reported balance was 1,610,181 MWH.

Schedule Page: 401 Line No.: 33 Column: b
The value reported in the second quarter was revised due to the inclusion of IMEA and IMPA generation. The previously reported balance was 1,857,509 MWH.

Schedule Page: 401 Line No.: 34 Column: b
The value reported in the second quarter was revised due to the inclusion of IMEA and IMPA generation. The previously reported balance was 2,103,770 MWH.

Schedule Page: 401 Line No.: 35 Column: b
The value reported in the third quarter was revised due to the inclusion of IMEA and IMPA generation. The previously reported balance was 2,339,376MWH.

Schedule Page: 401 Line No.: 36 Column: b
The value reported in the third quarter was revised due to the inclusion of IMEA and IMPA generation. The previously reported balance was 2,205,654 MWH.

Schedule Page: 401 Line No.: 37 Column: b
The value reported in the third quarter was revised due to the inclusion of IMEA and IMPA generation. The previously reported balance was 1,779,454 MWH.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)

1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a therm basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.

Line No.	Item (a)	Plant Name: *Tyrone* (b)			Plant Name: *Green River* (c)		
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear	Steam			Steam		
2	Type of Constr (Conventional, Outdoor, Boiler, etc)	Conventional			Conventional		
3	Year Originally Constructed	1947			1950		
4	Year Last Unit was Installed	1971			1959		
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	75.00			189.00		
6	Net Peak Demand on Plant - MW (60 minutes)	72			177		
7	Plant Hours Connected to Load	616			6695		
8	Net Continuous Plant Capability (Megawatts)	73			171		
9	When Not Limited by Condenser Water	73			171		
10	When Limited by Condenser Water	0			0		
11	Average Number of Employees	11			54		
12	Net Generation, Exclusive of Plant Use - KWh	22022000			788480000		
13	Cost of Plant: Land and Land Rights	53143			30764		
14	Structures and Improvements	6192207			10858255		
15	Equipment Costs	22073290			59159392		
16	Asset Retirement Costs	2623932			8444632		
17	Total Cost	30942572			78493043		
18	Cost per KW of Installed Capacity (line 17/5) Including	412.5676			415.3071		
19	Production Expenses: Oper, Supv, & Engr	273426			386898		
20	Fuel	1395693			25486084		
21	Coolants and Water (Nuclear Plants Only)	0			0		
22	Steam Expenses	100138			1485509		
23	Steam From Other Sources	0			0		
24	Steam Transferred (Cr)	0			0		
25	Electric Expenses	22299			1228971		
26	Misc Steam (or Nuclear) Power Expenses	492300			902462		
27	Rents	0			0		
28	Allowances	706			65969		
29	Maintenance Supervision and Engineering	59446			1145432		
30	Maintenance of Structures	58748			623309		
31	Maintenance of Boiler (or reactor) Plant	169997			3252032		
32	Maintenance of Electric Plant	8290			560695		
33	Maintenance of Misc Steam (or Nuclear) Plant	3442			726349		
34	Total Production Expenses	2584485			35863710		
35	Expenses per Net KWh	0.1174			0.0455		
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)	Coal	Oil		Coal	Coal	
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)	tons	barrels		tons	barrels	
38	Quantity (Units) of Fuel Burned	12671	882	0	383785	4593	0
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	12775	3333	0	12075	3333	0
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	99.970	110.461	0.000	61.570	127.426	0.000
41	Average Cost of Fuel per Unit Burned	102.456	110.461	0.000	64.882	127.426	0.000
42	Average Cost of Fuel Burned per Million BTU	4.010	18.783	0.000	2.687	21.671	0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.059	0.000	0.000	0.032	0.000	0.000
44	Average BTU per KWh Net Generation	14701.000	0.000	0.000	11755.000	0.000	0.000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants) *(Continued)*

1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a therm basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.

Line No.	Item (a)	Plant Name: *Haefling* (b)			Plant Name: *Brown CT* (c)		
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear	Combustion Turbine			Combustion Turbine		
2	Type of Constr (Conventional, Outdoor, Boiler, etc)	Outdoor			Conventional		
3	Year Originally Constructed	1970			1994		
4	Year Last Unit was Installed	1970			2001		
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	62.00			781.00		
6	Net Peak Demand on Plant - MW (60 minutes)	34			526		
7	Plant Hours Connected to Load	24			165		
8	Net Continuous Plant Capability (Megawatts)	42			805		
9	When Not Limited by Condenser Water	42			805		
10	When Limited by Condenser Water	0			0		
11	Average Number of Employees	0			0		
12	Net Generation, Exclusive of Plant Use - KWh	328000			55438000		
13	Cost of Plant: Land and Land Rights	0			275012		
14	Structures and Improvements	434853			11927303		
15	Equipment Costs	6029470			251067909		
16	Asset Retirement Costs	0			17791		
17	Total Cost	6464323			263288015		
18	Cost per KW of Installed Capacity (line 17/5) Including	104.2633			337.1165		
19	Production Expenses: Oper, Supv, & Engr	0			193379		
20	Fuel	0			0		
21	Coolants and Water (Nuclear Plants Only)	0			0		
22	Steam Expenses	0			19426		
23	Steam From Other Sources	0			0		
24	Steam Transferred (Cr)	0			0		
25	Electric Expenses	231237			5267168		
26	Misc Steam (or Nuclear) Power Expenses	0			0		
27	Rents	0			18460		
28	Allowances	0			0		
29	Maintenance Supervision and Engineering	1800			55459		
30	Maintenance of Structures	61410			229115		
31	Maintenance of Boiler (or reactor) Plant	0			0		
32	Maintenance of Electric Plant	101537			1169999		
33	Maintenance of Misc Steam (or Nuclear) Plant	0			0		
34	Total Production Expenses	395984			6953006		
35	Expenses per Net KWh	1.2073			0.1254		
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)	Gas	Oil		Gas	Oil	
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)	mcf	barrels		mcf	barrels	
38	Quantity (Units) of Fuel Burned	44431	59	0	786902	11773	0
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	464	3330	0	1025	3333	0
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	3.713	57.994	0.000	5.142	98.374	0.000
41	Average Cost of Fuel per Unit Burned	3.713	57.994	0.000	5.142	98.374	0.000
42	Average Cost of Fuel Burned per Million BTU	8.009	9.832	0.000	5.016	16.730	0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.503	0.000	0.000	0.080	0.231	0.000
44	Average BTU per KWh Net Generation	62796.000	0.000	0.000	15995.000	13812.000	0.000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants) *(Continued)*

1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a therm basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.

Line No.	Item (a)	Plant Name: (b)			Plant Name: (c)		
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear						
2	Type of Constr (Conventional, Outdoor, Boiler, etc)						
3	Year Originally Constructed						
4	Year Last Unit was Installed						
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	0.00			0.00		
6	Net Peak Demand on Plant - MW (60 minutes)	0			0		
7	Plant Hours Connected to Load	0			0		
8	Net Continuous Plant Capability (Megawatts)	0			0		
9	When Not Limited by Condenser Water	0			0		
10	When Limited by Condenser Water	0			0		
11	Average Number of Employees	0			0		
12	Net Generation, Exclusive of Plant Use - KWh	0			0		
13	Cost of Plant: Land and Land Rights	0			0		
14	Structures and Improvements	0			0		
15	Equipment Costs	0			0		
16	Asset Retirement Costs	0			0		
17	Total Cost	0			0		
18	Cost per KW of Installed Capacity (line 17/5) Including	0			0		
19	Production Expenses: Oper, Supv, & Engr	0			0		
20	Fuel	0			0		
21	Coolants and Water (Nuclear Plants Only)	0			0		
22	Steam Expenses	0			0		
23	Steam From Other Sources	0			0		
24	Steam Transferred (Cr)	0			0		
25	Electric Expenses	0			0		
26	Misc Steam (or Nuclear) Power Expenses	0			0		
27	Rents	0			0		
28	Allowances	0			0		
29	Maintenance Supervision and Engineering	0			0		
30	Maintenance of Structures	0			0		
31	Maintenance of Boiler (or reactor) Plant	0			0		
32	Maintenance of Electric Plant	0			0		
33	Maintenance of Misc Steam (or Nuclear) Plant	0			0		
34	Total Production Expenses	0			0		
35	Expenses per Net KWh	0.0000			0.0000		
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)						
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)						
38	Quantity (Units) of Fuel Burned	0	0	0	0	0	0
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	0	0	0	0	0	0
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	0.000	0.000	0.000	0.000	0.000	0.000
41	Average Cost of Fuel per Unit Burned	0.000	0.000	0.000	0.000	0.000	0.000
42	Average Cost of Fuel Burned per Million BTU	0.000	0.000	0.000	0.000	0.000	0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.000	0.000	0.000	0.000	0.000	0.000
44	Average BTU per KWh Net Generation	0.000	0.000	0.000	0.000	0.000	0.000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants) *(Continued)*

1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a therm basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.

Line No.	Item (a)	Plant Name: (b)			Plant Name: (c)		
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear						
2	Type of Constr (Conventional, Outdoor, Boiler, etc)						
3	Year Originally Constructed						
4	Year Last Unit was Installed						
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	0.00			0.00		
6	Net Peak Demand on Plant - MW (60 minutes)	0			0		
7	Plant Hours Connected to Load	0			0		
8	Net Continuous Plant Capability (Megawatts)	0			0		
9	When Not Limited by Condenser Water	0			0		
10	When Limited by Condenser Water	0			0		
11	Average Number of Employees	0			0		
12	Net Generation, Exclusive of Plant Use - KWh	0			0		
13	Cost of Plant: Land and Land Rights	0			0		
14	Structures and Improvements	0			0		
15	Equipment Costs	0			0		
16	Asset Retirement Costs	0			0		
17	Total Cost	0			0		
18	Cost per KW of Installed Capacity (line 17/5) Including	0			0		
19	Production Expenses: Oper, Supv, & Engr	0			0		
20	Fuel	0			0		
21	Coolants and Water (Nuclear Plants Only)	0			0		
22	Steam Expenses	0			0		
23	Steam From Other Sources	0			0		
24	Steam Transferred (Cr)	0			0		
25	Electric Expenses	0			0		
26	Misc Steam (or Nuclear) Power Expenses	0			0		
27	Rents	0			0		
28	Allowances	0			0		
29	Maintenance Supervision and Engineering	0			0		
30	Maintenance of Structures	0			0		
31	Maintenance of Boiler (or reactor) Plant	0			0		
32	Maintenance of Electric Plant	0			0		
33	Maintenance of Misc Steam (or Nuclear) Plant	0			0		
34	Total Production Expenses	0			0		
35	Expenses per Net KWh	0.0000			0.0000		
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)						
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)						
38	Quantity (Units) of Fuel Burned	0	0	0	0	0	0
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	0	0	0	0	0	0
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	0.000	0.000	0.000	0.000	0.000	0.000
41	Average Cost of Fuel per Unit Burned	0.000	0.000	0.000	0.000	0.000	0.000
42	Average Cost of Fuel Burned per Million BTU	0.000	0.000	0.000	0.000	0.000	0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.000	0.000	0.000	0.000	0.000	0.000
44	Average BTU per KWh Net Generation	0.000	0.000	0.000	0.000	0.000	0.000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants) *(Continued)*

1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a therm basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.

Line No.	Item (a)	Plant Name: (b)			Plant Name: (c)		
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear						
2	Type of Constr (Conventional, Outdoor, Boiler, etc)						
3	Year Originally Constructed						
4	Year Last Unit was Installed						
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	0.00			0.00		
6	Net Peak Demand on Plant - MW (60 minutes)	0			0		
7	Plant Hours Connected to Load	0			0		
8	Net Continuous Plant Capability (Megawatts)	0			0		
9	When Not Limited by Condenser Water	0			0		
10	When Limited by Condenser Water	0			0		
11	Average Number of Employees	0			0		
12	Net Generation, Exclusive of Plant Use - KWh	0			0		
13	Cost of Plant: Land and Land Rights	0			0		
14	Structures and Improvements	0			0		
15	Equipment Costs	0			0		
16	Asset Retirement Costs	0			0		
17	Total Cost	0			0		
18	Cost per KW of Installed Capacity (line 17/5) Including	0			0		
19	Production Expenses: Oper, Supv, & Engr	0			0		
20	Fuel	0			0		
21	Coolants and Water (Nuclear Plants Only)	0			0		
22	Steam Expenses	0			0		
23	Steam From Other Sources	0			0		
24	Steam Transferred (Cr)	0			0		
25	Electric Expenses	0			0		
26	Misc Steam (or Nuclear) Power Expenses	0			0		
27	Rents	0			0		
28	Allowances	0			0		
29	Maintenance Supervision and Engineering	0			0		
30	Maintenance of Structures	0			0		
31	Maintenance of Boiler (or reactor) Plant	0			0		
32	Maintenance of Electric Plant	0			0		
33	Maintenance of Misc Steam (or Nuclear) Plant	0			0		
34	Total Production Expenses	0			0		
35	Expenses per Net KWh	0.0000			0.0000		
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)						
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)						
38	Quantity (Units) of Fuel Burned	0	0	0	0	0	0
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	0	0	0	0	0	0
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	0.000	0.000	0.000	0.000	0.000	0.000
41	Average Cost of Fuel per Unit Burned	0.000	0.000	0.000	0.000	0.000	0.000
42	Average Cost of Fuel Burned per Million BTU	0.000	0.000	0.000	0.000	0.000	0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.000	0.000	0.000	0.000	0.000	0.000
44	Average BTU per KWh Net Generation	0.000	0.000	0.000	0.000	0.000	0.000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)*(Continued)*

9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.

Plant Name: *EW Brown* (d)	Plant Name: *Ghent* (e)	Plant Name: *Trimble County* (f)	Line No.
Steam	Steam	Steam	1
Conventional	Conventional	Conventional	2
1957	1973	2011	3
1971	1984	2011	4
757.00	2226.00	679.00	5
691	1983	629	6
6381	7874	6610	7
691	1931	616	8
691	1931	616	9
0	0	0	10
152	223	150	11
2497925000	12505739000	3739167000	12
899869	9842884	6841	13
71892185	133178476	111812888	14
652454449	1785424966	706407294	15
16248543	24361749	3710825	16
741495046	1952808075	821937848	17
979.5179	877.2723	1210.5123	18
1641951	2800352	764086	19
95639381	305446414	83209442	20
0	0	0	21
3835339	10958750	2322167	22
0	0	0	23
0	0	0	24
2054143	3207263	687254	25
1782958	18291193	4029518	26
14923	0	0	27
6183	42716	15	28
1826536	4214753	362954	29
1467413	3560027	674959	30
7892894	23532885	4322061	31
1878784	9260621	585882	32
593895	781034	362968	33
118634400	382096008	97321306	34
0.0475	0.0306	0.0260	35

(d)			(e)			(f)			Line No.
Coal	Oil		Coal	Oil		Coal	Oil		36
tons	barrels		tons	barrels		tons	barrels		37
1194587	13245	0	5904939	22918	0	1637009	35062	0	38
11885	3333	0	11521	3333	0	10703	3333	0	39
77.880	119.625	0.000	52.040	114.641	0.000	45.550	129.030	0.000	40
78.734	119.625	0.000	51.282	114.641	0.000	48.067	129.030	0.000	41
3.312	20.345	0.000	2.226	19.497	0.000	2.246	21.944	0.000	42
0.038	0.000	0.000	0.024	0.000	0.000	0.021	0.000	0.000	43
11367.000	0.000	0.000	10880.000	0.000	0.000	9371.000	0.000	0.000	44

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants) *(Continued)*

9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.

Plant Name: *Paddy's Run 13 CT* (d)			Plant Name: *Trimble County CT* (e)			Plant Name: (f)			Line No.
Combustion Turbine			Combustion Turbine						1
Conventional			Conventional						2
2001			2002						3
2001			2004						4
84.00			784.00			0.00			5
59			611			0			6
95			616			0			7
82			693			0			8
82			693			0			9
0			0			0			10
0			0			0			11
14777000			251719000			0			12
0			19912			0			13
1910329			21745929			0			14
28529970			205034607			0			15
0			0			0			16
30440299			226800448			0			17
362.3845			289.2863			0			18
0			0			0			19
0			0			0			20
0			0			0			21
0			304045			0			22
0			0			0			23
0			0			0			24
1249181			26024705			0			25
0			0			0			26
6179			7422			0			27
0			0			0			28
0			0			0			29
14172			0			0			30
0			0			0			31
648086			506783			0			32
0			0			0			33
1917618			26842955			0			34
0.1298			0.1066			0.0000			35
Gas			Gas						36
mcf			mcf						37
159879	0	0	2983325	0	0	0	0	0	38
1025	0	0	1025	0	0	0	0	0	39
7.777	0.000	0.000	8.723	0.000	0.000	0.000	0.000	0.000	40
7.777	0.000	0.000	8.723	0.000	0.000	0.000	0.000	0.000	41
7.587	0.000	0.000	8.511	0.000	0.000	0.000	0.000	0.000	42
0.084	0.000	0.000	0.103	0.000	0.000	0.000	0.000	0.000	43
11090.000	0.000	0.000	12148.000	0.000	0.000	0.000	0.000	0.000	44

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)*(Continued)*

9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.

Plant Name: (d)	Plant Name: (e)	Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
0	0	0	8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
0	0	0	13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0	0	0	21
0	0	0	22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35

									Line No.
									36
									37
0	0	0	0	0	0	0	0	0	38
0	0	0	0	0	0	0	0	0	39
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	40
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	41
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	42
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	43
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	44

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)*(Continued)*

9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.

Plant Name: (d)	Plant Name: (e)	Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
0	0	0	8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
0	0	0	13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0	0	0	21
0	0	0	22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35

(d)			(e)			(f)			Line No.
									36
									37
0	0	0	0	0	0	0	0	0	38
0	0	0	0	0	0	0	0	0	39
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	40
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	41
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	42
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	43
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	44

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)*(Continued)*

9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.

Plant Name: (d)	Plant Name: (e)	Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
0	0	0	8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
0	0	0	13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0	0	0	21
0	0	0	22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35

(d)			(e)			(f)			Line No.
									36
									37
0	0	0	0	0	0	0	0	0	38
0	0	0	0	0	0	0	0	0	39
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	40
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	41
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	42
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	43
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	44

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

FOOTNOTE DATA

Schedule Page: 402 Line No.: -1 Column: f

Partnership Expenses included in column f:

Line 19	Production Expenses: Oper, Supv, & Engr	$ (191,022)
Line 20	Fuel	(21,168,861)
Line 22	Steam Expenses	(584,234)
Line 25	Electric Expenses	(171,814)
Line 26	Misc Steam Power Expenses	(1,007,380)
Line 28	Allowances	(4)
Line 29	Maintenance Supervision and Engineering	(90,739)
Line 30	Maintenance of Structures	(168,740)
Line 31	Maintenance of Boiler Plant	(1,080,516)
Line 32	Maintenance of Electric Plant	(146,471)
Line 33	Maintenance of Misc Steam Plant	(90,742)

Line 34	Total Production Expenses	$ (24,700,523)
		==============

Schedule Page: 402.1 Line No.: -1 Column: f

Pineville Generating Station is fully retired. However, land and ashpond assets amounting to $1,400,367 remain on the books.

Schedule Page: 402.1 Line No.: 5 Column: c

The Nameplate Rating for Brown CT represents a 47% ownership of unit 5, a 123 MW unit, and 62% ownership of units 6 and 7, which are 177 MW each, for KU. The remaining percentages of units 5, 6 and 7 are owned by LG&E.

Schedule Page: 402.1 Line No.: 5 Column: d

The Nameplate Rating for Paddy's Run 13 CT represents a 47% ownership for KU. Total Nameplate Rating for the unit is 178 MW. The remaining percentage is owned by LG&E.

Schedule Page: 402.1 Line No.: 5 Column: e

The Nameplate Rating for Trimble County CT represents 71% ownership of units 5 and 6 and 63% of units 7, 8, 9 and 10 for KU. The remaining percentages for units 5, 6, 7, 8, 9 and 10 are owned by LG&E. Total Nameplate Ratings for these units are 199 MW per unit.

Schedule Page: 402.1 Line No.: 11 Column: b

No production/operation employees are directly assigned to Haefling turbines. Employees from the Brown Plant operate and maintain the Haefling turbines.

Schedule Page: 402.1 Line No.: 11 Column: c

Employees at the Brown Plant include those assigned to the steam plant and the Brown CT site and are reflected in the Brown Steam Plant statistics.

Schedule Page: 402.1 Line No.: 11 Column: d

No production/operation employees are directly assigned to Paddy's Run turbines. Employees from the LG&E Cane Run Plant operate and maintain the Paddy's Run turbines.

Schedule Page: 402.1 Line No.: 11 Column: e

Employees at the Trimble County Plant include those assigned to the steam plant and the Trimble County CT site and are reflected in the Trimble County steam plant statistics.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants)

1. Large plants are hydro plants of 10,000 Kw or more of installed capacity (name plate ratings)
2. If any plant is leased, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, indicate such facts in a footnote. If licensed project, give project number.
3. If net peak demand for 60 minutes is not available, give that which is available specifying period.
4. If a group of employees attends more than one generating plant, report on line 11 the approximate average number of employees assignable to each plant.

Line No.	Item (a)	FERC Licensed Project No. 0 Plant Name: Dix Dam (b)	FERC Licensed Project No. 0 Plant Name: (c)
1	Kind of Plant (Run-of-River or Storage)	Storage	
2	Plant Construction type (Conventional or Outdoor)	Conventional	
3	Year Originally Constructed	1923	
4	Year Last Unit was Installed	1924	
5	Total installed cap (Gen name plate Rating in MW)	28.00	0.00
6	Net Peak Demand on Plant-Megawatts (60 minutes)	29	0
7	Plant Hours Connect to Load	4,338	0
8	Net Plant Capability (in megawatts)		
9	(a) Under Most Favorable Oper Conditions	24	0
10	(b) Under the Most Adverse Oper Conditions	0	0
11	Average Number of Employees	3	0
12	Net Generation, Exclusive of Plant Use - Kwh	81,629,000	0
13	Cost of Plant		
14	Land and Land Rights	879,312	0
15	Structures and Improvements	616,527	0
16	Reservoirs, Dams, and Waterways	0	0
17	Equipment Costs	27,086,309	0
18	Roads, Railroads, and Bridges	0	0
19	Asset Retirement Costs	57,609	0
20	TOTAL cost (Total of 14 thru 19)	28,639,757	0
21	Cost per KW of Installed Capacity (line 20 / 5)	1,022.8485	0.0000
22	Production Expenses		
23	Operation Supervision and Engineering	7,598	0
24	Water for Power	0	0
25	Hydraulic Expenses	0	0
26	Electric Expenses	0	0
27	Misc Hydraulic Power Generation Expenses	57,700	0
28	Rents	0	0
29	Maintenance Supervision and Engineering	113,239	0
30	Maintenance of Structures	163,161	0
31	Maintenance of Reservoirs, Dams, and Waterways	42,400	0
32	Maintenance of Electric Plant	97,829	0
33	Maintenance of Misc Hydraulic Plant	10,289	0
34	Total Production Expenses (total 23 thru 33)	492,216	0
35	Expenses per net KWh	0.0060	0.0000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants)

1. Large plants are hydro plants of 10,000 Kw or more of installed capacity (name plate ratings)
2. If any plant is leased, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, indicate such facts in a footnote. If licensed project, give project number.
3. If net peak demand for 60 minutes is not available, give that which is available specifying period.
4. If a group of employees attends more than one generating plant, report on line 11 the approximate average number of employees assignable to each plant.

Line No.	Item (a)	FERC Licensed Project No. 0 Plant Name: (b)	FERC Licensed Project No. 0 Plant Name: (c)
1	Kind of Plant (Run-of-River or Storage)		
2	Plant Construction type (Conventional or Outdoor)		
3	Year Originally Constructed		
4	Year Last Unit was Installed		
5	Total installed cap (Gen name plate Rating in MW)	0.00	0.00
6	Net Peak Demand on Plant-Megawatts (60 minutes)	0	0
7	Plant Hours Connect to Load	0	0
8	Net Plant Capability (in megawatts)		
9	(a) Under Most Favorable Oper Conditions	0	0
10	(b) Under the Most Adverse Oper Conditions	0	0
11	Average Number of Employees	0	0
12	Net Generation, Exclusive of Plant Use - Kwh	0	0
13	Cost of Plant		
14	Land and Land Rights	0	0
15	Structures and Improvements	0	0
16	Reservoirs, Dams, and Waterways	0	0
17	Equipment Costs	0	0
18	Roads, Railroads, and Bridges	0	0
19	Asset Retirement Costs	0	0
20	TOTAL cost (Total of 14 thru 19)	0	0
21	Cost per KW of Installed Capacity (line 20 / 5)	0.0000	0.0000
22	Production Expenses		
23	Operation Supervision and Engineering	0	0
24	Water for Power	0	0
25	Hydraulic Expenses	0	0
26	Electric Expenses	0	0
27	Misc Hydraulic Power Generation Expenses	0	0
28	Rents	0	0
29	Maintenance Supervision and Engineering	0	0
30	Maintenance of Structures	0	0
31	Maintenance of Reservoirs, Dams, and Waterways	0	0
32	Maintenance of Electric Plant	0	0
33	Maintenance of Misc Hydraulic Plant	0	0
34	Total Production Expenses (total 23 thru 33)	0	0
35	Expenses per net KWh	0.0000	0.0000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants)

1. Large plants are hydro plants of 10,000 Kw or more of installed capacity (name plate ratings)
2. If any plant is leased, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, indicate such facts in a footnote. If licensed project, give project number.
3. If net peak demand for 60 minutes is not available, give that which is available specifying period.
4. If a group of employees attends more than one generating plant, report on line 11 the approximate average number of employees assignable to each plant.

Line No.	Item (a)	FERC Licensed Project No. 0 Plant Name: (b)	FERC Licensed Project No. 0 Plant Name: (c)
1	Kind of Plant (Run-of-River or Storage)		
2	Plant Construction type (Conventional or Outdoor)		
3	Year Originally Constructed		
4	Year Last Unit was Installed		
5	Total installed cap (Gen name plate Rating in MW)	0.00	0.00
6	Net Peak Demand on Plant-Megawatts (60 minutes)	0	0
7	Plant Hours Connect to Load	0	0
8	Net Plant Capability (in megawatts)		
9	(a) Under Most Favorable Oper Conditions	0	0
10	(b) Under the Most Adverse Oper Conditions	0	0
11	Average Number of Employees	0	0
12	Net Generation, Exclusive of Plant Use - Kwh	0	0
13	Cost of Plant		
14	Land and Land Rights	0	0
15	Structures and Improvements	0	0
16	Reservoirs, Dams, and Waterways	0	0
17	Equipment Costs	0	0
18	Roads, Railroads, and Bridges	0	0
19	Asset Retirement Costs	0	0
20	TOTAL cost (Total of 14 thru 19)	0	0
21	Cost per KW of Installed Capacity (line 20 / 5)	0.0000	0.0000
22	Production Expenses		
23	Operation Supervision and Engineering	0	0
24	Water for Power	0	0
25	Hydraulic Expenses	0	0
26	Electric Expenses	0	0
27	Misc Hydraulic Power Generation Expenses	0	0
28	Rents	0	0
29	Maintenance Supervision and Engineering	0	0
30	Maintenance of Structures	0	0
31	Maintenance of Reservoirs, Dams, and Waterways	0	0
32	Maintenance of Electric Plant	0	0
33	Maintenance of Misc Hydraulic Plant	0	0
34	Total Production Expenses (total 23 thru 33)	0	0
35	Expenses per net KWh	0.0000	0.0000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)

5. The items under Cost of Plant represent accounts or combinations of accounts prescribed by the Uniform System of Accounts. Production Expenses do not include Purchased Power, System control and Load Dispatching, and Other Expenses classified as "Other Power Supply Expenses."
6. Report as a separate plant any plant equipped with combinations of steam, hydro, internal combustion engine, or gas turbine equipment.

FERC Licensed Project No. 0 Plant Name: (d)	FERC Licensed Project No. 0 Plant Name: (e)	FERC Licensed Project No. 0 Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
			8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
			13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0.0000	0.0000	0.0000	21
			22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)

5. The items under Cost of Plant represent accounts or combinations of accounts prescribed by the Uniform System of Accounts. Production Expenses do not include Purchased Power, System control and Load Dispatching, and Other Expenses classified as "Other Power Supply Expenses."
6. Report as a separate plant any plant equipped with combinations of steam, hydro, internal combustion engine, or gas turbine equipment.

FERC Licensed Project No. 0 Plant Name: (d)	FERC Licensed Project No. 0 Plant Name: (e)	FERC Licensed Project No. 0 Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
			8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
			13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0.0000	0.0000	0.0000	21
			22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)

5. The items under Cost of Plant represent accounts or combinations of accounts prescribed by the Uniform System of Accounts. Production Expenses do not include Purchased Power, System control and Load Dispatching, and Other Expenses classified as "Other Power Supply Expenses."
6. Report as a separate plant any plant equipped with combinations of steam, hydro, internal combustion engine, or gas turbine equipment.

FERC Licensed Project No. 0 Plant Name: (d)	FERC Licensed Project No. 0 Plant Name: (e)	FERC Licensed Project No. 0 Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
			8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
			13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0.0000	0.0000	0.0000	21
			22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

PUMPED STORAGE GENERATING PLANT STATISTICS (Large Plants)

1. Large plants and pumped storage plants of 10,000 Kw or more of installed capacity (name plate ratings)
2. If any plant is leased, operating under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, indicate such facts in a footnote. Give project number.
3. If net peak demand for 60 minutes is not available, give the which is available, specifying period.
4. If a group of employees attends more than one generating plant, report on line 8 the approximate average number of employees assignable to each plant.
5. The items under Cost of Plant represent accounts or combinations of accounts prescribed by the Uniform System of Accounts. Production Expenses do not include Purchased Power System Control and Load Dispatching, and Other Expenses classified as "Other Power Supply Expenses."

Line No.	Item (a)	FERC Licensed Project No. Plant Name: (b)
1	Type of Plant Construction (Conventional or Outdoor)	
2	Year Originally Constructed	
3	Year Last Unit was Installed	
4	Total installed cap (Gen name plate Rating in MW)	
5	Net Peak Demaind on Plant-Megawatts (60 minutes)	
6	Plant Hours Connect to Load While Generating	
7	Net Plant Capability (in megawatts)	
8	Average Number of Employees	
9	Generation, Exclusive of Plant Use - Kwh	
10	Energy Used for Pumping	
11	Net Output for Load (line 9 - line 10) - Kwh	
12	Cost of Plant	
13	Land and Land Rights	
14	Structures and Improvements	
15	Reservoirs, Dams, and Waterways	
16	Water Wheels, Turbines, and Generators	
17	Accessory Electric Equipment	
18	Miscellaneous Powerplant Equipment	
19	Roads, Railroads, and Bridges	
20	Asset Retirement Costs	
21	Total cost (total 13 thru 20)	
22	Cost per KW of installed cap (line 21 / 4)	
23	Production Expenses	
24	Operation Supervision and Engineering	
25	Water for Power	
26	Pumped Storage Expenses	
27	Electric Expenses	
28	Misc Pumped Storage Power generation Expenses	
29	Rents	
30	Maintenance Supervision and Engineering	
31	Maintenance of Structures	
32	Maintenance of Reservoirs, Dams, and Waterways	
33	Maintenance of Electric Plant	
34	Maintenance of Misc Pumped Storage Plant	
35	Production Exp Before Pumping Exp (24 thru 34)	
36	Pumping Expenses	
37	Total Production Exp (total 35 and 36)	
38	Expenses per KWh (line 37 / 9)	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

PUMPED STORAGE GENERATING PLANT STATISTICS (Large Plants) (Continued)

6. Pumping energy (Line 10) is that energy measured as input to the plant for pumping purposes.
7. Include on Line 36 the cost of energy used in pumping into the storage reservoir. When this item cannot be accurately computed leave Lines 36, 37 and 38 blank and describe at the bottom of the schedule the company's principal sources of pumping power, the estimated amounts of energy from each station or other source that individually provides more than 10 percent of the total energy used for pumping, and production expenses per net MWH as reported herein for each source described. Group together stations and other resources which individually provide less than 10 percent of total pumping energy. If contracts are made with others to purchase power for pumping, give the supplier contract number, and date of contract.

FERC Licensed Project No. Plant Name: (c)	FERC Licensed Project No. Plant Name: (d)	FERC Licensed Project No. Plant Name: (e)	Line No.
			1
			2
			3
			4
			5
			6
			7
			8
			9
			10
			11
			12
			13
			14
			15
			16
			17
			18
			19
			20
			21
			22
			23
			24
			25
			26
			27
			28
			29
			30
			31
			32
			33
			34
			35
			36
			37
			38

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

GENERATING PLANT STATISTICS (Small Plants)

1. Small generating plants are steam plants of, less than 25,000 Kw; internal combustion and gas turbine-plants, conventional hydro plants and pumped storage plants of less than 10,000 Kw installed capacity (name plate rating). 2. Designate any plant leased from others, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, and give a concise statement of the facts in a footnote. If licensed project, give project number in footnote.

Line No.	Name of Plant (a)	Year Orig. Const. (b)	Installed Capacity Name Plate Rating (In MW) (c)	Net Peak Demand MW (60 min.) (d)	Net Generation Excluding Plant Use (e)	Cost of Plant (f)
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
44						
45						
46						

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

GENERATING PLANT STATISTICS (Small Plants) (Continued)

3. List plants appropriately under subheadings for steam, hydro, nuclear, internal combustion and gas turbine plants. For nuclear, see instruction 11, Page 403. 4. If net peak demand for 60 minutes is not available, give the which is available, specifying period. 5. If any plant is equipped with combinations of steam, hydro internal combustion or gas turbine equipment, report each as a separate plant. However, if the exhaust heat from the gas turbine is utilized in a steam turbine regenerative feed water cycle, or for preheated combustion air in a boiler, report as one plant.

Plant Cost (Incl Asset Retire. Costs) Per MW (g)	Operation Exc'l. Fuel (h)	Production Expenses: Fuel (i)	Production Expenses: Maintenance (j)	Kind of Fuel (k)	Fuel Costs (in cents (per Million Btu) (l)	Line No.
						1
						2
						3
						4
						5
						6
						7
						8
						9
						10
						11
						12
						13
						14
						15
						16
						17
						18
						19
						20
						21
						22
						23
						24
						25
						26
						27
						28
						29
						30
						31
						32
						33
						34
						35
						36
						37
						38
						39
						40
						41
						42
						43
						44
						45
						46

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

TRANSMISSION LINE STATISTICS

1. Report information concerning transmission lines, cost of lines, and expenses for year. List each transmission line having nominal voltage of 132 kilovolts or greater. Report transmission lines below these voltages in group totals only for each voltage.
2. Transmission lines include all lines covered by the definition of transmission system plant as given in the Uniform System of Accounts. Do not report substation costs and expenses on this page.
3. Report data by individual lines for all voltages if so required by a State commission.
4. Exclude from this page any transmission lines for which plant costs are included in Account 121, Nonutility Property.
5. Indicate whether the type of supporting structure reported in column (e) is: (1) single pole wood or steel; (2) H-frame wood, or steel poles; (3) tower; or (4) underground construction If a transmission line has more than one type of supporting structure, indicate the mileage of each type of construction by the use of brackets and extra lines. Minor portions of a transmission line of a different type of construction need not be distinguished from the remainder of the line.
6. Report in columns (f) and (g) the total pole miles of each transmission line. Show in column (f) the pole miles of line on structures the cost of which is reported for the line designated; conversely, show in column (g) the pole miles of line on structures the cost of which is reported for another line. Report pole miles of line on leased or partly owned structures in column (g). In a footnote, explain the basis of such occupancy and state whether expenses with respect to such structures are included in the expenses reported for the line designated.

Line No.	DESIGNATION		VOLTAGE (KV) (Indicate where other than 60 cycle, 3 phase)		Type of Supporting Structure	LENGTH (Pole miles) (In the case of underground lines report circuit miles)		Number Of Circuits
	From (a)	To (b)	Operating (c)	Designed (d)	(e)	On Structure of Line Designated (f)	On Structures of Another Line (g)	(h)
1	Pocket	Pineville	500.00	500.00	ST	35.48		
2	Pocket	Phipps Bend	500.00	500.00	ST	21.39		
3								
4	Ghent Plant	Brown North	345.00	345.00	ST	113.87		
5	Ghent Plant	Batesville	345.00	345.00	ST	7.80		
6	Brown Plant	Elmer Smith	345.00	345.00	HF &ST	171.06		
7	Brown North	K.U. Park	345.00	345.00	ST	102.47		2
8	Grahamville	DOE	161.00	161.00	SP	1.69		
9	Green River	AEC Buss	161.00	161.00	HF,ST & WP	181.40		
10	Green River	Morganfield	161.00	161.00	HF & WP	55.38		
11	Elihu	Dorchester	161.00	161.00	HF & ST	86.06		
12	Lake Reba	Dorchester	161.00	161.00	HF & ST	99.15		1
13	Pineville	Harlan	161.00	161.00	HF & WP	48.34		
14	Pineville 149	Pineville 192	161.00	161.00	HF	0.12		1
15	East Ky. Power	Taylor County	161.00	161.00	SP	3.97		1
16	Imboden	Harlan	161.00	161.00	HF,SP,WP,ST	43.82		
17								
18	Ghent Plant	Brown Plant	138.00	138.00	ST	90.47		
19	Brown Plant	Green River	138.00	138.00	HF,SP & ST	169.18		
20	Kenton	Rodburn	138.00	138.00	HF	45.74		1
21	Green River	Brown North	138.00	138.00	HF & ST	166.58		
22	Fawkes	Rodburn	138.00	138.00	HF,ST & WP	64.52		1
23	Clifty Creek	Carrollton	138.00	138.00	HF,SP,ST,WP	144.71		
24	Brown Plant	Lake Reba	138.00	138.00	HF	29.44		1
25	Brown Plant	Haefling	138.00	138.00	HF,SP,ST,WP	29.32		
26	Ghent Plant	Kenton Station	138.00	138.00	HF & WF	72.78		1
27	Ghent Plant	Adams	138.00	138.00	HF,SP & ST	56.77		
28	Hardin County	Rogersville	138.00	138.00	HF	10.24		1
29	Virginia City	Clinch River (AEP Int. Pt)	138.00	138.00	HF	7.89		1
30	69KV Lines		69.00	69.00	Various	2,218.75		
31								
32								
33								
34	Exp Applicable to All Lines							
35								
36					TOTAL	4,078.39		11

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

TRANSMISSION LINE STATISTICS (Continued)

7. Do not report the same transmission line structure twice. Report Lower voltage Lines and higher voltage lines as one line. Designate in a footnote if you do not include Lower voltage lines with higher voltage lines. If two or more transmission line structures support lines of the same voltage, report the pole miles of the primary structure in column (f) and the pole miles of the other line(s) in column (g)
8. Designate any transmission line or portion thereof for which the respondent is not the sole owner. If such property is leased from another company, give name of lessor, date and terms of Lease, and amount of rent for year. For any transmission line other than a leased line, or portion thereof, for which the respondent is not the sole owner but which the respondent operates or shares in the operation of, furnish a succinct statement explaining the arrangement and giving particulars (details) of such matters as percent ownership by respondent in the line, name of co-owner, basis of sharing expenses of the Line, and how the expenses borne by the respondent are accounted for, and accounts affected. Specify whether lessor, co-owner, or other party is an associated company.
9. Designate any transmission line leased to another company and give name of Lessee, date and terms of lease, annual rent for year, and how determined. Specify whether lessee is an associated company.
10. Base the plant cost figures called for in columns (j) to (l) on the book cost at end of year.

Size of Conductor and Material (i)	COST OF LINE (Include in Column (j) Land, Land rights, and clearing right-of-way)			EXPENSES, EXCEPT DEPRECIATION AND TAXES				Line No.
	Land (j)	Construction and Other Costs (k)	Total Cost (l)	Operation Expenses (m)	Maintenance Expenses (n)	Rents (o)	Total Expenses (p)	
954mcm	1,385,561	15,459,178	16,844,739					1
954mcm	280,371	7,950,059	8,230,430					2
								3
795mcm	2,495,681	16,990,017	19,485,698					4
954mcm	437,159	6,003,194	6,440,353					5
954mcm	1,615,764	17,774,802	19,390,566					6
954mcm	1,111,580	21,484,538	22,596,118					7
1272mcm		2,444,040	2,444,040					8
556mcm	1,284,447	14,075,955	15,360,402					9
556mcm	268,660	2,065,603	2,334,263					10
556mcm	270,147	4,140,756	4,410,903					11
556mcm	559,988	4,757,149	5,317,137					12
795mcm	300,849	6,242,117	6,542,966					13
954mcm		14,306	14,306					14
556mcm	261,988	307,188	569,176					15
795mcm	84,143	4,697,455	4,781,598					16
								17
954mcm	419,701	5,837,035	6,256,736					18
556mcm	381,153	12,811,298	13,192,451					19
397mcm	98,119	1,298,430	1,396,549					20
795mcm	732,413	66,178,781	66,911,194					21
556mcm	579,168	2,233,650	2,812,818					22
795mcm	891,092	15,217,694	16,108,786					23
556mcm	80,240	1,215,179	1,295,419					24
795mcm	191,989	4,967,477	5,159,466					25
795mcm	446,861	5,438,171	5,885,032					26
795mcm	245,501	5,190,941	5,436,442					27
795mcm	245,093	953,484	1,198,577					28
795mcm	344,137	4,788,455	5,132,592					29
Various	8,294,395	156,619,227	164,913,622					30
								31
								32
								33
				466,728	4,736,339	97,338	5,300,405	34
								35
	23,306,200	407,156,179	430,462,379	466,728	4,736,339	97,338	5,300,405	36

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 422 Line No.: 1 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 2 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 4 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 5 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 6 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 9 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 10 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 11 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 13 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 16 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 18 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 19 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 21 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 23 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 25 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 27 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 30 Column: h
Contains both single and double circuitry.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

TRANSMISSION LINES ADDED DURING YEAR

1. Report below the information called for concerning Transmission lines added or altered during the year. It is not necessary to report minor revisions of lines.
2. Provide separate subheadings for overhead and under- ground construction and show each transmission line separately. If actual costs of competed construction are not readily available for reporting columns (l) to (o), it is permissible to report in these columns the

Line No.	LINE DESIGNATION From (a)	LINE DESIGNATION To (b)	Line Length in Miles (c)	SUPPORTING STRUCTURE Type (d)	SUPPORTING STRUCTURE Average Number per Miles (e)	CIRCUITS PER STRUCTURE Present (f)	CIRCUITS PER STRUCTURE Ultimate (g)
1	Grahamville	DOE 161kv	1.69	SP	6.00	1	
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
29							
30							
31							
32							
33							
34							
35							
36							
37							
38							
39							
40							
41							
42							
43							
44	TOTAL		1.69		6.00	1	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

TRANSMISSION LINES ADDED DURING YEAR (Continued)

costs. Designate, however, if estimated amounts are reported. Include costs of Clearing Land and Rights-of-Way, and Roads and Trails, in column (l) with appropriate footnote, and costs of Underground Conduit in column (m).
3. If design voltage differs from operating voltage, indicate such fact by footnote; also where line is other than 60 cycle, 3 phase, indicate such other characteristic.

CONDUCTORS			Voltage	LINE COST					Line
Size (h)	Specification (i)	Configuration and Spacing (j)	KV (Operating) (k)	Land and Land Rights (l)	Poles, Towers and Fixtures (m)	Conductors and Devices (n)	Asset Retire. Costs (o)	Total (p)	No.
1272mcm			161,000			2,444,040		2,444,040	1
									2
									3
									4
									5
									6
									7
									8
									9
									10
									11
									12
									13
									14
									15
									16
									17
									18
									19
									20
									21
									22
									23
									24
									25
									26
									27
									28
									29
									30
									31
									32
									33
									34
									35
									36
									37
									38
									39
									40
									41
									42
									43
						2,444,040		2,444,040	44

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	A. O. Smith - Mt. Sterling	Transmission*	69.00	12.47	
2	Adams - Georgetown	Transmission*	138.00	69.00	13.20
3	Alcade - Somerset	Transmission*	345.00	161.00	13.20
4	American Ave. - Lexington	Transmission*	138.00	69.00	13.20
5	Arnold - Cumberland	Transmission*	161.00	69.00	13.20
6	Artemus - Pineville	Transmission*	161.00	69.00	13.20
7	Bardstown- Campellsville	Transmission*	138.00	69.00	13.20
8	Bardstown City- Campbellsville	Transmission*	69.00	12.47	
9	Barlow	Transmission*	69.00	12.47	
10	Beattyville - Richmond	Transmission*	161.00	69.00	13.20
11	Bimble	Transmission*	69.00		
12	Blackwell	Transmission*	138.00		
13	Bond-Coeburn	Transmission*	69.00	12.47	
14	Bonds Mill	Transmission*	69.00		
15	Bonnieville - Horse Cave	Transmission*	138.00	69.00	13.20
16	Boone Ave. - Winchester	Transmission*	69.00	12.47	
17	Boonesboro North - Winchester	Transmission*	138.00	69.00	13.20
18	Boyle County	Transmission*	69.00		
19	Broadhead SW	Transmission*	69.00		
20	Bromley	Transmission*	69.00	12.47	
21	Brown CT - Harrodsburg	Transmission*	138.00		
22	Brown North - Harrodsburg	Transmission*	345.00	138.00	13.20
23	Brown North - Harrodsburg	Transmission*	144.00	24.00	
24	Brown Plant - Harrodsburg	Transmission*	138.00	13.20	
25	Brown Plant - Harrodsburg	Transmission*	138.00	17.10	
26	Carntown - Augusta	Transmission*	138.00	69.00	13.20
27	Carrollton - Carrollton	Transmission*	138.00	69.00	13.20
28	Cary SW	Transmission*	69.00		
29	Clark County - Winchester	Transmission*	138.00	69.00	13.20
30	Clinton	Transmission*	69.00		
31	Coleman Road - McCracken Co	Transmission*	161.00		
32	Corydon - Henderson	Transmission*	161.00	69.00	13.20
33	Crittendon County - Marion	Transmission*	161.00	69.00	13.20
34	Cynthiana SW	Transmission*	69.00		
35	Danville North - Danville	Transmission*	138.00	69.00	13.20
36	Daviess County	Transmission*	345.00		
37	Delvinta	Transmission*	161.00		
38	Dix Dam Plant - Harrodsburg	Transmission*	69.00	13.20	
39	Dow Corning West	Transmission*	138.00		
40	Dorchester - Norton	Transmission*	161.00	69.00	13.20

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	Earlington North - Earlington	Transmission*	161.00	69.00	13.20
2	East Frankfort - Frankfort	Transmission*	138.00	69.00	13.20
3	Elihu - Somerset	Transmission*	161.00	69.00	13.20
4	Elizabethtown - Elizabethtown	Transmission*	138.00	69.00	13.20
5	Eminence	Transmission*	69.00		
6	Evarts	Transmission*	69.00		
7	Farley - Corbin	Transmission*	161.00	69.00	13.20
8	Farmers - Morehead	Transmission*	80.00	40.00	13.20
9	Fawkes - Richmond	Transmission*	138.00	69.00	13.20
10	Finchville	Transmission*	69.00		
11	FMC - Lexington	Transmission*	69.00	12.47	
12	Ghent Plant - Carrollton	Transmission*	345.00	138.00	
13	Ghent Plant - Carrollton	Transmission*	345.00	138.00	25.00
14	Goddard	Transmission*	138.00		
15	Gorge SW	Transmission*	69.00		
16	Grahamville - Barlow	Transmission*	161.00	69.00	13.20
17	Green River Plant - Greenville	Transmission*	138.00	69.00	13.20
18	Green River Plant - Greenville	Transmission*	154.00	138.00	13.20
19	Green River Plant - Greenville	Transmission*	161.00	138.00	13.20
20	Green River Steel - Greenville	Transmission*	138.00	69.00	13.20
21	Haefling - Lexington	Transmission*	138.00	69.00	13.20
22	Hardin County - Elizabethtown	Transmission*	345.00	138.00	13.20
23	Hardin County - Elizabethtown	Transmission*	138.00	69.00	13.20
24	Hardinsburg - Hardinsburg	Transmission*	138.00		
25	Harlan "Y" - Harlan	Transmission*	161.00	69.00	13.20
26	Higby Mill - Lexington	Transmission*	138.00	69.00	13.20
27	Hillside	Transmission*	69.00		
28	Howards Branch	Transmission*	161.00		
29	Hughes Lane - Lexington	Transmission*	69.00	12.47	
30	Imboden - Big Stone Gap	Transmission*	161.00	69.00	13.20
31	Indian Hill	Transmission*	69.00		
32	Kenton - Maysville	Transmission*	132.00	69.00	13.20
33	Kenton - Maysville	Transmission*	138.00	69.00	13.20
34	KU Park - Pineville	Transmission*	69.00		
35	LaGrange East	Transmission*	69.00	12.47	
36	Lake Reba - Richmond	Transmission*	138.00	69.00	13.20
37	Lake Reba Tap - Richmond	Transmission*	161.00	138.00	6.60
38	Lancaster	Transmission*	69.00		
39	Lansdowne - Lexington	Transmission*	138.00	69.00	13.20
40	Lebanon - Lebanon	Transmission*	80.00	40.00	13.20

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	Lebanon City	Transmission*	69.00	12.47	
2	Leitchfield - Leitchfield	Transmission*	138.00	69.00	13.20
3	Leitchfield East	Transmission*	69.00	12.47	
4	Lexington Plant - Lexington	Transmission*	69.00		
5	Livingston County	Transmission*	161.00		
6	London - London	Transmission*	69.00		
7	Loudon Ave - Lexington	Transmission*	138.00	69.00	13.20
8	Lynch - Harlan	Transmission*	69.00		
9	Manchester	Transmission*	69.00	12.47	
10	Marion	Transmission*	69.00		
11	Meldrum SW	Transmission*	69.00		
12	Middlesboro - Middlesboro	Transmission*	69.00		
13	Millersburg - Millersburg	Transmission*	69.00		
14	Morganfield - Morganfield	Transmission*	161.00	69.00	13.20
15	Mt. Vernon - Mt. Vernon	Transmission*	69.00		
16	N.A.S.	Transmission*	345.00	138.00	
17	Nebo - Nebo	Transmission*	69.00		
18	North London -London	Transmission*	69.00		
19	North Princeton - Princeton	Transmission*	161.00		
20	Ohio County - Beaver Dam	Transmission*	138.00	69.00	13.20
21	Paducah Primary - Paducah	Transmission*	161.00		
22	Paris	Transmission*	138.00	69.00	13.20
23	Pineville - Pineville	Transmission*	345.00	161.00	13.20
24	Pineville - Pineville	Transmission*	500.00	345.00	34.50
25	Pineville - Pineville	Transmission*	161.00	69.00	13.20
26	Pineville SW - Pineville	Transmission*	161.00		
27	Pisgah - Lexington	Transmission*	138.00	69.00	13.20
28	Pittsburg - London	Transmission*	161.00	69.00	13.20
29	Pocket - Pennington Gap	Transmission*	161.00	69.00	13.20
30	Pocket North - Pennington Gap	Transmission*	500.00	161.00	
31	Princeton - Princeton	Transmission*	69.00		
32	Richmond - Richmond	Transmission*	69.00		
33	River Queen - Muhlenberg	Transmission*	161.00	69.00	13.20
34	Rocky Branch	Transmission*	69.00		
35	Rodburn - Morehead	Transmission*	138.00	69.00	13.20
36	Rogersville - Radcliff	Transmission*	138.00	69.00	13.20
37	Scott County	Transmission*	138.00	69.00	13.20
38	Shelbyville - Shelbyville	Transmission*	69.00		
39	Simmons	Transmission*	69.00		
40	Somerset N - Somerset	Transmission*	69.00		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	South Paducah	Transmission*	161.00	69.00	13.20
2	Spears SW	Transmission*	69.00		
3	Spencer Road - Mt. Sterling	Transmission*	138.00	69.00	13.20
4	St. Paul	Transmission*	69.00	12.47	
5	Sweet Hollow	Transmission*	69.00		
6	Taylor County - Campellsville	Transmission*	161.00	69.00	13.20
7	Tyrone - Versailles	Transmission*	138.00	69.00	13.20
8	UK Medical Center - Lexington	Transmission*	69.00		
9	Versailles Bypass - Versailles	Transmission*	69.00	12.47	
10	Virginia City - Norton	Transmission*	138.00	69.00	13.20
11	Walker - Earlington	Transmission*	161.00	69.00	13.20
12	West Cliff - Harrodsburg	Transmission*	138.00	69.00	13.20
13	West Frankfort - Shelbyville	Transmission*	345.00	138.00	13.20
14	West Frankfort - Shelbyville	Transmission*	138.00	69.00	13.20
15	West Garrard - Lancaster	Transmission*	345.00		
16	West Irvine - Irvine	Transmission*	161.00	69.00	13.20
17	West Lexington - Lexington	Transmission*	345.00	138.00	13.20
18	Wheatcroft	Transmission*	69.00		
19	Wickliffe - Barlow	Transmission*	161.00	69.00	13.20
20	Williamsburg SW	Transmission*	69.00		
21	Winchester City	Transmission*	69.00		
22	Wofford	Transmission*	69.00		
23	Total Transmission		19553.00	6394.08	937.30
24					
25	A.O. Smith - Mt. Sterling	Distribution*	69.00	12.47	
26	Adams 12KV	Distribution*	69.00	34.50	
27	Airgas 13.8KV	Distribution*	138.00	13.80	
28	Aisin 12KV	Distribution*	69.00	12.47	
29	Alexander - Versailles	Distribution*	69.00	12.47	
30	American Ave. - Lexington	Distribution*	69.00	4.16	
31	Andover - Norton	Distribution*	69.00	34.50	
32	Ashland Ave. - Lexington	Distribution*	69.00	4.16	
33	Ashland Pipe - Lexington	Distribution*	69.00	12.47	
34	Augusta 12KV	Distribution*	69.00	12.47	
35	Bardstown City 12KV	Distribution*	69.00	12.47	
36	Bardstown Ind. 12KV	Distribution*	69.00	12.47	
37	Beaver Dam - Beaver Dam	Distribution*	69.00	12.47	
38	Beaver Dam North - Beaver Dam	Distribution*	69.00	12.47	
39	Belt Line - Lexington	Distribution*	69.00	12.47	
40	Bevier - Earlington	Distribution*	69.00	34.50	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	Big Stone Gap - Big Stone Gap	Distribution*	69.00	12.47	
2	Bond - Coeburn	Distribution*	69.00	12.47	
3	Boone Ave. - Winchester	Distribution*	69.00	12.47	
4	Borg Warner - Earlington	Distribution*	69.00	12.47	
5	Bryant Road - Lexington	Distribution*	69.00	12.47	
6	Buchanan - Lexington	Distribution*	69.00	4.16	
7	Buena Vista 12KV	Distribution*	69.00	12.47	
8	Burnside - Somerset	Distribution*	69.00	12.47	
9	Camargo - Mt. Sterling	Distribution*	69.00	12.47	
10	Camp Breckinridge	Distribution*	69.00	12.47	
11	Campbellsville 1 - Campbellsville	Distribution*	69.00	12.47	
12	Campbellsville 2 - Campbellsville	Distribution*	69.00	12.47	
13	Carntown - Augusta	Distribution*	69.00	12.47	
14	Caron - London	Distribution*	69.00	12.47	
15	Carrollton - Carrollton	Distribution*	69.00	12.47	
16	Cawood - Harlan	Distribution*	69.00	12.47	
17	Clay Mills - Lexington	Distribution*	138.00	12.47	
18	Clinch Valley - Norton	Distribution*	69.00	12.47	
19	Columbia - Columbia	Distribution*	69.00	12.47	
20	Columbia South - Columbia	Distribution*	69.00	12.47	
21	Corbin East - Corbin	Distribution*	69.00	12.47	
22	Corning 12KV	Distribution*	69.00	12.47	
23	Corporate Drive 2 - 12KV	Distribution*	69.00	12.47	
24	Cynthiana 12KV	Distribution*	69.00	12.47	
25	Cynthiana South 12KV	Distribution*	67.00	12.47	
26	Danville 1 - Danville	Distribution*	69.00	12.47	
27	Danville East - Danville	Distribution*	69.00	12.47	
28	Danville Ind. - Danville	Distribution*	69.00	12.47	
29	Danville North - Danville	Distribution*	69.00	12.47	
30	Danville West - Danville	Distribution*	69.00	12.47	
31	Dark Hollow - Richmond	Distribution*	69.00	12.47	
32	Dawson Ind. - Earlington	Distribution*	69.00	4.16	
33	Days Branch 12KV	Distribution*	69.00	12.47	
34	Dayton - Walther - Carrollton	Distribution*	138.00	12.47	
35	Delaplain - Georgetown	Distribution*	69.00	13.80	
36	Denham Street - Somerset	Distribution*	69.00	12.47	
37	Detroit Harvester - Paris	Distribution*	69.00	12.47	
38	Donerail - Lexington	Distribution*	69.00	12.47	
39	Dorchester - Norton	Distribution*	69.00	22.00	
40	Dow Corning - Carrollton	Distribution*	69.00	12.47	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	Dozier Heights 12KV	Distribution*	69.00	12.47	
2	Earlington - Earlington	Distribution*	69.00	34.50	
3	East Bernstadt - London	Distribution*	69.00	12.47	
4	East Stone - Big Stone Gap	Distribution*	69.00	12.47	
5	Eastland - Lexington	Distribution*	69.00	12.47	
6	Elizabethtown Industrial - Elizabethtown	Distribution*	69.00	12.47	
7	Eminence - Shelbyville	Distribution*	69.00	12.47	
8	Esserville - Norton	Distribution*	69.00	12.47	
9	Etown #2 - Elizabethtown	Distribution*	69.00	12.47	
10	Etown #3 - Elizabethtown	Distribution*	69.00	12.47	
11	Etown #4 - Elizabethtown	Distribution*	69.00	12.47	
12	Etown #5 East - Elizabethtown	Distribution*	69.00	12.47	
13	Etown West - Elizabethtown	Distribution*	69.00	12.47	
14	Ewington - Mt. Sterling	Distribution*	69.00	12.47	
15	Fairfield - Fairfield	Distribution*	69.00	12.47	
16	Ferguson South - Somerset	Distribution*	69.00	12.47	
17	Florida Tile - Lawrenceburg	Distribution*	69.00	12.47	
18	FMC - Lexington	Distribution*	69.00	12.47	
19	Forks of Elkhorn - Georgetown	Distribution*	34.50	12.47	
20	Frankfort - Frankfort	Distribution*	69.00	34.50	
21	GE Lamp Works - Lexington	Distribution*	69.00	4.16	
22	Georgetown - Georgetown	Distribution*	69.00	12.47	
23	Ghent Scrubbers 12KV	Distribution*	138.00	13.20	
24	Green River Steel 2 12KV	Distribution*	69.00	12.47	
25	Green River 34KV	Distribution*	69.00	34.50	
26	Greensburg - Campellsville	Distribution*	69.00	12.47	
27	Greenville 12KV - Muhlenburg	Distribution*	69.00	12.47	
28	Greenville North - Muhlenburg	Distribution*	69.00	12.47	
29	Haefling - Lexington	Distribution*	138.00	12.47	
30	Haley - Lexington	Distribution*	69.00	12.47	
31	Hamblin - Pennington Gap	Distribution*	69.00	12.47	
32	Hanson - Earlington	Distribution*	69.00	12.47	
33	Hardesty - Earlington	Distribution*	69.00	34.50	
34	Harlan - Harlan	Distribution*	69.00	12.47	
35	Harlan Wye - Harlan	Distribution*	69.00	12.47	
36	Harrodsburg #2 - Harrodsburg	Distribution*	69.00	12.47	
37	Harrodsburg #3 - Harrodsburg	Distribution*	69.00	12.47	
38	Harrodsburg North 12KV	Distribution*	69.00	12.47	
39	Higby Mill 12KV - Lexington	Distribution*	138.00	12.47	
40	Highsplint - Harlan	Distribution*	69.00	12.47	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	Hodgenville 12KV	Distribution*	69.00	12.47	
2	Hoover 12KV - Georgetown	Distribution*	69.00	12.47	
3	Hopewell - Corbin	Distribution*	69.00	12.47	
4	Horse Cave 12KV	Distribution*	69.00	12.47	
5	Horse Cave Industrial - Horse Cave	Distribution*	69.00	12.47	
6	Hughes Lane - Lexington	Distribution*	69.00	12.47	
7	IBM - Lexington	Distribution*	69.00	12.47	
8	IBM North 12KV	Distribution*	138.00	12.47	
9	Imboden - Norton	Distribution*	69.00	34.50	
10	Innovation Drive	Distribution*	138.00	12.47	
11	Irvine - Richmond	Distribution*	69.00	12.47	
12	Joyland - Lexington	Distribution*	69.00	12.47	
13	Kawneer - Cynthiana	Distribution*	69.00	12.47	
14	Kenton - Maysville	Distribution*	69.00	12.47	
15	Kentucky River 4KV	Distribution*	69.00	4.16	
16	LaGrange East	Distribution*	69.00	12.47	
17	LaGrange - Penal - LaGrange	Distribution*	69.00	12.47	
18	Lakeshore - Lexington	Distribution*	69.00	12.47	
19	Lancaster - Danville	Distribution*	69.00	4.16	
20	Lansdowne - Lexington	Distribution*	69.00	12.47	
21	Lawrenceburg - Lawrenceburg	Distribution*	69.00	12.47	
22	Lebanon - Lebanon	Distribution*	69.00	12.47	
23	Lebanon East	Distribution*	69.00	12.47	
24	Lebanon South 12KV - Lebanon	Distribution*	69.00	12.47	
25	Lebanon Junction 12KV	Distribution*	69.00	12.47	
26	Lebanon West 12KV	Distribution*	138.00	12.47	
27	Leitchfield 12KV - Leitchfield	Distribution*	69.00	12.47	
28	Leitchfield East - Leitchfield	Distribution*	69.00	12.47	
29	Lemons Mill - Georgetown	Distribution*	69.00	12.47	
30	Lexington Water Company	Distribution*	69.00	12.47	
31	Lexington 4KV - Lexington	Distribution*	69.00	4.16	
32	Liberty - Liberty	Distribution*	69.00	12.47	
33	Liberty Road - Lexington	Distribution*	69.00	12.47	
34	London - London	Distribution*	69.00	12.47	
35	Loudon Ave. - Lexington	Distribution*	138.00	12.47	
36	Madisonville GE 12KV	Distribution*	69.00	12.47	
37	Madisonville HP 12KV	Distribution*	69.00	12.47	
38	Madisonville North 4KV	Distribution*	69.00	4.16	
39	Madisonville West 12KV	Distribution*	69.00	12.47	
40	Madisonville East 12KV	Distribution*	69.00	12.47	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	Manchester South	Distribution*	69.00	12.47	
2	Marion South - Marion	Distribution*	69.00	12.47	
3	Maysville Mid - Maysville	Distribution*	69.00	4.16	
4	McCoy Avenue 12KV	Distribution*	69.00	12.47	
5	McKee Road 12KV	Distribution*	69.00	12.47	
6	Meldrum - Middlesboro	Distribution*	69.00	12.47	
7	Metal & Thermit - Carrollton	Distribution*	69.00	12.47	
8	Middlesboro #1 12KV	Distribution*	69.00	12.47	
9	Middlesboro #2 12KV	Distribution*	69.00	12.47	
10	Midway - Versailles	Distribution*	138.00	12.47	
11	Minor Farm 12KV	Distribution*	69.00	12.47	
12	Morehead - Morehead	Distribution*	69.00	12.47	
13	Morganfield Industrial - Morganfield	Distribution*	69.00	12.47	
14	Mt. Sterling - Mt. Sterling	Distribution*	69.00	12.47	
15	Mt. Vernon - Mt. Vernon	Distribution*	69.00	12.47	
16	Muhlenburg Prison - Muhlenburg	Distribution*	69.00	12.47	
17	Newtown 12KV	Distribution*	69.00	12.47	
18	Norton East - Norton	Distribution*	69.00	12.47	
19	Nortonville	Distribution*	34.50	12.47	
20	Oakhill - Earlington	Distribution*	69.00	34.50	
21	Okonite - Richmond	Distribution*	69.00	12.47	
22	Owingsville 12KV	Distribution*	69.00	12.47	
23	Oxford - Georgetown	Distribution*	69.00	12.47	
24	Paris - Paris	Distribution*	69.00	12.47	
25	Parker Seal 12KV - Winchester	Distribution*	69.00	12.47	
26	Parkers Mill 12KV	Distribution*	69.00	12.47	
27	Pepper Pike 12KV - Georgetown	Distribution*	34.50	12.47	
28	Picadome 12KV - Lexington	Distribution*	69.00	12.47	
29	Pineville 12KV	Distribution*	69.00	12.47	
30	Pocket - Norton	Distribution*	69.00	34.50	
31	Poor Valley - Pennington Gap	Distribution*	69.00	12.47	
32	Powderly - Muhlenburg	Distribution*	69.00	12.47	
33	Princeton - Princeton	Distribution*	69.00	34.50	
34	Proctor/Gamble 4KV	Distribution*	69.00	4.16	
35	Race Street - Lexington	Distribution*	69.00	12.47	
36	Radcliff - Radcliff	Distribution*	69.00	12.47	
37	Red House 12KV	Distribution*	69.00	12.47	
38	Reynolds - Lexington	Distribution*	138.00	12.47	
39	Richmond 12KV	Distribution*	69.00	12.47	
40	Richmond #3 12KV (EKU)	Distribution*	69.00	12.47	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation	Character of Substation	VOLTAGE (In MVa)		
			Primary	Secondary	Tertiary
	(a)	(b)	(c)	(d)	(e)
1	Richmond East	Distribution*	69.00	12.47	
2	Richmond Industrial	Distribution*	69.00	12.47	
3	Richmond South	Distribution*	69.00	12.47	
4	Rockwell - Winchester	Distribution*	69.00	12.47	
5	Rogers Gap 12KV	Distribution*	69.00	12.47	
6	Rogersville - Radcliff	Distribution*	69.00	12.47	
7	Rumsey - Earlington	Distribution*	34.50	34.50	
8	Salem - Earlington	Distribution*	69.00	34.50	
9	Shannon Run 12KV	Distribution*	69.00	12.47	
10	Sharon - Augusta	Distribution*	69.00	12.47	
11	Shavers Chap 12KV	Distribution*	69.00	12.47	
12	Shelbyville North12KV	Distribution*	69.00	12.47	
13	Shelbyville East	Distribution*	69.00	12.47	
14	Shelbyville South	Distribution*	69.00	12.47	
15	Shun Pike 12KV	Distribution*	69.00	12.47	
16	Simpsonville - Shelbyville	Distribution*	69.00	12.47	
17	Somerset #2 4KV	Distribution*	69.00	4.16	
18	Somerset #3 12KV	Distribution*	69.00	12.47	
19	Somerset South	Distribution*	69.00	12.47	
20	Springfield - Campbellsville	Distribution*	69.00	12.47	
21	St. Paul 12KV	Distribution*	69.00	12.47	
22	Stamping Ground 12KV	Distribution*	34.50	12.47	
23	Stanford 12KV	Distribution*	69.00	12.47	
24	Stanford North 12KV	Distribution*	69.00	12.47	
25	Stonewall 12KV - Lexington	Distribution*	69.00	12.47	
26	Sylvania 12KV - Winchester	Distribution*	69.00	12.47	
27	Taylorsville - Shelbyville	Distribution*	69.00	12.47	
28	Toyota North	Distribution*	138.00	13.20	
29	Toyota South	Distribution*	138.00	13.20	
30	Trafton Ave. 12KV - Lexington	Distribution*	69.00	12.47	
31	Trafton Ave. 4KV - Lexington	Distribution*	69.00	4.16	
32	UK Scott 12KV	Distribution*	69.00	12.47	
33	UK Medical Center - Lexington	Distribution*	69.00	12.47	
34	UK West - Lexington	Distribution*	69.00	13.09	
35	Union Underwear - Russell Springs	Distribution*	69.00	12.47	
36	Vaksdahl Avenue 12KV	Distribution*	69.00	12.47	
37	Verda - Harlan	Distribution*	69.00	12.47	
38	Versailles West 12KV - Versailles	Distribution*	69.00	12.47	
39	Versailles Bypass - Versailles	Distribution*	69.00	12.47	
40	Viley Road - Lexington	Distribution*	138.00	12.47	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation	Character of Substation	VOLTAGE (In MVa)		
			Primary	Secondary	Tertiary
	(a)	(b)	(c)	(d)	(e)
1	Vine Street 12KV - Lexington	Distribution*	69.00	12.47	
2	Waitsboro - Somerset	Distribution*	69.00	12.47	
3	Warsaw East - Owenton	Distribution*	69.00	12.47	
4	West Hickman - Lexington	Distribution*	69.00	12.47	
5	West High Street 12KV - Lexington	Distribution*	69.00	12.47	
6	Westvaco 13.8KV	Distribution*	69.00	13.80	
7	Wickliffe 13.8KV	Distribution*	69.00	13.80	
8	Wilson Downing - Lexington	Distribution*	69.00	12.47	
9	Williamsburg South - Williamsburg	Distribution*	69.00	12.47	
10	Wilmore - Versailles	Distribution*	69.00	12.47	
11	Winchester Industrial 12KV - Winchester	Distribution*	69.00	12.47	
12	Winchester WW 12KV	Distribution*	69.00	12.47	
13	Wise - Norton	Distribution*	69.00	12.47	
14	Woodlawn 12KV	Distribution*	69.00	12.47	
15	248 Stations Less Than 10,000 KVA				
16					
17	Total Distribution		16730.50	3064.12	
18					
19	* Unattended				
20					
21					
22	Summary				
23	Transmission 133				
24	Distribution 478				
25	Total 611				
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT: Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
			NONE			1
94	1		NONE			2
448	1		NONE			3
150	1		NONE			4
56	1		NONE			5
56	1		NONE			6
94	1		NONE			7
			NONE			8
			NONE			9
56	1		NONE			10
			NONE			11
			NONE			12
			NONE			13
			NONE			14
34	1		NONE			15
			NONE			16
150	1		NONE			17
			NONE			18
			NONE			19
			NONE			20
			NONE			21
448	1		NONE			22
			NONE			23
			NONE			24
			NONE			25
50	1		NONE			26
187	2		NONE			27
			NONE			28
93	1		NONE			29
			NONE			30
			NONE			31
112	1		NONE			32
112	1		NONE			33
			NONE			34
112	1		NONE			35
			NONE			36
			NONE			37
			NONE			38
			NONE			39
187	2		NONE			40

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [X] An Original (2) [ ] A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2011/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
224	1	1	NONE			1
224	2		NONE			2
187	2		NONE			3
149	1		NONE			4
			NONE			5
			NONE			6
149	1		NONE			7
40	3		NONE			8
299	2		NONE			9
			NONE			10
			NONE			11
450	1	1	NONE			12
448	1		NONE			13
			NONE			14
			NONE			15
93	1		NONE			16
261	2		NONE			17
200	2		NONE			18
112	1		NONE			19
93	1		NONE			20
149	1		NONE			21
448	1		NONE			22
149	1		NONE			23
			NONE			24
94	1		NONE			25
344	3	1	NONE			26
			NONE			27
			NONE			28
			NONE			29
149	1		NONE			30
			NONE			31
33	1	1	NONE			32
112	1		NONE			33
		1	NONE			34
			NONE			35
149	1		NONE			36
200	1		NONE			37
			NONE			38
112	1		NONE			39
100	6		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
			NONE			1
93	1		NONE			2
			NONE			3
			NONE			4
			NONE			5
			NONE			6
262	2	1	NONE			7
			NONE			8
			NONE			9
			NONE			10
			NONE			11
			NONE			12
			NONE			13
112	1		NONE			14
			NONE			15
450	1		NONE			16
			NONE			17
			NONE			18
			NONE			19
93	1	3	NONE			20
		3	NONE			21
150	1		NONE			22
560	1		NONE			23
504	1		NONE			24
243	2		NONE			25
			NONE			26
112	1		NONE			27
112	1		NONE			28
187	1		NONE			29
448	1		NONE			30
			NONE			31
			NONE			32
			NONE			33
			NONE			34
61	1		NONE			35
93	1		NONE			36
93	1		NONE			37
			NONE			38
			NONE			39
			NONE			40

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [X] An Original (2) [ ] A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2011/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
50	1		NONE			1
			NONE			2
89	2		NONE			3
			NONE			4
			NONE			5
90	1		NONE			6
112	1		NONE			7
			NONE			8
			NONE			9
120	1		NONE			10
112	1		NONE			11
392	3		NONE			12
450	1		NONE			13
112	1		NONE			14
			NONE			15
56	1		NONE			16
448	1		NONE			17
			NONE			18
93	1		NONE			19
			NONE			20
			NONE			21
			NONE			22
13104	92	12				23
						24
14	1		NONE			25
43	2		NONE			26
22	1		NONE			27
14	1		NONE			28
22	1		NONE			29
14	1		NONE			30
37	1		NONE			31
28	2		NONE			32
20	2		NONE			33
14	1		NONE			34
23	1		NONE			35
45	2		NONE			36
14	1		NONE			37
14	1		NONE			38
22	1		NONE			39
13	1		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
42	3		NONE			1
67	3		NONE			2
23	1		NONE			3
23	1		NONE			4
67	3		NONE			5
14	1		NONE			6
14	1		NONE			7
14	1		NONE			8
28	2		NONE			9
14	1		NONE			10
45	2		NONE			11
23	1		NONE			12
23	1		NONE			13
23	1		NONE			14
14	1		NONE			15
14	1		NONE			16
37	1		NONE			17
23	1		NONE			18
14	1		NONE			19
14	1		NONE			20
37	2		NONE			21
61	5		NONE			22
30	2		NONE			23
20	2		NONE			24
14	1		NONE			25
23	1		NONE			26
23	1		NONE			27
45	2		NONE			28
14	1		NONE			29
23	1		NONE			30
14	1		NONE			31
14	1		NONE			32
14	1		NONE			33
14	1		NONE			34
37	2		NONE			35
14	1		NONE			36
23	1		NONE			37
14	1		NONE			38
56	3		NONE			39
14	1		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa)	Number of Transformers In Service	Number of Spare Transformers	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment	Number of Units	Total Capacity (In MVa)	
(f)	(g)	(h)	(i)	(j)	(k)	
14	1		NONE			1
34	2		NONE			2
14	1		NONE			3
25	2		NONE			4
23	1		NONE			5
23	1		NONE			6
28	2		NONE			7
23	1		NONE			8
45	2		NONE			9
33	2		NONE			10
23	1		NONE			11
14	1		NONE			12
23	1		NONE			13
37	2		NONE			14
14	1		NONE			15
14	1		NONE			16
14	1		NONE			17
23	1		NONE			18
14	1		NONE			19
20	1		NONE			20
14	1		NONE			21
14	1		NONE			22
56	2		NONE			23
14	1		NONE			24
17	1		NONE			25
14	1		NONE			26
14	1		NONE			27
14	1		NONE			28
39	1		NONE			29
14	1		NONE			30
14	1		NONE			31
14	1		NONE			32
13	1		NONE			33
14	1		NONE			34
28	2		NONE			35
14	1		NONE			36
14	1		NONE			37
14	1		NONE			38
60	2		NONE			39
14	1		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa)	Number of Transformers In Service	Number of Spare Transformers	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment	Number of Units	Total Capacity (In MVa)	
(f)	(g)	(h)	(i)	(j)	(k)	
14	1		NONE			1
23	1		NONE			2
28	2		NONE			3
28	2		NONE			4
45	2		NONE			5
14	1		NONE			6
75	2		NONE			7
34	1		NONE			8
37	1		NONE			9
51	2		NONE			10
14	1		NONE			11
37	2		NONE			12
14	1		NONE			13
28	2		NONE			14
28	2		NONE			15
37	2		NONE			16
23	1		NONE			17
37	1		NONE			18
14	1		NONE			19
75	2		NONE			20
45	2		NONE			21
14	1		NONE			22
14	3		NONE			23
14	1		NONE			24
23	1		NONE			25
14	1		NONE			26
14	1		NONE			27
14	1		NONE			28
45	2		NONE			29
45	2		NONE			30
28	2		NONE			31
14	1		NONE			32
37	1		NONE			33
45	2		NONE			34
37	1		NONE			35
23	1		NONE			36
14	1		NONE			37
23	1		NONE			38
23	1		NONE			39
14	1		NONE			40

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [X] An Original (2) [ ] A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2011/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT: Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
14	1		NONE			1
14	1		NONE			2
14	1		NONE			3
14	1		NONE			4
14	1		NONE			5
14	1		NONE			6
14	1		NONE			7
28	2		NONE			8
28	2		NONE			9
14	1		NONE			10
14	1		NONE			11
14	1		NONE			12
14	1		NONE			13
14	1		NONE			14
14	1		NONE			15
14	1		NONE			16
14	1		NONE			17
14	1		NONE			18
14	1		NONE			19
20	1		NONE			20
14	1		NONE			21
14	1		NONE			22
28	2		NONE			23
14	1		NONE			24
23	1		NONE			25
45	2		NONE			26
14	1		NONE			27
23	1		NONE			28
28	2		NONE			29
20	1		NONE			30
14	1		NONE			31
14	1		NONE			32
13	1		NONE			33
14	1		NONE			34
14	1		NONE			35
23	1		NONE			36
14	1		NONE			37
77	2		NONE			38
45	2		NONE			39
45	2		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT: Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
23	1		NONE			1
23	1		NONE			2
23	1		NONE			3
23	1		NONE			4
23	1		NONE			5
23	1		NONE			6
13	1		NONE			7
14	1		NONE			8
14	1		NONE			9
14	1		NONE			10
14	1		NONE			11
23	1		NONE			12
23	1		NONE			13
37	2		NONE			14
14	1		NONE			15
14	1		NONE			16
14	1		NONE			17
14	1		NONE			18
14	1		NONE			19
14	1		NONE			20
45	2		NONE			21
14	1		NONE			22
14	1		NONE			23
14	1		NONE			24
37	1		NONE			25
23	1		NONE			26
14	1		NONE			27
84	3		NONE			28
84	3		NONE			29
23	1		NONE			30
14	1		NONE			31
37	1		NONE			32
75	2		NONE			33
14	1		NONE			34
28	2		NONE			35
14	1		NONE			36
14	1		NONE			37
23	1		NONE			38
45	2		NONE			39
39	1		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
14	1		NONE			1
14	1		NONE			2
14	1		NONE			3
23	1		NONE			4
28	2		NONE			5
67	3		NONE			6
14	1		NONE			7
45	2		NONE			8
14	1		NONE			9
14	1		NONE			10
23	1		NONE			11
14	1		NONE			12
23	1		NONE			13
14	1		NONE			14
1564	357		NONE			15
						16
7146	657					17
						18
						19
						20
						21
						22
13104	92	12				23
7146	657					24
20250	749	12				25
						26
						27
						28
						29
						30
						31
						32
						33
						34
						35
						36
						37
						38
						39
						40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [X] An Original (2) [ ] A Resubmission	/ /	End of 2011/Q4

TRANSACTIONS WITH ASSOCIATED (AFFILIATED) COMPANIES

1. Report below the information called for concerning all non-power goods or services received from or provided to associated (affiliated) companies.
2. The reporting threshold for reporting purposes is $250,000. The threshold applies to the annual amount billed to the respondent or billed to an associated/affiliated company for non-power goods and services. The good or service must be specific in nature. Respondents should not attempt to include or aggregate amounts in a nonspecific category such as "general".
3. Where amounts billed to or received from the associated (affiliated) company are based on an allocation process, explain in a footnote.

Line No.	Description of the Non-Power Good or Service (a)	Name of Associated/Affiliated Company (b)	Account Charged or Credited (c)	Amount Charged or Credited (d)
1	**Non-power Goods or Services Provided by Affiliated**			
2	Capital Expenditures	Louisville Gas and Electric Company	see footnote	9,109,219
3	Direct-Indirect Labor	Louisville Gas and Electric Company	see footnote	8,063,903
4	Equipment and Facilities	Louisville Gas and Electric Company	see footnote	2,921,528
5	Office and Administrative Services	Louisville Gas and Electric Company	see footnote	51,631
6	Materials and Fuels	Louisville Gas and Electric Company	see footnote	64,345,076
7	Outside Services	Louisville Gas and Electric Company	see footnote	1,557,152
8				
9	Capital Expenditures	LG&E and KU Services Company	see footnote	30,117,214
10	Direct-Indirect Labor	LG&E and KU Services Company	see footnote	90,502,316
11	Equipment and Facilities	LG&E and KU Services Company	see footnote	8,593,510
12	Office and Administrative Services	LG&E and KU Services Company	see footnote	6,887,546
13	Materials and Fuels	LG&E and KU Services Company	see footnote	989,296
14	Outside Services	LG&E and KU Services Company	see footnote	20,939,224
15				
16				
17				
18				
19				
20	**Non-power Goods or Services Provided for Affiliate**			
21	Capital Expenditures	Louisville Gas and Electric Company	see footnote	14,115,961
22	Direct-Indirect Labor	Louisville Gas and Electric Company	see footnote	1,893,915
23	Equipment and Facilities	Louisville Gas and Electric Company	see footnote	342,918
24	Office and Administrative Services	Louisville Gas and Electric Company	see footnote	1,148,514
25	Materials and Fuels	Louisville Gas and Electric Company	see footnote	1,952,080
26	Outside Services	Louisville Gas and Electric Company	see footnote	547,014
27				
28	Capital Expenditures	LG&E and KU Services Company	see footnote	1,627
29	Direct-Indirect Labor	LG&E and KU Services Company	see footnote	1,043,549
30	Office and Administrative Services	LG&E and KU Services Company	see footnote	155,221
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42	see footnote for allocation process			

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) _ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

Schedule Page: 429 Line No.: 2 Column: c
Accounts charged include: 107 and 108
Schedule Page: 429 Line No.: 3 Column: c
Accounts charged include: 143, 163, 183, 184, 236, 408, 426, 500-502, 505, 506, 510-514, 535, 539, 541, 542, 544-546, 548, 549, 551-554, 556, 560-562, 566, 570, 571, 573, 580, 582-584, 586, 588, 590, 592-595, 598, 901-903, 905, 908, 920, 925, 926 and 935
Schedule Page: 429 Line No.: 4 Column: c
Accounts charged include: 143, 151, 163, 184, 186, 236, 426, 500-502, 505, 506, 510-514, 548, 550-554, 556, 560-563, 566, 570, 571, 573, 580, 584, 586, 588, 592, 593, 595, 598, 901-903, 905, 907, 921, 925, 930, 931 and 935
Schedule Page: 429 Line No.: 5 Column: c
Accounts charged include: 143, 151, 154, 158, 232, 244, 426, 454, 500-502, 506, 509-514, 548-554, 560-562, 566, 567, 580, 582-584, 586, 588, 592, 598, 902, 903, 920, 921 and 935
Schedule Page: 429 Line No.: 6 Column: c
Accounts charged include: 143, 151, 154, 163, 184, 232, 236, 500-502, 506, 510-514, 542, 544, 547, 548, 550, 552-554, 570, 571, 582, 583, 588, 592, 593 and 921
Schedule Page: 429 Line No.: 7 Column: c
Accounts charged include: 143, 184, 500-502, 505, 506, 510-514, 548, 552-554, 566, 570, 571, 584, 901, 921, 928 and 930
Schedule Page: 429 Line No.: 9 Column: c
Accounts charged include: 107 and 108
Schedule Page: 429 Line No.: 10 Column: c
Accounts charged include: 143, 163, 183, 184, 186, 232, 408, 426, 500-502, 510-513, 556, 560, 561, 563, 566, 570, 571, 573, 580, 581, 586, 588, 590, 592, 593, 598, 901-903, 905, 907, 908, 920, 921, 925, 926, 930 and 935
Schedule Page: 429 Line No.: 11 Column: c
Accounts charged include: 163, 165, 183, 184, 421, 426, 500-502, 506, 510, 513, 514, 556, 560, 561, 563, 566, 570, 580, 586, 588, 901-903, 905, 908-910, 921, 925, 928, 930 and 935
Schedule Page: 429 Line No.: 12 Column: c
Accounts charged include: 143, 181-184, 186, 232, 242, 426, 428, 500-502, 506, 510-514, 549, 556, 560, 561, 563, 566, 570, 571, 573, 580, 583, 586, 588, 590, 592, 593, 598, 901-903, 905, 907, 908, 910, 920, 921, 925, 928, 930 and 935
Schedule Page: 429 Line No.: 13 Column: c
Accounts charged include: 163, 184, 236, 426, 500-502, 506, 510, 511, 513, 514, 556, 560, 561, 563, 566, 570, 573, 580, 583, 588, 593, 901, 903, 905, 907, 908, 921, 923, 928, 930 and 935
Schedule Page: 429 Line No.: 14 Column: c
Accounts charged include: 163, 165, 182-184, 186, 242, 253, 426, 456, 500-502, 506, 510, 513, 551, 554, 556, 560, 561, 566, 573, 580, 583, 584, 586, 588, 592, 593, 598, 901, 903, 905, 908-910, 921, 923, 925, 928, 930 and 935
Schedule Page: 429 Line No.: 21 Column: c
Accounts charged include: 107 and 108
Schedule Page: 429 Line No.: 22 Column: c
Accounts charged include: 143, 163, 183, 184, 186, 228, 232, 236, 242, 408, 426, 500-502, 505, 506, 510-514, 535, 538, 539, 542-544, 546, 548, 549, 551-554, 556, 560-562, 566, 570, 580, 582-584, 586, 588, 590, 592-596, 598, 901-903, 905, 908, 920, 925, 926 and 935
Schedule Page: 429 Line No.: 23 Column: c
Accounts charged include: 184, 186, 426, 500-502, 506, 510, 512, 513, 541, 544, 546, 548-554, 560-563, 566, 570, 571, 573, 580-583, 586, 588, 592-594, 598, 901, 903, 905, 907, 921, 925, 930 and 935
Schedule Page: 429 Line No.: 24 Column: c
Accounts charged include: 158, 184, 232, 426, 500-502, 506, 510, 549, 566, 570, 580, 588, 593, 598, 903, 905, 921 and 930
Schedule Page: 429 Line No.: 25 Column: c
Accounts charged include: 142, 154, 163, 501, 502, 506, 511-514, 542, 544, 546-549,

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

552-554, 562, 570, 571, 580, 582, 588, 593, 594, 598 and 921

Schedule Page: 429 Line No.: 26 Column: c

Accounts charged include: 163, 184, 500-502, 506, 511-513, 542, 548, 552-554, 560, 562, 570, 571, 586, 593, 921 and 923

Schedule Page: 429 Line No.: 28 Column: c

Accounts charged include: 107

Schedule Page: 429 Line No.: 29 Column: c

Accounts charged include: 146, 184, 228, 232, 234 and 236

Schedule Page: 429 Line No.: 30 Column: c

Accounts charged include: 143, 232, 234 and 419

Schedule Page: 429 Line No.: 42 Column: a

Costs between Louisville Gas and Electric Company and Kentucky Utilities Company are charged directly and are not allocated.

LG&E and KU Services Company (Servco) will allocate the costs of service among the affiliated companies using one of several methods that most accurately distributes the costs. The method of cost allocation varies based on the department rendering the service. Any of the methods may be adjusted for any known and reasonably quantifiable events, or at such time as may be required due to significant changes in the business, but are generally determined annually. The assignment methods used by Servco are as follows:

Contract Ratio – Based on the sum of the physical amount (i.e. tons of coal, cubic feet of natural gas) of the contract for both coal and natural gas for the immediately preceding twelve consecutive calendar months, the numerator of which is for an operating company or an affected affiliate company and the denominator of which is for all operating companies and affected affiliate companies. This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Departmental Charge Ratio – A specific Servco department ratio based upon various factors. The departmental charge ratio typically applies to indirectly attributable costs such as departmental administrative, support, and/or material and supply costs that benefit more than one affiliate and that require allocation using general measures of cost causation. Methods for assignment are department-specific depending on the type of service being performed and are documented and monitored by the Budget Coordinators for each department. The numerator and denominator vary by department. The ratio is based upon various factors such as labor hours, labor dollars, departmental or entity headcount, capital expenditures, operations & maintenance costs, retail energy sales, charitable contributions, generating plant sites, average allocation of direct reports, net book value of utility plant, total line of business assets, electric capital expenditures, substation assets and transformer assets. These ratios are calculated on an annual basis. Any changes in these ratios will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in any of these ratios from that used in the prior year.

Electric Peak Load Ratio – Based on the sum of the monthly electric maximum system demands for the immediately preceding twelve consecutive calendar months, the numerator of which is for an operating company and the denominator of which is for all operating companies. This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Energy Marketing Ratio – Based on the absolute value of megawatt hours purchased and sold for the immediately preceding twelve consecutive calendar months, the numerator of which is for an operating company or an affiliate and the denominator of which is for all operating companies and affected affiliate companies. This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) X An Original (2) __ A Resubmission	/ /	2011/Q4

FOOTNOTE DATA

following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Generation Ratio – Based on the annual forecast of megawatt hours, the numerator of which is for an operating company or an affiliate and the denominator of which is for all operating companies and affected affiliate companies. This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Non-Fuel Material and Services Expenditures – Based on non-fuel material and services expenditures, net of reimbursements, for the immediately preceding twelve consecutive calendar months. The numerator is equal to such expenditures for a specific entity and/or line-of-business as appropriate and the denominator is equal to such expenditures for all applicable entities. This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Number of Customers Ratio – Based on the number of retail electric and/or gas customers. This ratio will be determined based on the actual number of customers at the end of the previous calendar year. In some cases, the ratio may be calculated based on the type of customer class being served (i.e. Residential, Commercial or Industrial). The numerator is the total number of each Company's retail customers. The denominator is the total number of retail customers for both KU and LG&E. This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Number of Employees Ratio – Based on the number of employees benefiting from the performance of a service. This ratio will be determined based on actual counts of applicable employees at the end of the previous calendar year. A two-step assignment methodology is utilized to properly allocate Servco employee costs to the proper legal entity. The numerator for the first step of this ratio is the total number of employees for each specific company, and the denominator is the total number of employees for all companies in which an allocator is assigned (i.e. KU, LG&E and Servco). For the second step, the ratio of Servco to total employees will then be allocated to the other companies (KU, LG&E and LKC) based on each company's ratio of labor dollars to total labor dollars. (LKC has no employees, but non-utility related labor is charged to it.) This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Number of Meters Ratio – Based on the number or types of meters being utilized by all levels of customer classes within the system for the immediately preceding twelve consecutive calendar months. The numerator is equal to the number of meters for each utility and the denominator is equal to the total meters for KU and LG&E. This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Number of Transactions Ratio – Based on the sum of transactions occurring in the immediately preceding twelve consecutive calendar months, the numerator of which is for an operating company or an affected affiliate company and the denominator of which is for all operating companies and affected affiliate companies. For example, services pertaining to Materials Logistics would define the transaction as the number of items ordered, picked and disbursed out of the warehouse. Services pertaining to Accounts Payable would define the transaction as the number of invoices processed. The Controller's organization is responsible for maintaining and monitoring specific product/service methodology

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) _ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

FOOTNOTE DATA

documentation for actual transactions related to Servco billings. This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Project Ratio – Based on the total costs for any departmental or affiliate project for the immediately preceding twelve consecutive calendar months, the numerator of which is for an operating company or an affected affiliate company and the denominator of which is for all operating companies and affected affiliate companies. This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Retail Revenue Ratio – Based on utility revenues, excluding energy marketing revenues, for the immediately preceding twelve consecutive calendar months, the numerator of which is for an operating company or an affiliate and the denominator of which is for all operating companies and affected affiliate companies. This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Revenue Ratio – Based on the sum of the revenue for the immediately preceding twelve consecutive calendar months, the numerator of which is for an operating company or an affected affiliate company and the denominator of which is for all operating companies and affected affiliate companies. This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Revenue, Total Assets and Number of Employees Ratio – Based on an average of the revenue, total assets and number of employees ratios. This ratio is independently calculated for KU and LG&E. The numerator is the sum of Revenue Ratio, Total Assets Ratio and Number of Employees Ratio for the specific company. The denominator is three – the number of ratios being averaged. This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Total Assets Ratio – Based on the total assets at year end for the preceding year. In the event of joint ownership of a specific asset, asset ownership percentages are utilized to assign costs. The numerator is the total assets for each specific company at the end of the preceding year. The denominator is the sum of total assets for each company in which an allocator is assigned (KU, LG&E and LKC). This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Total Utility Plant Assets Ratio – Based on the total utility plant assets at year end for the preceding year, the numerator of which is for an operating company or affected affiliate company and the denominator of which is for all operating companies and affected affiliate companies. In the event of joint ownership of a specific asset, ownership percentages are utilized to assign costs. This ratio is calculated on an annual basis. Any changes in the ratio will be determined no later than May 1st of the following calendar year, and charges to date will be reallocated for any significant changes in the ratio from that used in the prior year.

Transportation Resource Management System Chargeback Ratio – Based on the costs associated with providing and operating transportation fleet for all affiliated companies including developing fleet policy, administering regulatory compliance programs, managing repair and

Name of Respondent Kentucky Utilities Company	This Report is: (1) X An Original (2) __ A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2011/Q4

FOOTNOTE DATA

maintenance of vehicles and procuring vehicles. Such rates are applied based on the specific equipment employment and the measured usage of services by the various company entities. This ratio is calculated monthly based on the actual transportation charges from the previous month. The numerator is the department labor charged to a specific company. The denominator is the total labor costs for the specific department. The ratio is then multiplied by the total transportation costs to determine the amount charged to each company.

Utility Ownership Percentages – Based on the contractual ownership percentages of jointly-owned generating units. This ratio is updated as a result of a new jointly-owned generating unit, and is based on the total forecasted energy needs. The numerator is the specific company’s forecasted incremental capacity and/or energy needs. The denominator is the total incremental capacity and/or energy needs of all companies.

INDEX

INDEX (continued)

INDEX (continued)

INDEX (continued)

INDEX (continued)

THIS FILING IS	
Item 1: ☐ An Initial (Original) Submission	OR ☒ Resubmission No. ____

Form 1 Approved
OMB No. 1902-0021
(Expires 12/31/2011)
Form 1-F Approved
OMB No. 1902-0029
(Expires 12/31/2011)
Form 3-Q Approved
OMB No. 1902-0205
(Expires 05/31/2014)

FERC FINANCIAL REPORT
FERC FORM No. 1: Annual Report of Major Electric Utilities, Licensees and Others and Supplemental Form 3-Q: Quarterly Financial Report

Exact Legal Name of Respondent (Company)	**Year/Period of Report**
Kentucky Utilities Company	**End of** 2010/Q4

pwc

Report of Independent Auditors

To the Board of Directors and Management of Kentucky Utilities Company:

We have audited the accompanying balance sheets of Kentucky Utilities Company as of December 31, 2010 and 2009 and the related statements of income, retained earnings and cash flows for the years then ended, included on pages 110 through 123.75 of the accompanying Federal Energy Regulatory Commission Form 1. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As described in Note 1, these financial statements were prepared in accordance with the accounting requirements of the Federal Energy Regulatory Commission as set forth in its applicable Uniform System of Accounts and published accounting releases, which is a comprehensive basis of accounting other than generally accepted accounting principles in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Kentucky Utilities Company as of December 31, 2010 and 2009, and the results of its operations and its cash flows for the years then ended in accordance with the accounting requirements of the Federal Energy Regulatory Commission as set forth in its applicable Uniform System of Accounts and published accounting releases.

This report is intended solely for the information and use of the board of directors and management of Kentucky Utilities Company and for filing with the Federal Energy Regulatory Commission and should not be used for any other purpose.

PricewaterhouseCoopers LLP

March 29, 2011

INSTRUCTIONS FOR FILING FERC FORM NOS. 1 and 3-Q

GENERAL INFORMATION

I. Purpose

FERC Form No. 1 (FERC Form 1) is an annual regulatory requirement for Major electric utilities, licensees and others (18 C.F.R. § 141.1). FERC Form No. 3-Q (FERC Form 3-Q)is a quarterly regulatory requirement which supplements the annual financial reporting requirement (18 C.F.R. § 141.400). These reports are designed to collect financial and operational information from electric utilities, licensees and others subject to the jurisdiction of the Federal Energy Regulatory Commission. These reports are also considered to be non-confidential public use forms.

II. Who Must Submit

Each Major electric utility, licensee, or other, as classified in the Commission's Uniform System of Accounts Prescribed for Public Utilities and Licensees Subject To the Provisions of The Federal Power Act (18 C.F.R. Part 101), must submit FERC Form 1 (18 C.F.R. § 141.1), and FERC Form 3-Q (18 C.F.R. § 141.400).

Note: Major means having, in each of the three previous calendar years, sales or transmission service that exceeds one of the following:

(1) one million megawatt hours of total annual sales,
(2) 100 megawatt hours of annual sales for resale,
(3) 500 megawatt hours of annual power exchanges delivered, or
(4) 500 megawatt hours of annual wheeling for others (deliveries plus losses).

III. What and Where to Submit

(a) Submit FERC Forms 1 and 3-Q electronically through the forms submission software. Retain one copy of each report for your files. Any electronic submission must be created by using the forms submission software provided free by the Commission at its web site: http://www.ferc.gov/docs-filing/eforms/form-1/elec-subm-soft.asp. The software is used to submit the electronic filing to the Commission via the Internet.

(b) The Corporate Officer Certification must be submitted electronically as part of the FERC Forms 1 and 3-Q filings.

(c) Submit immediately upon publication, by either eFiling or mail, two (2) copies to the Secretary of the Commission, the latest Annual Report to Stockholders. Unless eFiling the Annual Report to Stockholders, mail the stockholders report to the Secretary of the Commission at:

Secretary
Federal Energy Regulatory Commission
888 First Street, NE
Washington, DC 20426

(d) For the CPA Certification Statement, submit within 30 days after filing the FERC Form 1, a letter or report (not applicable to filers classified as Class C or Class D prior to January 1, 1984). The CPA Certification Statement can be either eFiled or mailed to the Secretary of the Commission at the address above.

The CPA Certification Statement should:

a) Attest to the conformity, in all material aspects, of the below listed (schedules and pages) with the Commission's applicable Uniform System of Accounts (including applicable notes relating thereto and the Chief Accountant's published accounting releases), and

b) Be signed by independent certified public accountants or an independent licensed public accountant certified or licensed by a regulatory authority of a State or other political subdivision of the U. S. (See 18 C.F.R. §§ 41.10-41.12 for specific qualifications.)

Reference Schedules	Pages
Comparative Balance Sheet	110-113
Statement of Income	114-117
Statement of Retained Earnings	118-119
Statement of Cash Flows	120-121
Notes to Financial Statements	122-123

e) The following format must be used for the CPA Certification Statement unless unusual circumstances or conditions, explained in the letter or report, demand that it be varied. Insert parenthetical phrases only when exceptions are reported.

"In connection with our regular examination of the financial statements of _____ for the year ended on which we have reported separately under date of ___________ , we have also reviewed schedules ___________________of FERC Form No. 1 for the year filed with the Federal Energy Regulatory Commission, for conformity in all material respects with the requirements of the Federal Energy Regulatory Commission as set forth in its applicable Uniform System of Accounts and published accounting releases. Our review for this purpose included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

Based on our review, in our opinion the accompanying schedules identified in the preceding paragraph (except as noted below) conform in all material respects with the accounting requirements of the Federal Energy Regulatory Commission as set forth in its applicable Uniform System of Accounts and published accounting releases."

The letter or report must state which, if any, of the pages above do not conform to the Commission's requirements. Describe the discrepancies that exist.

(f) Filers are encouraged to file their Annual Report to Stockholders, and the CPA Certification Statement using eFiling. To further that effort, new selections, "Annual Report to Stockholders," and "CPA Certification Statement" have been added to the dropdown "pick list" from which companies must choose when eFiling. Further instructions are found on the Commission's website at http://www.ferc.gov/help/how-to.asp.

(g) Federal, State and Local Governments and other authorized users may obtain additional blank copies of FERC Form 1 and 3-Q free of charge from http://www.ferc.gov/docs-filing/eforms/form-1/form-1.pdf and http://www.ferc.gov/docs-filing/eforms.asp#3Q-gas .

IV. When to Submit:

FERC Forms 1 and 3-Q must be filed by the following schedule:

a) FERC Form 1 for each year ending December 31 must be filed by April 18th of the following year (18 CFR § 141.1), and

b) FERC Form 3-Q for each calendar quarter must be filed within 60 days after the reporting quarter (18 C.F.R. § 141.400).

V. Where to Send Comments on Public Reporting Burden.

The public reporting burden for the FERC Form 1 collection of information is estimated to average 1,144 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data-needed, and completing and reviewing the collection of information. The public reporting burden for the FERC Form 3-Q collection of information is estimated to average 150 hours per response.

Send comments regarding these burden estimates or any aspect of these collections of information, including suggestions for reducing burden, to the Federal Energy Regulatory Commission, 888 First Street NE, Washington, DC 20426 (Attention: Information Clearance Officer); and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503 (Attention: Desk Officer for the Federal Energy Regulatory Commission). No person shall be subject to any penalty if any collection of information does not display a valid control number (44 U.S.C. § 3512 (a)).

GENERAL INSTRUCTIONS

I. Prepare this report in conformity with the Uniform System of Accounts (18 CFR Part 101) (USofA). Interpret all accounting words and phrases in accordance with the USofA.

II. Enter in whole numbers (dollars or MWH) only, except where otherwise noted. (Enter cents for averages and figures per unit where cents are important. The truncating of cents is allowed except on the four basic financial statements where rounding is required.) The amounts shown on all supporting pages must agree with the amounts entered on the statements that they support. When applying thresholds to determine significance for reporting purposes, use for balance sheet accounts the balances at the end of the current reporting period, and use for statement of income accounts the current year's year to date amounts.

III Complete each question fully and accurately, even if it has been answered in a previous report. Enter the word "None" where it truly and completely states the fact.

IV. For any page(s) that is not applicable to the respondent, omit the page(s) and enter "NA," "NONE," or "Not Applicable" in column (d) on the List of Schedules, pages 2 and 3.

V. Enter the month, day, and year for all dates. Use customary abbreviations. **The "Date of Report" included in the header of each page is to be completed only for resubmissions** (see VII. below).

VI. Generally, except for certain schedules, all numbers, whether they are expected to be debits or credits, must be reported as positive. Numbers having a sign that is different from the expected sign must be reported by enclosing the numbers in parentheses.

VII For any resubmissions, submit the electronic filing using the form submission software only. Please explain the reason for the resubmission in a footnote to the data field.

VIII. Do not make references to reports of previous periods/years or to other reports in lieu of required entries, except as specifically authorized.

IX. Wherever (schedule) pages refer to figures from a previous period/year, the figures reported must be based upon those shown by the report of the previous period/year, or an appropriate explanation given as to why the different figures were used.

Definitions for statistical classifications used for completing schedules for transmission system reporting are as follows:

FNS - Firm Network Transmission Service for Self. "Firm" means service that can not be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. "Network Service" is Network Transmission Service as described in Order No. 888 and the Open Access Transmission Tariff. "Self" means the respondent.

FNO - Firm Network Service for Others. "Firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. "Network Service" is Network Transmission Service as described in Order No. 888 and the Open Access Transmission Tariff.

LFP - for Long-Term Firm Point-to-Point Transmission Reservations. "Long-Term" means one year or longer and" firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. "Point-to-Point Transmission Reservations" are described in Order No. 888 and the Open Access Transmission Tariff. For all transactions identified as LFP, provide in a footnote the

termination date of the contract defined as the earliest date either buyer or seller can unilaterally cancel the contract.

OLF - Other Long-Term Firm Transmission Service. Report service provided under contracts which do not conform to the terms of the Open Access Transmission Tariff. "Long-Term" means one year or longer and “firm” means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. For all transactions identified as OLF, provide in a footnote the termination date of the contract defined as the earliest date either buyer or seller can unilaterally get out of the contract.

SFP - Short-Term Firm Point-to-Point Transmission Reservations. Use this classification for all firm point-to-point transmission reservations, where the duration of each period of reservation is less than one-year.

NF - Non-Firm Transmission Service, where firm means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions.

OS - Other Transmission Service. Use this classification only for those services which can not be placed in the above-mentioned classifications, such as all other service regardless of the length of the contract and service FERC Form. Describe the type of service in a footnote for each entry.

AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment.

DEFINITIONS

I. Commission Authorization (Comm. Auth.) -- The authorization of the Federal Energy Regulatory Commission, or any other Commission. Name the commission whose authorization was obtained and give date of the authorization.

II. Respondent -- The person, corporation, licensee, agency, authority, or other Legal entity or instrumentality in whose behalf the report is made.

EXCERPTS FROM THE LAW

Federal Power Act, 16 U.S.C. § 791a-825r

Sec. 3. The words defined in this section shall have the following meanings for purposes of this Act, to with:

(3) 'Corporation' means any corporation, joint-stock company, partnership, association, business trust, organized group of persons, whether incorporated or not, or a receiver or receivers, trustee or trustees of any of the foregoing. It shall not include 'municipalities, as hereinafter defined;

(4) 'Person' means an individual or a corporation;

(5) 'Licensee, means any person, State, or municipality Licensed under the provisions of section 4 of this Act, and any assignee or successor in interest thereof;

(7) 'municipality means a city, county, irrigation district, drainage district, or other political subdivision or agency of a State competent under the Laws thereof to carry and the business of developing, transmitting, unitizing, or distributing power; ......

(11) "project' means. a complete unit of improvement or development, consisting of a power house, all water conduits, all dams and appurtenant works and structures (including navigation structures) which are a part of said unit, and all storage, diverting, or fore bay reservoirs directly connected therewith, the primary line or lines transmitting power there from to the point of junction with the distribution system or with the interconnected primary transmission system, all miscellaneous structures used and useful in connection with said unit or any part thereof, and all water rights, rights-of-way, ditches, dams, reservoirs, Lands, or interest in Lands the use and occupancy of which are necessary or appropriate in the maintenance and operation of such unit;

"Sec. 4. The Commission is hereby authorized and empowered

(a) To make investigations and to collect and record data concerning the utilization of the water 'resources of any region to be developed, the water-power industry and its relation to other industries and to interstate or foreign commerce, and concerning the location, capacity, development -costs, and relation to markets of power sites; ... to the extent the Commission may deem necessary or useful for the purposes of this Act."

"Sec. 304. (a) Every Licensee and every public utility shall file with the Commission such annual and other periodic or special* reports as the Commission may be rules and regulations or other prescribe as necessary or appropriate to assist the Commission in the -proper administration of this Act. The Commission may prescribe the manner and FERC Form in which such reports salt be made, and require from such persons specific answers to all questions upon which the Commission may need information. The Commission may require that such reports shall include, among other things, full information as to assets and Liabilities, capitalization, net investment, and reduction thereof, gross receipts, interest due and paid, depreciation, and other reserves, cost of project and other facilities, cost of maintenance and operation of the project and other facilities, cost of renewals and replacement of the project works and other facilities, depreciation, generation, transmission, distribution, delivery, use, and sale of electric energy. The Commission may require any such person to make adequate provision for currently determining such costs and other facts. Such reports shall be made under oath unless the Commission otherwise specifies*.10

"Sec. 309. The Commission shall have power to perform any and all acts, and to prescribe, issue, make, and rescind such orders, rules and regulations as it may find necessary or appropriate to carry out the provisions of this Act. Among other things, such rules and regulations may define accounting, technical, and trade terms used in this Act; and may prescribe the FERC Form or FERC Forms of all statements, declarations, applications, and reports to be filed with the Commission, the information which they shall contain, and the time within which they shall be field..."

General Penalties

The Commission may assess up to $1 million per day per violation of its rules and regulations. *See* FPA § 316(a) (2005), 16 U.S.C. § 825o(a).

BLANK

FERC FORM NO. 1/3-Q:
REPORT OF MAJOR ELECTRIC UTILITIES, LICENSEES AND OTHER

IDENTIFICATION

01 Exact Legal Name of Respondent Kentucky Utilities Company	02 Year/Period of Report End of 2010/Q4
03 Previous Name and Date of Change *(if name changed during year)* / /	
04 Address of Principal Office at End of Period *(Street, City, State, Zip Code)* 220 West Main Street, P.O. Box 32030, Louisville KY 40232	
05 Name of Contact Person Eric Raible	06 Title of Contact Person Mgr-Regulatory Acct & Reprt
07 Address of Contact Person *(Street, City, State, Zip Code)* 220 West Main Street, P.O. Box 32030, Louisville KY 40232	

08 Telephone of Contact Person, *Including Area Code* (502) 627-3426	09 This Report Is (1) ☐ An Original (2) ☒ A Resubmission	10 Date of Report *(Mo, Da, Yr)* 12/12/2011

ANNUAL CORPORATE OFFICER CERTIFICATION

The undersigned officer certifies that:

I have examined this report and to the best of my knowledge, information, and belief all statements of fact contained in this report are correct statements of the business affairs of the respondent and the financial statements, and other financial information contained in this report, conform in all material respects to the Uniform System of Accounts.

01 Name S. Bradford Rives	03 Signature S. Bradford Rives	04 Date Signed *(Mo, Da, Yr)* 12/12/2011
02 Title Chief Financial Officer		

Title 18, U.S.C. 1001 makes it a crime for any person to knowingly and willingly to make to any Agency or Department of the United States any false, fictitious or fraudulent statements as to any matter within its jurisdiction.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

LIST OF SCHEDULES (Electric Utility)

Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".

Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)
1	General Information	101	
2	Control Over Respondent	102	
3	Corporations Controlled by Respondent	103	None
4	Officers	104	
5	Directors	105	
6	Information on Formula Rates	106(a)(b)	
7	Important Changes During the Year	108-109	
8	Comparative Balance Sheet	110-113	
9	Statement of Income for the Year	114-117	
10	Statement of Retained Earnings for the Year	118-119	
11	Statement of Cash Flows	120-121	
12	Notes to Financial Statements	122-123	
13	Statement of Accum Comp Income, Comp Income, and Hedging Activities	122(a)(b)	
14	Summary of Utility Plant & Accumulated Provisions for Dep, Amort & Dep	200-201	
15	Nuclear Fuel Materials	202-203	None
16	Electric Plant in Service	204-207	
17	Electric Plant Leased to Others	213	None
18	Electric Plant Held for Future Use	214	
19	Construction Work in Progress-Electric	216	
20	Accumulated Provision for Depreciation of Electric Utility Plant	219	
21	Investment of Subsidiary Companies	224-225	
22	Materials and Supplies	227	
23	Allowances	228(ab)-229(ab)	
24	Extraordinary Property Losses	230	None
25	Unrecovered Plant and Regulatory Study Costs	230	None
26	Transmission Service and Generation Interconnection Study Costs	231	None
27	Other Regulatory Assets	232	
28	Miscellaneous Deferred Debits	233	
29	Accumulated Deferred Income Taxes	234	
30	Capital Stock	250-251	
31	Other Paid-in Capital	253	
32	Capital Stock Expense	254	
33	Long-Term Debt	256-257	
34	Reconciliation of Reported Net Income with Taxable Inc for Fed Inc Tax	261	
35	Taxes Accrued, Prepaid and Charged During the Year	262-263	
36	Accumulated Deferred Investment Tax Credits	266-267	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

LIST OF SCHEDULES (Electric Utility) (continued)

Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".

Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)
37	Other Deferred Credits	269	
38	Accumulated Deferred Income Taxes-Accelerated Amortization Property	272-273	None
39	Accumulated Deferred Income Taxes-Other Property	274-275	
40	Accumulated Deferred Income Taxes-Other	276-277	
41	Other Regulatory Liabilities	278	
42	Electric Operating Revenues	300-301	
43	Sales of Electricity by Rate Schedules	304	
44	Sales for Resale	310-311	
45	Electric Operation and Maintenance Expenses	320-323	
46	Purchased Power	326-327	
47	Transmission of Electricity for Others	328-330	
48	Transmission of Electricity by ISO/RTOs	331	None
49	Transmission of Electricity by Others	332	
50	Miscellaneous General Expenses-Electric	335	
51	Depreciation and Amortization of Electric Plant	336-337	
52	Regulatory Commission Expenses	350-351	
53	Research, Development and Demonstration Activities	352-353	
54	Distribution of Salaries and Wages	354-355	
55	Common Utility Plant and Expenses	356	None
56	Amounts included in ISO/RTO Settlement Statements	397	
57	Purchase and Sale of Ancillary Services	398	
58	Monthly Transmission System Peak Load	400	
59	Monthly ISO/RTO Transmission System Peak Load	400a	None
60	Electric Energy Account	401	
61	Monthly Peaks and Output	401	
62	Steam Electric Generating Plant Statistics	402-403	
63	Hydroelectric Generating Plant Statistics	406-407	
64	Pumped Storage Generating Plant Statistics	408-409	None
65	Generating Plant Statistics Pages	410-411	None
66	Transmission Line Statistics Pages	422-423	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

LIST OF SCHEDULES (Electric Utility) (continued)

Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".

Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)
67	Transmission Lines Added During the Year	424-425	
68	Substations	426-427	
69	Transactions with Associated (Affiliated) Companies	429	
70	Footnote Data	450	
	Stockholders' Reports Check appropriate box: ☐ Two copies will be submitted ☒ No annual report to stockholders is prepared		

Name of Respondent Kentucky Utilities Company	This Report Is: (1) ☐ An Original (2) ☒ A Resubmission	Date of Report *(Mo, Da, Yr)* 12/12/2011	Year/Period of Report End of 2010/Q4

GENERAL INFORMATION

1. Provide name and title of officer having custody of the general corporate books of account and address of office where the general corporate books are kept, and address of office where any other corporate books of account are kept, if different from that where the general corporate books are kept.

S. Bradford Rives, Chief Financial Officer
220 West Main Street
Louisville, KY 40202

2. Provide the name of the State under the laws of which respondent is incorporated, and date of incorporation. If incorporated under a special law, give reference to such law. If not incorporated, state that fact and give the type of organization and the date organized.

Kentucky August 17, 1912
Virginia December 1, 1991

3. If at any time during the year the property of respondent was held by a receiver or trustee, give (a) name of receiver or trustee, (b) date such receiver or trustee took possession, (c) the authority by which the receivership or trusteeship was created, and (d) date when possession by receiver or trustee ceased.

Not Applicable

4. State the classes or utility and other services furnished by respondent during the year in each State in which the respondent operated.

Respondent furnishes electric services in Kentucky, Virginia, and Tennessee.

5. Have you engaged as the principal accountant to audit your financial statements an accountant who is not the principal accountant for your previous year's certified financial statements?

(1) ☐ Yes...Enter the date when such independent accountant was initially engaged:
(2) ☒ No

BLANK

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

CONTROL OVER RESPONDENT

1. If any corporation, business trust, or similar organization or a combination of such organizations jointly held control over the repondent at the end of the year, state name of controlling corporation or organization, manner in which control was held, and extent of control. If control was in a holding company organization, show the chain of ownership or control to the main parent company or organization. If control was held by a trustee(s), state name of trustee(s), name of beneficiary or beneficiearies for whom trust was maintained, and purpose of the trust.

Kentucky Utilities Company (KU) is a wholly-owned subsidiary of LG&E and KU Energy LLC. LG&E and KU Energy LLC is a wholly-owned subsidiary of PPL Corporation, based in Allentown, PA.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

OFFICERS

1. Report below the name, title and salary for each executive officer whose salary is $50,000 or more. An "executive officer" of a respondent includes its president, secretary, treasurer, and vice president in charge of a principal business unit, division or function (such as sales, administration or finance), and any other person who performs similar policy making functions.
2. If a change was made during the year in the incumbent of any position, show name and total remuneration of the previous incumbent, and the date the change in incumbency was made.

Line No.	Title (a)	Name of Officer (b)	Salary for Year (c)
1	CURRENT OFFICERS AT DECEMBER 31, 2010		
2	Chairman of the Board, President and		
3	Chief Executive Officer	Victor A. Staffieri	380,259
4	Executive Vice President, General Counsel,		
5	Corporate Secretary and Chief Compliance Officer	John R. McCall	237,972
6	Senior Vice President - Energy Delivery	Chris Hermann	142,669
7	Chief Financial Officer	S. Bradford Rives	181,219
8	Senior Vice President - Energy Services	Paul W. Thompson	241,640
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			
26			
27			
28			
29			
30			
31			
32			
33			
34			
35			
36			
37			
38			
39			
40			
41			
42			
43			
44			

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 104 Line No.: 3 Column: c

Officers are employed by LG&E and KU Services Company. Amounts shown reflect the portion of their salary allocated to KU.

BLANK

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

DIRECTORS

1. Report below the information called for concerning each director of the respondent who held office at any time during the year. Include in column (a), abbreviated titles of the directors who are officers of the respondent.
2. Designate members of the Executive Committee by a triple asterisk and the Chairman of the Executive Committee by a double asterisk.

Line No.	Name (and Title) of Director (a)	Principal Business Address (b)
1	CURRENT BOARD OF DIRECTORS AT DECEMBER 31, 2010	
2		
3	Victor A. Staffieri, Chairman of the Board, President	
4	and Chief Executive Officer	220 West Main Street, Louisville, KY 40202
5	John R. McCall, EVP, General Counsel, Corporate	
6	Secretary and Chief Compliance Officer	220 West Main Street, Louisville, KY 40202
7	S. Bradford Rives, Chief Financial Officer	220 West Main Street, Louisville, KY 40202
8	Chris Hermann, SVP - Energy Delivery	220 West Main Street, Louisville, KY 40202
9	Paul W. Thompson, SVP - Energy Services	220 West Main Street, Louisville, KY 40202
10	Paul A. Farr, EVP and Chief Financial Officer of PPL	2 North Ninth Street, Allentown, PA 18101
11	William H. Spence, EVP and Chief Operating Officer of PPL	2 North Ninth Street, Allentown, PA 18101
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		
42		
43		
44		
45		
46		
47		
48		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

INFORMATION ON FORMULA RATES
FERC Rate Schedule/Tariff Number FERC Proceeding

Does the respondent have formula rates?

[X] Yes
[ ] No

1. Please list the Commission accepted formula rates including FERC Rate Schedule or Tariff Number and FERC proceeding (i.e. Docket No) accepting the rate(s) or changes in the accepted rate.

Line No.	FERC Rate Schedule or Tariff Number	FERC Proceeding
1	Various	Docket No. ER08-1588
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 106 Line No.: 1 Column:

Municipal	**Rate Schedule No. for Amended Agreement as Filed 4/30/09**
Barbourville	3rd Rev. 184
Bardstown	3rd Rev. 185
Bardwell	3rd Rev. 186
Benham	3rd Rev. 187
Berea	2nd Rev. 197
Corbin	3rd Rev. 188
Falmouth	3rd Rev. 189
Frankfort	3rd Rev. 190
Madisonville	3rd Rev. 161
Nicholasville	3rd Rev. 157
Paris	3rd Rev. 83
Providence	4th Rev. 195

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

INFORMATION ON FORMULA RATES
FERC Rate Schedule/Tariff Number FERC Proceeding

Does the respondent file with the Commission annual (or more frequent) filings containing the inputs to the formula rate(s)?

☒ Yes
☐ No

2. If yes, provide a listing of such filings as contained on the Commission's eLibrary website

Line No.	Accession No.	Document Date \ Filed Date	Docket No.	Description	Formula Rate FERC Rate Schedule Number or Tariff Number
1	20100504-0215	05/03/2010	ER08-1588	Annual Update to Formula Rates	Various
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46					

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

INFORMATION ON FORMULA RATES
Formula Rate Variances

1. If a respondent does not submit such filings then indicate in a footnote to the applicable Form 1 schedule where formula rate inputs differ from amounts reported in the Form 1.
2. The footnote should provide a narrative description explaining how the "rate" (or billing) was derived if different from the reported amount in the Form 1.
3. The footnote should explain amounts excluded from the ratebase or where labor or other allocation factors, operating expenses, or other items impacting formula rate inputs differ from amounts reported in Form 1 schedule amounts.
4. Where the Commission has provided guidance on formula rate inputs, the specific proceeding should be noted in the footnote.

Line No.	Page No(s).	Schedule	Column	Line No
1	Not Applicable			
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42				
43				
44				

Name of Respondent	This Report Is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

IMPORTANT CHANGES DURING THE QUARTER/YEAR

Give particulars (details) concerning the matters indicated below. Make the statements explicit and precise, and number them in accordance with the inquiries. Each inquiry should be answered. Enter "none," "not applicable," or "NA" where applicable. If information which answers an inquiry is given elsewhere in the report, make a reference to the schedule in which it appears.

1. Changes in and important additions to franchise rights: Describe the actual consideration given therefore and state from whom the franchise rights were acquired. If acquired without the payment of consideration, state that fact.
2. Acquisition of ownership in other companies by reorganization, merger, or consolidation with other companies: Give names of companies involved, particulars concerning the transactions, name of the Commission authorizing the transaction, and reference to Commission authorization.
3. Purchase or sale of an operating unit or system: Give a brief description of the property, and of the transactions relating thereto, and reference to Commission authorization, if any was required. Give date journal entries called for by the Uniform System of Accounts were submitted to the Commission.
4. Important leaseholds (other than leaseholds for natural gas lands) that have been acquired or given, assigned or surrendered: Give effective dates, lengths of terms, names of parties, rents, and other condition. State name of Commission authorizing lease and give reference to such authorization.
5. Important extension or reduction of transmission or distribution system: State territory added or relinquished and date operations began or ceased and give reference to Commission authorization, if any was required. State also the approximate number of customers added or lost and approximate annual revenues of each class of service. Each natural gas company must also state major new continuing sources of gas made available to it from purchases, development, purchase contract or otherwise, giving location and approximate total gas volumes available, period of contracts, and other parties to any such arrangements, etc.
6. Obligations incurred as a result of issuance of securities or assumption of liabilities or guarantees including issuance of short-term debt and commercial paper having a maturity of one year or less. Give reference to FERC or State Commission authorization, as appropriate, and the amount of obligation or guarantee.
7. Changes in articles of incorporation or amendments to charter: Explain the nature and purpose of such changes or amendments.
8. State the estimated annual effect and nature of any important wage scale changes during the year.
9. State briefly the status of any materially important legal proceedings pending at the end of the year, and the results of any such proceedings culminated during the year.
10. Describe briefly any materially important transactions of the respondent not disclosed elsewhere in this report in which an officer, director, security holder reported on Page 106, voting trustee, associated company or known associate of any of these persons was a party or in which any such person had a material interest.
11. (Reserved.)
12. If the important changes during the year relating to the respondent company appearing in the annual report to stockholders are applicable in every respect and furnish the data required by Instructions 1 to 11 above, such notes may be included on this page.
13. Describe fully any changes in officers, directors, major security holders and voting powers of the respondent that may have occurred during the reporting period.
14. In the event that the respondent participates in a cash management program(s) and its proprietary capital ratio is less than 30 percent please describe the significant events or transactions causing the proprietary capital ratio to be less than 30 percent, and the extent to which the respondent has amounts loaned or money advanced to its parent, subsidiary, or affiliated companies through a cash management program(s). Additionally, please describe plans, if any to regain at least a 30 percent proprietary ratio.

PAGE 108 INTENTIONALLY LEFT BLANK
SEE PAGE 109 FOR REQUIRED INFORMATION.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

IMPORTANT CHANGES DURING THE QUARTER/YEAR (Continued)

1. None.

2. On April 28, 2010, E.ON U.S., a diversified energy services company that owned and operated Kentucky Utilities Company ("KU") and Louisville Gas and Electric Company ("LG&E"), announced that E.ON AG, its parent company, and PPL Corporation entered into a definitive agreement for the sale of E.ON U.S. to PPL Corporation for $7.625 billion. The transaction was completed on November 1, 2010, following the completion of applicable conditions precedent, including relevant state and federal regulatory approvals as detailed below. On November 1, 2010, E.ON U.S.'s name was changed to LG&E and KU Energy LLC.

   The change of control and financing-related applications were filed on May 28, 2010, with the Kentucky Public Service Commission ("Kentucky Commission"), and on June 15, 2010, with the Virginia State Corporation Commission ("Virginia Commission") and the Tennessee Regulatory Authority. An application was filed with the Federal Energy Regulatory Commission ("FERC") on June 28, 2010.

   On September 15, 2010, a settlement agreement was filed with the FERC seeking approval of the acquisition by October 15, 2010. In addition, the Kentucky Commission granted approval of the application on September 30, 2010, in Case No. 2010-00204, subject to acceptance by PPL Corporation and KU and LG&E within seven days. PPL Corporation and KU and LG&E issued letters to the Kentucky Commission accepting the conditions on October 6, 2010.

   The Virginia Commission approval was received on October 19, 2010, in PUE-2010-00060, the Tennessee Regulatory Authority approval was received on October 21, 2010, in Docket 10-00118, and the Federal Energy Regulatory Commission approval was received on October 26, 2010, in Docket EC10-77-000.

3. During December 2009, KU purchased joint use assets from Louisville Gas & Electric Company which had an original value of $103 million and a net book value of $48 million. During June 2008, KU purchased a hyperbolic cooling tower from Louisville Gas & Electric Company, which had an original value of $18 million and a net book value of $10 million. Upon completion of the 2009 purchase of the joint use assets through Account 102 - Electric Plant Purchased or Sold, a reclassification was made in December 2009, to account 102 for the 2008 purchase. The journal entries were filed with the FERC on June 7, 2010, and approved on October 14, 2010.

   During November 2010, KU transferred 149 railcars owned by KU to Trinity Industries Leasing Company as part of a lease transaction under which KU is leasing 150 new aluminum railcars. The railcars had an original value of $7,296,251 and a net book value of $1,258,141. KU received a trade-in allowance for the railcars of $774,800. KU has classified this trade-in allowance as prepaid rent as it will reduce the monthly lease payments over the life of the lease by this amount. KU will recognize a loss of $483,341, which is the difference between the net book value of the existing railcars and the trade-in allowance given by the lessor. This loss was recorded in Plant Account 102 (Electric Plant Purchased or Sold). The journal entries for this transaction will be filed within the six month period following November 2010.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

IMPORTANT CHANGES DURING THE QUARTER/YEAR (Continued)

4. None of a material nature.

5. On July 1, 2010, 35.75 miles of transmission lines went into service. As these were interconnect transmission lines, no customers were added.

6. KU received FERC authorization in FERC Docket No. ES09-53-000 for up to $400 million in short-term debt through November 30, 2011. KU's money pool balance decreased from $61 million at September 30, 2010, to $10 million at December 31, 2010.

   On November 1, 2010, KU entered into a new $400 million revolving credit facility maturing December 31, 2014. The facility is consistent with the above FERC authorization and was approved by the Kentucky Commission Order, Case No. 2010-00206, by the Virginia Commission on October 19, 2010, in Case No. PUE-2010-00094 and Case No. PUE-2010-00130, and by the Tennessee Regulatory Authority on October 21, 2010 in Docket No. 10-00119. There were letters of credit totaling $198 million issued under this facility at December 31, 2010. These letters of credit replaced prior letters of credit of the same amount issued under individual reimbursement agreements.

   On November 1, 2010, KU refinanced all 21 loans totaling $1.331 billion from an affiliate in connection with the acquisition of KU's parent by PPL Corporation. The new loans were from an affiliate of PPL. The amounts, maturity dates, and interest rates of the new loans matched the terms of the prior loans. These transactions were approved by the Kentucky Commission on September 30, 2010, in Case No. 2010-00206, by the Virginia Commission on October 19, 2010, in Case No. PUE-2010-00094 and Case No. PUE-2010-00130, and by the Tennessee Regulatory Authority on October 21, 2010, in Docket No. 10-00119.

   On November 8, 2010, KU priced three new series of first mortgage bonds totaling $1.5 billion. One series totaling $250 million matures in November 2015, and has an interest rate of 1.625%. A second series totaling $500 million matures in November 2020, and has an interest rate of 3.25%. The third series in the amount of $750 million matures in November 2040, and has an interest rate of 5.125%. The closing for this transaction was on November 16, 2010. The proceeds of the first mortgage bond issuance were used to repay the loans from an affiliate of PPL Corporation and general corporate purposes. These transactions were approved by the Kentucky Commission on September 30, 2010, in Case No. 2010-00206, by the Virginia Commission on October 19, 2010, in Case No. PUE-2010-00094 and Case No. PUE-2010-00130, and by the Tennessee Regulatory Authority on October 21, 2010, in Docket No. 10-00119.

7. None.

8. During the first quarter of 2010, non-union employees received routine wage increases in accordance with annual salary reviews and job rotations. During the third quarter of 2010, hourly non-union employees received routine wage increases in accordance with annual reviews and job rotations and union employees received routine wage increase in accordance with the union contracts.

9. See Notes 3, 13 and 19 of Notes to Financial Statements.

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

IMPORTANT CHANGES DURING THE QUARTER/YEAR (Continued)

10. None.

11. N/A

12. See attached Notes to Financial Statements.

13. Wendy Welsh announced her retirement as Senior Vice President - Information Technology during November 2009, effective January 2010.

    Eric Slavinsky was hired as Chief Information Officer effective October 2010.

14. KU is a participant in a cash pooling arrangement, but its proprietary capital ratio is above 30 percent.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
1	**UTILITY PLANT**			
2	Utility Plant (101-106, 114)	200-201	5,542,351,018	4,892,012,393
3	Construction Work in Progress (107)	200-201	954,430,277	1,257,408,524
4	TOTAL Utility Plant (Enter Total of lines 2 and 3)		6,496,781,295	6,149,420,917
5	(Less) Accum. Prov. for Depr. Amort. Depl. (108, 110, 111, 115)	200-201	2,261,926,782	2,168,491,126
6	Net Utility Plant (Enter Total of line 4 less 5)		4,234,854,513	3,980,929,791
7	Nuclear Fuel in Process of Ref., Conv.,Enrich., and Fab. (120.1)	202-203	0	0
8	Nuclear Fuel Materials and Assemblies-Stock Account (120.2)		0	0
9	Nuclear Fuel Assemblies in Reactor (120.3)		0	0
10	Spent Nuclear Fuel (120.4)		0	0
11	Nuclear Fuel Under Capital Leases (120.6)		0	0
12	(Less) Accum. Prov. for Amort. of Nucl. Fuel Assemblies (120.5)	202-203	0	0
13	Net Nuclear Fuel (Enter Total of lines 7-11 less 12)		0	0
14	Net Utility Plant (Enter Total of lines 6 and 13)		4,234,854,513	3,980,929,791
15	Utility Plant Adjustments (116)		0	0
16	Gas Stored Underground - Noncurrent (117)		0	0
17	**OTHER PROPERTY AND INVESTMENTS**			
18	Nonutility Property (121)		179,121	179,121
19	(Less) Accum. Prov. for Depr. and Amort. (122)		0	0
20	Investments in Associated Companies (123)		0	11,967,169
21	Investment in Subsidiary Companies (123.1)	224-225	30,289,224	0
22	(For Cost of Account 123.1, See Footnote Page 224, line 42)			
23	Noncurrent Portion of Allowances	228-229	0	0
24	Other Investments (124)		0	250,000
25	Sinking Funds (125)		0	0
26	Depreciation Fund (126)		0	0
27	Amortization Fund - Federal (127)		0	0
28	Other Special Funds (128)		0	0
29	Special Funds (Non Major Only) (129)		0	0
30	Long-Term Portion of Derivative Assets (175)		1,564	0
31	Long-Term Portion of Derivative Assets – Hedges (176)		0	0
32	TOTAL Other Property and Investments (Lines 18-21 and 23-31)		30,469,909	12,396,290
33	**CURRENT AND ACCRUED ASSETS**			
34	Cash and Working Funds (Non-major Only) (130)		0	0
35	Cash (131)		3,132,600	1,672,088
36	Special Deposits (132-134)		418,600	0
37	Working Fund (135)		39,025	39,530
38	Temporary Cash Investments (136)		200,847	269
39	Notes Receivable (141)		0	0
40	Customer Accounts Receivable (142)		87,296,102	80,906,607
41	Other Accounts Receivable (143)		28,510,674	19,671,459
42	(Less) Accum. Prov. for Uncollectible Acct.-Credit (144)		6,041,458	2,820,687
43	Notes Receivable from Associated Companies (145)		0	0
44	Accounts Receivable from Assoc. Companies (146)		11,996,433	8,621,893
45	Fuel Stock (151)	227	94,898,528	97,742,425
46	Fuel Stock Expenses Undistributed (152)	227	0	0
47	Residuals (Elec) and Extracted Products (153)	227	0	0
48	Plant Materials and Operating Supplies (154)	227	32,560,243	30,472,278
49	Merchandise (155)	227	0	0
50	Other Materials and Supplies (156)	227	0	0
51	Nuclear Materials Held for Sale (157)	202-203/227	0	0
52	Allowances (158.1 and 158.2)	228-229	566,579	975,076

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)(Continued)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
53	(Less) Noncurrent Portion of Allowances		0	0
54	Stores Expense Undistributed (163)	227	8,854,899	7,480,011
55	Gas Stored Underground - Current (164.1)		0	0
56	Liquefied Natural Gas Stored and Held for Processing (164.2-164.3)		0	0
57	Prepayments (165)		8,173,725	8,192,917
58	Advances for Gas (166-167)		0	0
59	Interest and Dividends Receivable (171)		21,219	48,719
60	Rents Receivable (172)		0	0
61	Accrued Utility Revenues (173)		88,688,000	75,680,688
62	Miscellaneous Current and Accrued Assets (174)		0	0
63	Derivative Instrument Assets (175)		20,501	162,412
64	(Less) Long-Term Portion of Derivative Instrument Assets (175)		1,564	0
65	Derivative Instrument Assets - Hedges (176)		0	0
66	(Less) Long-Term Portion of Derivative Instrument Assets - Hedges (176		0	0
67	Total Current and Accrued Assets (Lines 34 through 66)		359,334,953	328,845,685
68	**DEFERRED DEBITS**			
69	Unamortized Debt Expenses (181)		16,587,219	4,842,774
70	Extraordinary Property Losses (182.1)	230a	0	0
71	Unrecovered Plant and Regulatory Study Costs (182.2)	230b	0	0
72	Other Regulatory Assets (182.3)	232	231,807,962	253,671,749
73	Prelim. Survey and Investigation Charges (Electric) (183)		3,594,690	2,325,441
74	Preliminary Natural Gas Survey and Investigation Charges 183.1)		0	0
75	Other Preliminary Survey and Investigation Charges (183.2)		0	0
76	Clearing Accounts (184)		5,281	975,347
77	Temporary Facilities (185)		0	0
78	Miscellaneous Deferred Debits (186)	233	834,531,734	38,071,125
79	Def. Losses from Disposition of Utility Plt. (187)		0	0
80	Research, Devel. and Demonstration Expend. (188)	352-353	0	0
81	Unamortized Loss on Reaquired Debt (189)		12,380,090	12,984,497
82	Accumulated Deferred Income Taxes (190)	234	115,372,945	43,961,730
83	Unrecovered Purchased Gas Costs (191)		0	0
84	Total Deferred Debits (lines 69 through 83)		1,214,279,921	356,832,663
85	TOTAL ASSETS (lines 14-16, 32, 67, and 84)		5,838,939,296	4,679,004,429

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 110 Line No.: 2 Column: c

The majority of the note below provides a summary of all the purchase accounting included in the financial statements for Kentucky Utilities Company ("KU"). These descriptions are provided as early as possible in this document as these descriptions relate to many separate disclosures of purchase accounting adjustments and are intended to prevent repetition throughout the document.

On November 1, 2010, PPL Corporation ("PPL") completed its acquisition of LG&E and KU Energy LLC (“LKE”) and its subsidiaries. The push-down basis of accounting was used to record the fair value adjustments of assets and liabilities on LKE at the acquisition date. PPL paid cash consideration for LKE and its subsidiaries of $2,493 million as well as a capital contribution on November 1, 2010, of $1,565 million; included within this transaction was the consideration paid for KU of $2,656 million. The allocation of the KU purchase price was based on the fair value of assets acquired and liabilities assumed.

The allocation of the purchase price to the fair value of assets acquired and liabilities assumed is as follows:

Current assets	$ 364
Investments	30
Property, plant and equipment	4,531
Other intangible assets	178
Regulatory and other non-current assets	274
Current liabilities (excluding current portion of long-term debt)	(367)
Affiliated debt	(1,331)
Debt (current and non-current)	(352)
Other non-current liabilities	(1,278)
Net identifiable assets acquired	2,049
Goodwill	607
Total purchase price	$ 2,656

Goodwill represents value paid for the rate regulated business of KU, which is located in a defined service area with a constructive regulatory environment, which provides for future investment, earnings and cash flow growth, as well as the assembled workforce. KU’s franchise values are being attributed to the going concern value of the business, and thus were recorded as goodwill rather than a separately identifiable intangible asset. None of the goodwill recognized is deductible for income tax purposes or included in regulated customer rates.

Adjustments to KU’s assets and liabilities that contributed to goodwill were as follows:

The fair value adjustment on the EEI investment was calculated using the discounted cash flow valuation method. The result was an increase in KU’s value of the investment in EEI; the fair value of EEI was calculated to be $30 million and a fair value adjustment of $18 million was recorded on KU. The fair value adjustment to EEI is amortized over the expected remaining useful life of plant and equipment at EEI, which is estimated to be 20 years.

The pollution control bonds on KU had a fair value adjustment of $1 million. All variable bonds were valued at par while the fixed rate bonds were valued with a yield curve based on average credit spreads for similar bonds.

As a result of the purchase accounting associated with the acquisition, the following items had a fair value adjustment but no effect on goodwill as the offset was either a regulatory asset or liability. The regulatory asset or liability has been recorded to eliminate any ratemaking impact of the fair value adjustments:

The value of OVEC was determined to be $39 million based upon an announced

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

transaction by another owner. KU's stock was valued at less than $1 million and the power purchase agreement has been valued at $39 million. An intangible asset was recorded with the offset to regulatory liability and will be amortized using the units of production method until the power purchase agreement ends in March 2026.

KU recorded an emission allowance intangible asset and regulatory liability as the result of adjusting the fair value of the emission allowances at KU. The emission allowance fair value of $9 million represents allocated and purchased SO_2 and NOx emission allowances that are unused as of the valuation date or allocated for use in future years. KU had previously recorded emission allowances as other materials and supplies. The emission allowance fair value adjustment is amortized as the emission allowances are consumed, which is expected to occur through 2040.

KU recorded a coal contract intangible asset of $145 million and non-current liability of $22 million on the Balance Sheet. An offsetting regulatory asset was recorded for those contracts with unfavorable terms relative to market. An offsetting regulatory liability was recorded for those contracts that had favorable terms relative to market. All coal contracts held by KU, wherein it had entered into arrangements to buy amounts of coal at fixed prices from counterparties at a future date, were fair valued. The intangible assets and other liabilities, as well as the regulatory assets and liabilities, are being amortized over the same terms as the related contracts, which expire through 2016.

The fair value of intangible assets and liabilities (e.g. contracts that have favorable or unfavorable terms relative to market), including coal contracts and power purchase agreements, as well as emission allowances, have been reflected on the Balance Sheet with offsetting regulatory assets or liabilities. Prior to the acquisition, KU recovered the cost of the coal contracts, power purchases and emission allowances and this rate treatment will continue after the acquisition. As a result, management believes the regulatory assets and liabilities created to offset the fair value adjustments meet the recognition criteria established by existing accounting guidance and eliminate any ratemaking impact of the fair value adjustments. KU's customer rates will continue to reflect these items (e.g. coal, purchased power, emission allowances) at their original contracted prices.

KU also considered whether a separate fair value should be assigned to KU's rights to operate within its various electric service areas but concluded that these rights only provided the opportunity to earn a regulated return and barriers to market entry, which in management's judgment is not considered a separately identifiable intangible asset under applicable accounting guidance; rather, it is considered going-concern value, or goodwill.

Resubmissions of several items reflecting purchase accounting consistent with final accounting entries approved on October 14, 2011, in Docket No. AC11-83-000.

Resubmitted to restate balances to historical cost prior to purchase accounting.

Schedule Page: 110 Line No.: 4 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on Page 110, Line 2, Column c.

Schedule Page: 110 Line No.: 5 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on Page 110, Line 2, Column c.

Schedule Page: 110 Line No.: 20 Column: c

During the second quarter of 2010, KU reclassed its investment in Ohio Valley Electric Company and Electric Energy Inc., from Investments in Associated Companies (123) to Investment in Subsidiary Companies (123.1).

Schedule Page: 110 Line No.: 21 Column: c

During the second quarter of 2010, KU reclassed its investment in Electric Energy Inc.,

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

from Investments in Associated Companies (123) to Investment in Subsidiary Companies (123.1) and its investment in Ohio Valley Electric Company from Other Investments (124) to Investment in Subsidiary Companies (123.1).

The balance in Investment in Subsidiary Companies (123.1) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value in Investment in Subsidiary Companies, a step-up in value compared to the net book value of the investment in EEI was recorded. The step-up in value was assumed to relate to EEI's plant and is amortized over the average life of EEI's plant assets. The following reflects the purchase accounting adjustment:

Investment in Subsidiary Companies (123.1) Without Purchase Accounting	$ 12,715,222
Purchase Accounting Adjustment	17,721,683
Amortization of Purchase Accounting Adjustment	(147,681)
Total for Investment in Subsidiary Companies (123.1)	$ 30,289,224

Schedule Page: 110 Line No.: 23 Column: c

Resubmitted to reclassify emission allowances purchase accounting adjustments to Miscellaneous Deferred Debits (186). See footnote on Page 110, Line 2, Column c.

Schedule Page: 110 Line No.: 24 Column: c

During the second quarter of 2010, KU reclassed its investment in Ohio Valley Electric Company from Other Investments (124) to Investment in Subsidiary Companies (123.1).

Schedule Page: 110 Line No.: 30 Column: c

Resubmitted to distinguish long-term portion of derivative assets.

Schedule Page: 110 Line No.: 32 Column: c

Resubmitted to reclass Noncurrent Portion of Allowances and to distinguish Long-Term Portion of Derivative Assets (175). See footnote on Page 110, Line 2, Column c.

Schedule Page: 110 Line No.: 36 Column: c

During December 2010, KU reclassed its portion of the collateral balance for energy commodities trading with MF Global Inc. from Other Accounts Receivable (143) to Special Deposits (134).

Schedule Page: 110 Line No.: 40 Column: c

The balance in Customer Accounts Receivable (142) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value of Customer Accounts Receivable, KU netted previously recorded Accumulated Provision for Uncollectible Accounts against the book value of assets as of the acquisition date. The fair value adjustment is amortized over the period accounts receivable are written off. See footnote for Page 110, Line 42, Column c. The following reflects the purchase accounting adjustment:

Customer Accounts Receivable (142) Without Purchase Accounting	$ 88,399,098
Purchase Accounting Adjustment	(2,205,992)
Amortization of Purchase Accounting Adjustment	1,102,996
Total for Customer Accounts Receivable (142)	$ 87,296,102

Schedule Page: 110 Line No.: 41 Column: c

The balance in Other Accounts Receivable (143) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value of Other Accounts Receivable, KU netted previously recorded Accumulated Provision for Uncollectible Accounts against the book value of assets as of the acquisition date. The fair value adjustment is amortized over the period the accounts receivable are written off. See footnote for Page 110, Line 42, Column c. The following reflects the purchase accounting adjustment:

Other Accounts Receivable (143) Without Purchase Accounting	$ 33,153,878

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Purchase Accounting Adjustment		(4,669,408)
Amortization of Purchase Accounting Adjustment		26,204
Total for Other Accounts Receivable (143)	$	28,510,674

Schedule Page: 110 Line No.: 42 Column: c

The balance in Accumulated Provision For Uncollectible Accounts (144) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value of Customer Accounts Receivable and Other Accounts Receivable, KU netted previously recorded Accumulated Provision for Uncollectible Accounts against the book value of assets as of the acquisition date. Amortization of purchase accounting entries in accounts 142 and 143 is offset in this account. The following reflects the purchase accounting adjustment:

Accum. Prov. For Uncollectible Acct. (144) Without Purchase Accounting	$	11,787,658
Purchase Accounting Adjustment		(6,875,400)
Amortization of Purchase Accounting Adjustment		1,129,200
Total for Accum. Prov. For Uncollectible Acct. (144)	$	6,041,458

Schedule Page: 110 Line No.: 52 Column: c

Resubmitted to reclassify emission allowance purchase accounting adjustments to Miscellaneous Deferred Debits (186). See footnote on Page 110, Line 2, Column c.

Schedule Page: 110 Line No.: 53 Column: c

Resubmitted to reclassify emission allowances purchase accounting adjustments to Miscellaneous Deferred Debits (186). See footnote on Page 110, Line 2, Column c.

Schedule Page: 110 Line No.: 64 Column: c

Resubmitted to distinguish long-term portion of derivative assets.

Schedule Page: 110 Line No.: 67 Column: c

Resubmitted to reclass Allowances and to distinguish Long-Term Portion of Derivative Assets (175). See footnote on Page 110, Line 2, Column c.

Schedule Page: 110 Line No.: 69 Column: c

The balance in Unamortized Debt Expenses (181) was adjusted due to the purchase of KU by PPL in November 2010, as these costs are considered to have no fair value in purchase accounting under US GAAP. However, since KU receives recovery of these costs in rates through the embedded cost of capital, the balance of $4,662,536 was reclassified to Other Regulatory Assets (182.3) in purchase accounting. The balance continues to amortize over the remaining term of the debt.

First mortgage bonds were issued November 16, 2010, and these included debt issuance expenses of $12,620,048 to be amortized over the life of the related issues, of which $119,194 was amortized through December 31, 2010. A revolving credit facility was set up on November 1, 2010, and this included setup fees of $4,255,435 to be amortized over the term of the credit facility, of which $169,070 was amortized through December 31, 2010.

Schedule Page: 110 Line No.: 72 Column: c

The balance in Other Regulatory Assets (182.3) was adjusted to reflect regulatory offsets due to the purchase of KU by PPL in November 2010. The adjustments represent the fair value of coal supply contracts based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts, the reclassification of Unamortized Debt Expenses, and the fair value of a lease contract based upon the difference between the estimated market price of the leased property and the actual lease costs. The balances will be amortized as the underlying purchase accounting adjustments are amortized. See footnotes for Page 110, Line 69, Column c and Page 112, Line 59, Column c.

Other Regulatory Assets (182.3) Without Purchase Accounting	$	208,403,356
Purchase Accounting Adjustment – Unamortized Debt Expenses		4,662,536

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

Amortization of Purchase Accounting Adjustment – Unamortized Debt Expenses	(36,112)
Purchase Accounting Adjustment – coal supply contracts	22,605,479
Amortization of Purchase Accounting Adjustment – coal supply contracts	(4,728,247)
Purchase Accounting Adjustments – rent commitments	900,950
Total for Other Regulatory Assets (182.3)	$ 231,807,962

Schedule Page: 110 Line No.: 78 Column: c

The balance in Miscellaneous Deferred Debits (186) was adjusted due to the purchase of KU by PPL in November 2010. The account was adjusted for coal supply contracts, a power purchase contract, emission allowances and goodwill attributed to KU. Coal supply contracts were adjusted to reflect the fair value based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts. Using the offer of a transaction by another owner as an indication of the fair value, the fair value of the power purchase contract was calculated using a weighted average of the announced offer and the allotted megawatt multiplied by KU’s megawatt capacity. The value assigned to the purchase power contract was the difference between KU’s original investment and the $39 million for KU. Emission allowances were adjusted to current market prices of SO2 and NOx at the acquisition date.

The adjustments for coal supply contracts, emission allowances and the power purchase contract were recorded with a regulatory liability offset since the actual costs of these contracts are recoverable through rate mechanisms. The value of the coal contracts is amortized ratably by year over the life of the contracts. The value of emission allowances is amortized over the life of the allowances. The value of the power purchase agreement is amortized over the term of the contract, ending in March 2026. The value assigned to goodwill will not be amortized. See footnote for Page 112, Line 60, Column c. The following reflects the purchase accounting adjustments:

Miscellaneous Deferred Debits (186) Without Purchase Accounting	$ 39,153,180
Purchase Accounting Adjustment – purchase power contract	38,582,028
Amortization of Purchase Accounting Adjustment – purchase power contract	(464,152)
Purchase Accounting Adjustment – emission allowances	9,259,090
Amortization of Purchase Accounting Adjustment – emission allowances	(983,780)
Purchase Accounting Adjustment – coal supply contracts	144,919,879
Amortization of Purchase Accounting Adjustment – coal supply contracts	(3,338,879)
Goodwill	607,404,368
Total for Miscellaneous Deferred Debits (186)	$ 834,531,734

Resubmitted to reclass emission allowances to Miscellaneous Deferred Debits (186). See footnote on Page 110, Line 2, Column c.

Schedule Page: 110 Line No.: 82 Column: c

The balance in Accumulated Deferred Income Taxes (190) was adjusted due to the purchase of KU by PPL in November 2010. The purchase accounting adjustments were to reflect the deferred income tax impact of purchase accounting adjustments related to fixed interest rate pollution control bonds, coal supply contracts and a lease contract, and regulatory liabilities for a power purchase contract, emission allowances and coal supply contracts as of the acquisition date. The deferred income taxes are amortized as the underlying purchase accounting adjustments are amortized. See footnotes for Page 112, Line 21, Column c; Page 112, Line 59, Column c; and, Page 112, Line 60, Column c. The following

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

reflects the purchase accounting adjustments:

Accumulated Deferred Income Taxes (190) Without Purchase Accounting	$34,511,064
Purchase Accounting Adjustment – pollution control bonds	451,806
Amortization of Purchase Accounting Adjustment – pollution control bonds	(4,299)
Purchase Accounting Adjustment – regulatory liability for power purchase contract	15,008,409
Amortization of Purchase Accounting Adjustment – regulatory liability for power purchase contract	(180,555)
Purchase Accounting Adjustment – regulatory liability for emission allowances	3,601,785
Amortization of Purchase Accounting Adjustment – regulatory liability for emission allowances	(382,690)
Purchase Accounting Adjustment – regulatory liability for coal supply contracts	56,373,833
Amortization of Purchase Accounting Adjustment – regulatory liability for coal supply contracts	(1,298,823)
Purchase Accounting Adjustment – coal supply contracts	8,793,531
Amortization of Purchase Accounting Adjustment – coal supply contracts	(1,839,288)
Purchase Accounting Adjustment – rent commitment	350,470
Amortization of Purchase Accounting Adjustment – rent commitment	(12,298)
Total for Accumulated Deferred Income Taxes (190)	$115,372,945

Schedule Page: 110 Line No.: 84 Column: c

Resubmitted to reclass emission allowances to Miscellaneous Deferred Debits (186). See footnote on Page 110, Line 2, Column c.

Name of Respondent	This Report is:	Date of Report (mo, da, yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	end of 2010/Q4

COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
1	PROPRIETARY CAPITAL			
2	Common Stock Issued (201)	250-251	308,139,978	308,139,978
3	Preferred Stock Issued (204)	250-251	0	0
4	Capital Stock Subscribed (202, 205)		0	0
5	Stock Liability for Conversion (203, 206)		0	0
6	Premium on Capital Stock (207)		0	0
7	Other Paid-In Capital (208-211)	253	2,348,446,834	315,858,083
8	Installments Received on Capital Stock (212)	252	0	0
9	(Less) Discount on Capital Stock (213)	254	0	0
10	(Less) Capital Stock Expense (214)	254b	321,289	321,289
11	Retained Earnings (215, 215.1, 216)	118-119	35,351,542	1,317,618,203
12	Unappropriated Undistributed Subsidiary Earnings (216.1)	118-119	43,895	10,671,369
13	(Less) Reaquired Capital Stock (217)	250-251	0	0
14	Noncorporate Proprietorship (Non-major only) (218)		0	0
15	Accumulated Other Comprehensive Income (219)	122(a)(b)	-2,854	0
16	Total Proprietary Capital (lines 2 through 15)		2,691,658,106	1,951,966,344
17	LONG-TERM DEBT			
18	Bonds (221)	256-257	1,850,779,405	350,779,405
19	(Less) Reaquired Bonds (222)	256-257	0	0
20	Advances from Associated Companies (223)	256-257	0	1,298,000,000
21	Other Long-Term Debt (224)	256-257	1,150,404	0
22	Unamortized Premium on Long-Term Debt (225)		0	0
23	(Less) Unamortized Discount on Long-Term Debt-Debit (226)		10,823,094	0
24	Total Long-Term Debt (lines 18 through 23)		1,841,106,715	1,648,779,405
25	OTHER NONCURRENT LIABILITIES			
26	Obligations Under Capital Leases - Noncurrent (227)		0	0
27	Accumulated Provision for Property Insurance (228.1)		0	0
28	Accumulated Provision for Injuries and Damages (228.2)		2,422,714	2,545,415
29	Accumulated Provision for Pensions and Benefits (228.3)		180,134,598	165,768,075
30	Accumulated Miscellaneous Operating Provisions (228.4)		0	0
31	Accumulated Provision for Rate Refunds (229)		0	0
32	Long-Term Portion of Derivative Instrument Liabilities		902	0
33	Long-Term Portion of Derivative Instrument Liabilities - Hedges		0	0
34	Asset Retirement Obligations (230)		53,981,306	34,365,308
35	Total Other Noncurrent Liabilities (lines 26 through 34)		236,539,520	202,678,798
36	CURRENT AND ACCRUED LIABILITIES			
37	Notes Payable (231)		0	0
38	Accounts Payable (232)		76,307,787	114,498,518
39	Notes Payable to Associated Companies (233)		10,434,000	77,974,954
40	Accounts Payable to Associated Companies (234)		45,351,362	88,034,352
41	Customer Deposits (235)		22,839,133	21,975,268
42	Taxes Accrued (236)	262-263	24,614,783	14,176,461
43	Interest Accrued (237)		8,149,642	1,268,054
44	Dividends Declared (238)		0	0
45	Matured Long-Term Debt (239)		0	0

Name of Respondent	This Report is:	Date of Report (mo, da, yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	end of 2010/Q4

COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)(continued)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
46	Matured Interest (240)		0	0
47	Tax Collections Payable (241)		4,205,425	3,878,287
48	Miscellaneous Current and Accrued Liabilities (242)		15,078,609	14,787,582
49	Obligations Under Capital Leases-Current (243)		0	0
50	Derivative Instrument Liabilities (244)		229,225	151,690
51	(Less) Long-Term Portion of Derivative Instrument Liabilities		902	0
52	Derivative Instrument Liabilities - Hedges (245)		0	0
53	(Less) Long-Term Portion of Derivative Instrument Liabilities-Hedges		0	0
54	Total Current and Accrued Liabilities (lines 37 through 53)		207,209,064	336,745,166
55	DEFERRED CREDITS			
56	Customer Advances for Construction (252)		2,869,274	2,927,922
57	Accumulated Deferred Investment Tax Credits (255)	266-267	104,094,169	104,165,269
58	Deferred Gains from Disposition of Utility Plant (256)		0	0
59	Other Deferred Credits (253)	269	27,238,013	10,173,179
60	Other Regulatory Liabilities (254)	278	243,086,816	44,244,444
61	Unamortized Gain on Reaquired Debt (257)		0	0
62	Accum. Deferred Income Taxes-Accel. Amort.(281)	272-277	0	0
63	Accum. Deferred Income Taxes-Other Property (282)		346,844,638	303,110,975
64	Accum. Deferred Income Taxes-Other (283)		138,292,981	74,212,927
65	Total Deferred Credits (lines 56 through 64)		862,425,891	538,834,716
66	TOTAL LIABILITIES AND STOCKHOLDER EQUITY (lines 16, 24, 35, 54 and 65)		5,838,939,296	4,679,004,429

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 112 Line No.: 7 Column: c

The balance in Other Paid-in Capital (208-211) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value, the balance was adjusted for a step-up in value compared to the net book value of the investment in EEI net of deferred taxes, the fixed rate pollution control bonds net of taxes and goodwill. The balance also includes elimination of Retained Earnings (215, 215.1, 216) at October 31, 2010. See footnotes for Page 110, Lines 21, Column c, Page 110, Line 78, Column c, Page 110, Line 82, Column c, Page 112, Line 11, Column c, Page 112, Line 21, Column c and Page 112, Line 64, Column c. The following reflects the purchase accounting adjustment:

Other Paid-in Capital (208-211) Without Purchase Accounting	$ 315,858,083
Purchase Accounting Adjustment - Goodwill	607,404,368
Purchase Accounting Adjustment – EEI investment	7,569,645
Purchase Accounting Adjustment – pollution control bonds	(709,649)
Purchase Accounting Adjustment – prior Retained Earnings	1,418,324,387
Total for Other Paid-in Capital (208-211)	$2,348,446,834

Schedule Page: 112 Line No.: 11 Column: c

The balance in Retained Earnings (215, 215.1, 216) was adjusted due to the purchase of KU by PPL in November 2010. The adjustment eliminated Retained Earnings at October 31, 2010, and included amortization of purchase accounting adjustments recorded as of the acquisition date. See footnotes for Page 112, Line 7, Column d. The following reflects the purchase accounting adjustment:

Retained Earnings (215, 215.1, 216) Without Purchase Accounting	$1,439,351,594
Elimination of Retained Earnings	(1,404,083,567)
Amortization of Purchase Accounting Adjustment – EEI investment reclassification to Unappropriated Undistributed Subsidiary Earnings (216.1)	147,681
Amortization of Purchase Accounting Adjustment – rent commitment (net of deferred taxes of $12,297)	19,315
Amortization of Purchase Accounting Adjustment – EEI investments (net of deferred taxes of $(57,448))	(90,233)
Amortization of Purchase Accounting Adjustment – pollution control bonds (net of deferred taxes of $4,299)	6,752
Total for Retained Earnings (215, 215.1, 216)	$ 35,351,542

Resubmission due to reclassification of Equity in Earnings for year (418.1) related to KU's investment in Electric Energy Inc. to Unappropriated Undistributed Subsidiary Earnings (216.1). See footnote on Page 110, Line 2, Column c.

Schedule Page: 112 Line No.: 12 Column: c

The balance in Unappropriated Undistributed Subidiary Earnings (216.1) was adjusted for Equity in Earnings for year (418.1) due to the purchase of KU by PPL in November 2010. This adjustment represents the amortization of KU’s purchase accounting adjustment related to KU’s investment in Electric Energy, Inc:

Unappropriated Undistributed Subsidiary Earnings (216.1) Without Purchase Accounting	$ 14,432,396
Purchase Accounting Adjustment	(14,240,820)
Amortization of Purchase Accounting Adjustment	(147,681)
Total for Undistributed Subsidiary Earnings (216.1)	$ 43,895

Resubmission due to reclassification of Equity in Earnings for year (418.1) related to

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

KU's investment in Electric Energy Inc. from Retained Earnings (215, 215.1, 216). See footnote on Page 110, Line 2, Column c.

Schedule Page: 112 Line No.: 15 Column: c

The balance in Accumulated Other Comprehensive Income (219) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value of the investment in EEI, a step-up in value compared to the net book value was recorded. See footnote for Page 110, Line 21, Column c, Page 112, Line 7, Column c and Page 112, Line 64, Column c. The following reflects the purchase accounting adjustment:

Accumulated Other Comprehensive Income (219) Without Purchase Accounting	$	(1,993,677)
Purchase Accounting Adjustment		1,990,823
Total for Accumulated Other Comprehensive Income (219)	$	(2,854)

Schedule Page: 112 Line No.: 20 Column: c

In November 2010, Fidelia debt was replaced with debt from an affiliated company. Proceeds from issuance of first mortgage bonds were used to repay the affiliated debt.

Schedule Page: 112 Line No.: 21 Column: c

The balance in Other Long-Term Debt (224) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to reflect the fair value of the fixed rate pollution control bonds as of the acquisition date. The adjustment is the difference between the market value of the bonds using a market interest rate and the actual interest rate. The adjustment will be amortized over the remaining life of the bonds. The following reflects the purchase accounting adjustment:

Other Long-Term Debt (224) Without Purchase Accounting	$	-
Purchase Accounting Adjustment		1,161,455
Amortization of Purchase Accounting Adjustment		(11,051)
Total for Other Long-Term Debt (224)	$	1,150,404

Schedule Page: 112 Line No.: 23 Column: c

First mortgage bonds were issued November 16, 2010, and these included debt discounts of $10,902,500 to be amortized over the life of the related issues, of which $79,406 (1.5 months) was amortized through December 31, 2010, leaving a balance of $10,823,094.

Schedule Page: 112 Line No.: 59 Column: c

The balance in Other Deferred Credits (253) was adjusted due to the purchase of KU by PPL in November 2010. The adjustments represent the fair value of certain coal supply contracts based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts and the fair value of a lease contract based upon the difference between the estimated market price of the leased property and the actual lease costs. The adjustments were recorded with a regulatory liability offset since the actual costs of these contracts are recoverable through rate mechanisms. The value of the coal contracts is amortized ratably by year over the life of the contracts. The value of the lease contract is amortized over the term of the lease. See footnote for Page 110, Line 72, Column c. The following reflects the purchase accounting adjustments:

Other Deferred Credits (253) Without Purchase Accounting	$	8,491,443
Purchase Accounting Adjustment – coal supply contracts		22,605,479
Amortization of purchase accounting adjustment – coal supply contracts		(4,728,247)
Purchase Accounting Adjustment – rent commitment		900,950
Amortization of purchase accounting adjustment – rent commitment		(31,612)
Total for Other Deferred Credits (253)	$	27,238,013

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Resubmitted to reclassify the amortization of purchase accounting.

Schedule Page: 112 Line No.: 60 Column: c

The balance in Other Regulatory Liabilities (254) was adjusted to reflect regulatory offsets due to the purchase of KU by PPL in November 2010. The account was adjusted for coal supply contracts, emissions allowances, and a power purchase contract. Coal contracts were adjusted to reflect the fair value based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts. Emissions allowances were adjusted to reflect the fair value based upon the difference between the estimated market prices and the actual cost of the allowances. Using the offer of a transaction by another owner as an indication of the fair value, the fair value of the power purchase contract was calculated using a weighted average of the announced offer and the allotted megawatt multiplied by KU’s megawatt capacity. The value assigned to the purchase power contract was the difference between KU’s original investment and the $39 million for KU.

The balances will be amortized as the underlying purchase accounting adjustments are amortized. See footnotes for Page 110, Line 52, Column c and Page 110, Line 78, Column c. The following reflects the purchase accounting adjustments:

Other Regulatory Liabilities (254) Without Purchase Accounting	$ 55,112,630
Purchase Accounting Adjustment - coal supply contracts	144,919,879
Amortization of Purchase Accounting Adjustment - coal supply contracts	(3,338,879)
Purchase Accounting Adjustment - Allowances	9,259,090
Amortization of Purchase Accounting Adjustment - Allowances	(983,780)
Purchase Accounting Adjustment - power purchase contract	38,582,028
Amortization of Purchase Accounting Adjustment - power purchase contract	(464,152)
Total for Other Regulatory Liabilities (254)	$ 243,086,816

Schedule Page: 112 Line No.: 64 Column: c

The balance in Accumulated Deferred Income Taxes – Other (283) was adjusted due to the purchase of KU by PPL in November 1, 2010. The purchase accounting adjustments were to reflect the deferred income tax impact of purchase accounting adjustments related to emission allowances, certain coal supply contracts and a power purchase contract, and regulatory assets for certain coal contracts and a lease contract as of the acquisition date. The deferred income taxes are amortized as the underlying purchase accounting adjustments are amortized. See footnotes for Page 110, Line 21, Column c; Page 110, Line 52, Column c; Page 110, Line 72, Column c; and, Page 110, Line 78, Column c. The following reflects the purchase accounting adjustments:

Accumulated Deferred Income Taxes (283) Without Purchase Accounting	$ 49,762,543
Purchase Accounting Adjustment – power purchase contract	15,008,409
Amortization of purchase accounting adjustment – power purchase contract	(180,555)
Purchase Accounting Adjustment – emission allowances	3,601,785
Amortization of purchase accounting adjustment – emission allowances	(382,690)
Purchase Accounting Adjustment – coal supply contracts	56,373,833
Amortization of purchase accounting adjustment – coal supply contracts	(1,298,823)
Purchase Accounting Adjustment – regulatory asset for coal supply contracts	8,793,531
Amortization of purchase accounting adjustment – regulatory	

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

asset for coal supply contracts	(1,839,288)
Purchase Accounting Adjustment – regulatory asset for lease contract	350,470
Purchase Accounting Adjustment – EEI investment	8,161,214
Amortization of purchase accounting adjustment – EEI investment	(57,448)
Total for Accumulated Deferred Income Taxes (283)	$138,292,981

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

STATEMENT OF INCOME

Quarterly
1. Report in column (c) the current year to date balance. Column (c) equals the total of adding the data in column (g) plus the data in column (i) plus the data in column (k). Report in column (d) similar data for the previous year. This information is reported in the annual filing only.
2. Enter in column (e) the balance for the reporting quarter and in column (f) the balance for the same three month period for the prior year.
3. Report in column (g) the quarter to date amounts for electric utility function; in column (i) the quarter to date amounts for gas utility, and in column (k) the quarter to date amounts for other utility function for the current year quarter.
4. Report in column (h) the quarter to date amounts for electric utility function; in column (j) the quarter to date amounts for gas utility, and in column (l) the quarter to date amounts for other utility function for the prior year quarter.
5. If additional columns are needed, place them in a footnote.

Annual or Quarterly if applicable
5. Do not report fourth quarter data in columns (e) and (f)
6. Report amounts for accounts 412 and 413, Revenues and Expenses from Utility Plant Leased to Others, in another utility columnin a similar manner to a utility department. Spread the amount(s) over lines 2 thru 26 as appropriate. Include these amounts in columns (c) and (d) totals.
7. Report amounts in account 414, Other Utility Operating Income, in the same manner as accounts 412 and 413 above.

Line No.	Title of Account (a)	(Ref.) Page No. (b)	Total Current Year to Date Balance for Quarter/Year (c)	Total Prior Year to Date Balance for Quarter/Year (d)	Current 3 Months Ended Quarterly Only No 4th Quarter (e)	Prior 3 Months Ended Quarterly Only No 4th Quarter (f)
1	UTILITY OPERATING INCOME					
2	Operating Revenues (400)	300-301	1,511,709,712	1,352,935,275		
3	Operating Expenses					
4	Operation Expenses (401)	320-323	887,321,741	825,557,627		
5	Maintenance Expenses (402)	320-323	107,813,985	103,274,108		
6	Depreciation Expense (403)	336-337	137,631,388	127,253,993		
7	Depreciation Expense for Asset Retirement Costs (403.1)	336-337	1,650,652	299,745		
8	Amort. & Depl. of Utility Plant (404-405)	336-337	6,603,464	6,066,868		
9	Amort. of Utility Plant Acq. Adj. (406)	336-337				
10	Amort. Property Losses, Unrecov Plant and Regulatory Study Costs (407)					
11	Amort. of Conversion Expenses (407)					
12	Regulatory Debits (407.3)					
13	(Less) Regulatory Credits (407.4)		5,149,557	2,405,940		
14	Taxes Other Than Income Taxes (408.1)	262-263	19,893,479	20,956,613		
15	Income Taxes - Federal (409.1)	262-263	61,659,449	-4,766,355		
16	- Other (409.1)	262-263	12,756,393	1,631,507		
17	Provision for Deferred Income Taxes (410.1)	234, 272-277	227,248,544	113,445,013		
18	(Less) Provision for Deferred Income Taxes-Cr. (411.1)	234, 272-277	201,702,906	60,170,353		
19	Investment Tax Credit Adj. - Net (411.4)	266		21,416,455		
20	(Less) Gains from Disp. of Utility Plant (411.6)					
21	Losses from Disp. of Utility Plant (411.7)					
22	(Less) Gains from Disposition of Allowances (411.8)		56,751	84,708		
23	Losses from Disposition of Allowances (411.9)					
24	Accretion Expense (411.10)		3,498,905	2,106,195		
25	TOTAL Utility Operating Expenses (Enter Total of lines 4 thru 24)		1,259,168,786	1,154,580,768		
26	Net Util Oper Inc (Enter Tot line 2 less 25) Carry to Pg117,line 27		252,540,926	198,354,507		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

STATEMENT OF INCOME FOR THE YEAR (Continued)

9. Use page 122 for important notes regarding the statement of income for any account thereof.
10. Give concise explanations concerning unsettled rate proceedings where a contingency exists such that refunds of a material amount may need to be made to the utility's customers or which may result in material refund to the utility with respect to power or gas purchases. State for each year effected the gross revenues or costs to which the contingency relates and the tax effects together with an explanation of the major factors which affect the rights of the utility to retain such revenues or recover amounts paid with respect to power or gas purchases.
11 Give concise explanations concerning significant amounts of any refunds made or received during the year resulting from settlement of any rate proceeding affecting revenues received or costs incurred for power or gas purches, and a summary of the adjustments made to balance sheet, income, and expense accounts.
12. If any notes appearing in the report to stokholders are applicable to the Statement of Income, such notes may be included at page 122.
13. Enter on page 122 a concise explanation of only those changes in accounting methods made during the year which had an effect on net income, including the basis of allocations and apportionments from those used in the preceding year. Also, give the appropriate dollar effect of such changes.
14. Explain in a footnote if the previous year's/quarter's figures are different from that reported in prior reports.
15. If the columns are insufficient for reporting additional utility departments, supply the appropriate account titles report the information in a footnote to this schedule.

ELECTRIC UTILITY		GAS UTILITY		OTHER UTILITY		
Current Year to Date (in dollars) (g)	Previous Year to Date (in dollars) (h)	Current Year to Date (in dollars) (i)	Previous Year to Date (in dollars) (j)	Current Year to Date (in dollars) (k)	Previous Year to Date (in dollars) (l)	Line No.
						1
1,511,709,712	1,352,935,275					2
						3
887,321,741	825,557,627					4
107,813,985	103,274,108					5
137,631,388	127,253,993					6
1,650,652	299,745					7
6,603,464	6,066,868					8
						9
						10
						11
						12
5,149,557	2,405,940					13
19,893,479	20,956,613					14
61,659,449	-4,766,355					15
12,756,393	1,631,507					16
227,248,544	113,445,013					17
201,702,906	60,170,353					18
	21,416,455					19
						20
						21
56,751	84,708					22
						23
3,498,905	2,106,195					24
1,259,168,786	1,154,580,768					25
252,540,926	198,354,507					26

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

STATEMENT OF INCOME FOR THE YEAR (continued)

Line No.	Title of Account (a)	(Ref.) Page No. (b)	TOTAL Current Year (c)	TOTAL Previous Year (d)	Current 3 Months Ended Quarterly Only No 4th Quarter (e)	Prior 3 Months Ended Quarterly Only No 4th Quarter (f)
27	Net Utility Operating Income (Carried forward from page 114)		252,540,926	198,354,507		
28	Other Income and Deductions					
29	Other Income					
30	Nonutilty Operating Income					
31	Revenues From Merchandising, Jobbing and Contract Work (415)		144,377			
32	(Less) Costs and Exp. of Merchandising, Job. & Contract Work (416)		107,737			
33	Revenues From Nonutility Operations (417)		288,620	775,920		
34	(Less) Expenses of Nonutility Operations (417.1)					
35	Nonoperating Rental Income (418)					
36	Equity in Earnings of Subsidiary Companies (418.1)	119	3,613,346	765,782		
37	Interest and Dividend Income (419)		118,845	1,467,712		
38	Allowance for Other Funds Used During Construction (419.1)		521,152	3,905,897		
39	Miscellaneous Nonoperating Income (421)		-3,347,311	485,243		
40	Gain on Disposition of Property (421.1)		14,885	79,614		
41	TOTAL Other Income (Enter Total of lines 31 thru 40)		1,246,177	7,480,168		
42	Other Income Deductions					
43	Loss on Disposition of Property (421.2)					
44	Miscellaneous Amortization (425)					
45	Donations (426.1)		716,135	531,830		
46	Life Insurance (426.2)		-1,887,393	-1,911,866		
47	Penalties (426.3)		3,119	-28,635		
48	Exp. for Certain Civic, Political & Related Activities (426.4)		1,145,405	906,313		
49	Other Deductions (426.5)		1,086,637	2,397,913		
50	TOTAL Other Income Deductions (Total of lines 43 thru 49)		1,063,903	1,895,555		
51	Taxes Applic. to Other Income and Deductions					
52	Taxes Other Than Income Taxes (408.2)	262-263	2,004	2,004		
53	Income Taxes-Federal (409.2)	262-263	-2,299,144	-987,569		
54	Income Taxes-Other (409.2)	262-263	-413,222	-307,915		
55	Provision for Deferred Inc. Taxes (410.2)	234, 272-277	2,972,746	1,895,030		
56	(Less) Provision for Deferred Income Taxes-Cr. (411.2)	234, 272-277	1,511,495	4,925,119		
57	Investment Tax Credit Adj.-Net (411.5)					
58	(Less) Investment Tax Credits (420)		71,100	130,847		
59	TOTAL Taxes on Other Income and Deductions (Total of lines 52-58)		-1,320,211	-4,454,416		
60	Net Other Income and Deductions (Total of lines 41, 50, 59)		1,502,485	10,039,029		
61	Interest Charges					
62	Interest on Long-Term Debt (427)		10,418,088	3,360,443		
63	Amort. of Debt Disc. and Expense (428)		584,124	212,787		
64	Amortization of Loss on Reaquired Debt (428.1)		604,818	602,351		
65	(Less) Amort. of Premium on Debt-Credit (429)					
66	(Less) Amortization of Gain on Reaquired Debt-Credit (429.1)					
67	Interest on Debt to Assoc. Companies (430)		64,142,346	69,048,464		
68	Other Interest Expense (431)		3,832,380	3,220,053		
69	(Less) Allowance for Borrowed Funds Used During Construction-Cr. (432)		968,597	1,377,517		
70	Net Interest Charges (Total of lines 62 thru 69)		78,613,159	75,066,581		
71	Income Before Extraordinary Items (Total of lines 27, 60 and 70)		175,430,252	133,326,955		
72	Extraordinary Items					
73	Extraordinary Income (434)					
74	(Less) Extraordinary Deductions (435)					
75	Net Extraordinary Items (Total of line 73 less line 74)					
76	Income Taxes-Federal and Other (409.3)	262-263				
77	Extraordinary Items After Taxes (line 75 less line 76)					
78	Net Income (Total of line 71 and 77)		175,430,252	133,326,955		

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 114 Line No.: 2 Column: c
Includes rate refunds of $632,384, which were collected through rates.

Schedule Page: 114 Line No.: 2 Column: d
Includes rate refunds of $469,231, which were collected through rates.

Schedule Page: 114 Line No.: 4 Column: c
The balance in Operation Expenses (401) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the purchase accounting adjustment related to the rent commitment for the Corporate Headquarters building. The rent commitment amortization inadvertently charged to Operation Expense in 2010 was reclassified to Other Regulatory Liabilities (254) in January 2011. The following reflects the purchase accounting adjustment:

Operation Expenses (401) Without Purchase Accounting	$ 887,353,353
Purchase Accounting Adjustment - rent commitment	(31,612)
Total for Operation Expenses (401)	$ 887,321,741

Schedule Page: 114 Line No.: 4 Column: d
Includes a credit to reclassify 2009 winter storm costs to a regulatory asset pursuant to the Kentucky Commission Order in Case No. 2009-00174. See also Note 3 of Notes to Financial Statements.

Schedule Page: 114 Line No.: 4 Column: g
The balance in Operation Expenses (401) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the purchase accounting adjustment related to the rent commitment for the Corporate Headquarters building. The rent commitment amortization inadvertently charged to Operation Expense in 2010 was reclassified to Other Regulatory Liabilities (254) in January 2011. The following reflects the purchase accounting adjustment:

Operation Expenses (401) Without Purchase Accounting	$ 887,353,353
Purchase Accounting Adjustment - rent commitment	(31,612)
Total for Operation Expenses (401)	$ 887,321,741

Schedule Page: 114 Line No.: 4 Column: h
Includes a credit to reclassify 2009 winter storm costs to a regulatory asset pursuant to the Kentucky Commission Order in Case No. 2009-00174. See also Note 3 of Notes to Financial Statements.

Schedule Page: 114 Line No.: 5 Column: d
Includes a credit to reclassify 2009 winter storm costs to a regulatory asset pursuant to the Kentucky Commission Order in Case No. 2009-00174. See also Note 3 of Notes to Financial Statements.

Schedule Page: 114 Line No.: 5 Column: h
Includes a credit to reclassify 2009 winter storm costs to a regulatory asset pursuant to the Kentucky Commission Order in Case No. 2009-00174. See also Note 3 of Notes to Financial Statements.

Schedule Page: 114 Line No.: 7 Column: c
The balance includes the revaluation of asset retirement obligations. Depreciation expense on asset retirement costs on this line is offset by Regulatory Credits (407.4).

Schedule Page: 114 Line No.: 13 Column: c
The increase is due to the revaluation of asset retirement obligations. Depreciation expense on asset retirement costs on this line is offset by Regulatory Credits (407.4).

Schedule Page: 114 Line No.: 17 Column: c
The balance in Provision for Deferred Income Taxes (410.1) was adjusted due to the purchase of KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

FOOTNOTE DATA

Provision for Deferred Income Taxes (410.1) Without Purchase Accounting	$ 227,227,951
Purchase Accounting Adjustment - EEI Investments	3,101
Purchase Accounting Adjustment - pollution control bonds	4,531
Purchase Accounting Adjustment - rent commitment	12,961
Total for Provision for Deferred Income Taxes (410.1)	$ 227,248,544

Schedule Page: 114 Line No.: 17 Column: d

Includes the impact of reclassifying 2009 winter storm costs to a regulatory asset pursuant to the Kentucky Commission Order in Case No. 2009-00174. See also Note 3 of Notes to Financial Statements.

Schedule Page: 114 Line No.: 17 Column: g

The balance in Provision for Deferred Income Taxes (410.1) was adjusted due to the purchase of KU by PPL Corporation in November 2010. The following reflects the purchase accounting adjustment:

Provision for Deferred Income Taxes (410.1) Without Purchase Accounting	$ 227,227,951
Purchase Accounting Adjustment - EEI Investments	3,101
Purchase Accounting Adjustment - pollution control bonds	4,531
Purchase Accounting Adjustment - rent commitment	12,961
Total for Provision for Deferred Income Taxes (410.1)	$ 227,248,544

Schedule Page: 114 Line No.: 17 Column: h

Includes the impact of reclassifying 2009 winter storm costs to a regulatory asset pursuant to the Kentucky Commission Order in Case No. 2009-00174. See also Note 3 of Notes to Financial Statements.

Schedule Page: 114 Line No.: 18 Column: c

The balance in Provision for Deferred Income Taxes (411.1) was adjusted due to the purchase of KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Provision for Deferred Income Taxes (411.1) Without Purchase Accounting	$ 201,641,461
Purchase Accounting Adjustment - EEI Investments	60,549
Purchase Accounting Adjustment - pollution control bonds	232
Purchase Accounting Adjustment - rent commitment	664
Total for Provision for Deferred Income Taxes (411.1)	$ 201,702,906

Schedule Page: 114 Line No.: 18 Column: g

The balance in Provision for Deferred Income Taxes (411.1) was adjusted due to the purchase of KU by PPL Corporation in November 2010. The following reflects the purchase accounting adjustment:

Provision for Deferred Income Taxes (411.1) Without Purchase Accounting	$ 201,641,461
Purchase Accounting Adjustment - EEI Investments	60,549
Purchase Accounting Adjustment - pollution control bonds	232
Purchase Accounting Adjustment - rent commitment	664
Total for Provision for Deferred Income Taxes (411.1)	$ 201,702,906

Schedule Page: 114 Line No.: 36 Column: c

The balance in Equity in Earnings of Subsidiary Companies (418.1) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the purchase accounting adjustment related to the investment in EEI. The following reflects the purchase accounting adjustment:

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

FOOTNOTE DATA

Equity in Earnings of Subsidiary Companies (418.1)		
Without Purchase Accounting	$	3,761,027
Purchase Accounting Adjustment - EEI Investment		(147,681)
Total for Equity in Earnings of Subsidiary Companies (418.1)	$	3,613,346

Schedule Page: 114 Line No.: 39 Column: c

The balance includes depreciation expense of $3,634,336 related to plant held for future use.

Schedule Page: 114 Line No.: 46 Column: c

Result of the receipt of proceeds from the Key Man Life insurance policy.

Schedule Page: 114 Line No.: 46 Column: d

The balance represents the annual Key Man Life Insurance policy premium, net of amortization of the net cash value, and the receipt of policy proceeds.

Schedule Page: 114 Line No.: 62 Column: c

The balance in Interest on Long-Term Debt (427) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the fair value adjustment related to the fixed rate pollution control bonds. The following reflects the purchase accounting adjustment:

Interest on Long-Term Debt (427) Without Purchase Accounting	$	10,429,139
Amortization of Purchase Accounting Adjustment - pollution control bonds		(11,051)
Total for Interest on Long-Term Debt (427)	$	10,418,088

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

STATEMENT OF RETAINED EARNINGS

1. Do not report Lines 49-53 on the quarterly version.
2. Report all changes in appropriated retained earnings, unappropriated retained earnings, year to date, and unappropriated undistributed subsidiary earnings for the year.
3. Each credit and debit during the year should be identified as to the retained earnings account in which recorded (Accounts 433, 436 - 439 inclusive). Show the contra primary account affected in column (b)
4. State the purpose and amount of each reservation or appropriation of retained earnings.
5. List first account 439, Adjustments to Retained Earnings, reflecting adjustments to the opening balance of retained earnings. Follow by credit, then debit items in that order.
6. Show dividends for each class and series of capital stock.
7. Show separately the State and Federal income tax effect of items shown in account 439, Adjustments to Retained Earnings.
8. Explain in a footnote the basis for determining the amount reserved or appropriated. If such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
9. If any notes appearing in the report to stockholders are applicable to this statement, include them on pages 122-123.

Line No.	Item (a)	Contra Primary Account Affected (b)	Current Quarter/Year Year to Date Balance (c)	Previous Quarter/Year Year to Date Balance (d)
	UNAPPROPRIATED RETAINED EARNINGS (Account 216)			
1	Balance-Beginning of Period		1,317,618,203	1,174,207,030
2	Changes			
3	Adjustments to Retained Earnings (Account 439)			
4				
5				
6				
7				
8				
9	TOTAL Credits to Retained Earnings (Acct. 439)			
10	Purchase Accounting Adjustment		-1,404,083,567	
11				
12				
13				
14				
15	TOTAL Debits to Retained Earnings (Acct. 439)		-1,404,083,567	
16	Balance Transferred from Income (Account 433 less Account 418.1)		171,816,906	132,561,173
17	Appropriations of Retained Earnings (Acct. 436)			
18				
19				
20				
21				
22	TOTAL Appropriations of Retained Earnings (Acct. 436)			
23	Dividends Declared-Preferred Stock (Account 437)			
24				
25				
26				
27				
28				
29	TOTAL Dividends Declared-Preferred Stock (Acct. 437)			
30	Dividends Declared-Common Stock (Account 438)			
31	Without Par Value		-50,000,000	
32				
33				
34				
35				
36	TOTAL Dividends Declared-Common Stock (Acct. 438)		-50,000,000	
37	Transfers from Acct 216.1, Unapprop. Undistrib. Subsidiary Earnings			10,850,000
38	Balance - End of Period (Total 1,9,15,16,22,29,36,37)		35,351,542	1,317,618,203
	APPROPRIATED RETAINED EARNINGS (Account 215)			
39				
40				

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

STATEMENT OF RETAINED EARNINGS

1. Do not report Lines 49-53 on the quarterly version.
2. Report all changes in appropriated retained earnings, unappropriated retained earnings, year to date, and unappropriated undistributed subsidiary earnings for the year.
3. Each credit and debit during the year should be identified as to the retained earnings account in which recorded (Accounts 433, 436 - 439 inclusive). Show the contra primary account affected in column (b)
4. State the purpose and amount of each reservation or appropriation of retained earnings.
5. List first account 439, Adjustments to Retained Earnings, reflecting adjustments to the opening balance of retained earnings. Follow by credit, then debit items in that order.
6. Show dividends for each class and series of capital stock.
7. Show separately the State and Federal income tax effect of items shown in account 439, Adjustments to Retained Earnings.
8. Explain in a footnote the basis for determining the amount reserved or appropriated. If such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
9. If any notes appearing in the report to stockholders are applicable to this statement, include them on pages 122-123.

Line No.	Item (a)	Contra Primary Account Affected (b)	Current Quarter/Year Year to Date Balance (c)	Previous Quarter/Year Year to Date Balance (d)
41				
42				
43				
44				
45	TOTAL Appropriated Retained Earnings (Account 215)			
	APPROP. RETAINED EARNINGS - AMORT. Reserve, Federal (Account 215.1)			
46	TOTAL Approp. Retained Earnings-Amort. Reserve, Federal (Acct. 215.1)			
47	TOTAL Approp. Retained Earnings (Acct. 215, 215.1) (Total 45,46)			
48	TOTAL Retained Earnings (Acct. 215, 215.1, 216) (Total 38, 47) (216.1)		35,351,542	1,317,618,203
	UNAPPROPRIATED UNDISTRIBUTED SUBSIDIARY EARNINGS (Account			
	Report only on an Annual Basis, no Quarterly			
49	Balance-Beginning of Year (Debit or Credit)		10,671,369	20,755,587
50	Equity in Earnings for Year (Credit) (Account 418.1)		3,613,346	765,782
51	(Less) Dividends Received (Debit)			10,850,000
52	Purchase Accounting Adjustment		-14,240,820	
53	Balance-End of Year (Total lines 49 thru 52)		43,895	10,671,369

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 118 Line No.: 10 Column: c

The balance in Retained Earnings (215, 215.1, 216) was adjusted due to the purchase of Kentucky Utilities Company ("KU") by PPL in November 2010. The adjustment eliminated Retained Earnings at October 31, 2010, and included amortization of purchase accounting adjustments recorded as of the acquisition date. The following reflects the purchase accounting adjustment:

Retained Earnings (215, 215.1, 216) Without Purchase Accounting	$1,439,351,594
Elimination of Retained Earnings	(1,404,083,567)
Amortization of Purchase Accounting Adjustment – EEI investment reclassification to Unappropriated Undistributed Subsidiary Earnings (216.1)	147,681
Amortization of Purchase Accounting Adjustment – rent commitment (net of deferred taxes of $12,297)	19,315
Amortization of Purchase Accounting Adjustment – EEI investments (net of deferred taxes of $(57,448))	(90,233)
Amortization of Purchase Accounting Adjustment – pollution control bonds (net of deferred taxes of $4,299)	6,752
Total for Retained Earnings (215, 215.1, 216)	$ 35,351,542

Resubmitted to reclass Equity in Earnings for year (418.1) related to KU's investment in Electric Energy Inc. to Unappropriated Undistributed Subsidiary Earnings (216.1). See footnote on Page 110, Line 2, Column c.

Schedule Page: 118 Line No.: 48 Column: c

The balance in Retained Earnings (215, 215.1, 216) was adjusted due to the purchase of Kentucky Utilities Company ("KU") by PPL in November 2010. The adjustment eliminated Retained Earnings at October 31, 2010, and included amortization of purchase accounting adjustments recorded as of the acquisition date. The following reflects the purchase accounting adjustment:

Retained Earnings (215, 215.1, 216) Without Purchase Accounting	$1,439,351,594
Elimination of Retained Earnings	(1,404,083,567)
Amortization of Purchase Accounting Adjustment – EEI investment reclassification to Unappropriated Undistributed Subsidiary Earnings (216.1)	147,681
Amortization of Purchase Accounting Adjustment – rent commitment (net of deferred taxes of $12,297)	19,315
Amortization of Purchase Accounting Adjustment – EEI investments (net of deferred taxes of $(57,448))	(90,233)
Amortization of Purchase Accounting Adjustment – pollution control bonds (net of deferred taxes of $4,299)	6,752
Total for Retained Earnings (215, 215.1, 216)	$ 35,351,542

Resubmitted to reclass Equity in Earnings for year (418.1) related to KU's investment in Electric Energy Inc. to Unappropriated Undistributed Subsidiary Earnings (216.1). See footnote on Page 110, Line 2, Column c.

Schedule Page: 118 Line No.: 50 Column: c

The Unappropriated Undistributed Subsidiary Earnings (216.1) was adjusted for ($147,681) included in Equity in Earnings for Year (418.1) due to the purchase of KU by PPL in November 2010. This adjustment represents two months of the amortization of KU’s purchase accounting adjustment related to KU’s investment in Electric Energy, Inc.:

Equity in Earnings for Year (418.1)

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Without Purchase Accounting	$	3,465,665
Amortization of Purchase Accounting Adjustment		147,681
Equity in Earnings for Year (418.1)	$	3,613,346

Schedule Page: 118 Line No.: 53 Column: c

The balance in Unappropriated Undistributed Subidiary Earnings (216.1) was adjusted for Equity in Earnings for year (418.1) due to the purchase of KU by PPL in November 2010. This adjustment represents the amortization of KU’s purchase accounting adjustment related to KU’s investment in Electric Energy, Inc:

Unappropriated Undistributed Subsidary Earnings (216.1)		
Without Purchase Accounting	$	14,432,396
Purchase Accounting Adjustment		(14,240,820)
Amortization of Purchase Accounting Adjustment		(147,681)
Total for Unappropriated Undistributed Subidiary Earnings (216.1)	$	43,895

Resubmitted to reclass Equity in Earnings for year (418.1) related to KU's investment in Electric Energy Inc. from Retained Earnings (215, 215.1, 216). See footnote on Page 110, Line 2, Column c.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

STATEMENT OF CASH FLOWS

(1) Codes to be used:(a) Net Proceeds or Payments;(b)Bonds, debentures and other long-term debt; (c) Include commercial paper; and (d) Identify separately such items as investments, fixed assets, intangibles, etc.
(2) Information about noncash investing and financing activities must be provided in the Notes to the Financial statements. Also provide a reconciliation between "Cash and Cash Equivalents at End of Period" with related amounts on the Balance Sheet.
(3) Operating Activities - Other: Include gains and losses pertaining to operating activities only. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show in the Notes to the Financials the amounts of interest paid (net of amount capitalized) and income taxes paid.
(4) Investing Activities: Include at Other (line 31) net cash outflow to acquire other companies. Provide a reconciliation of assets acquired with liabilities assumed in the Notes to the Financial Statements. Do not include on this statement the dollar amount of leases capitalized per the USofA General Instruction 20; instead provide a reconciliation of the dollar amount of leases capitalized with the plant cost.

Line No.	Description (See Instruction No. 1 for Explanation of Codes) (a)	Current Year to Date Quarter/Year (b)	Previous Year to Date Quarter/Year (c)
1	Net Cash Flow from Operating Activities:		
2	Net Income (Line 78(c) on page 117)	175,430,252	133,326,955
3	Noncash Charges (Credits) to Income:		
4	Depreciation and Depletion	139,282,040	127,553,738
5	Amortization of	6,603,464	6,066,868
6			
7			
8	Deferred Income Taxes (Net)	28,662,845	53,274,660
9	Investment Tax Credit Adjustment (Net)		21,416,455
10	Net (Increase) Decrease in Receivables	-12,131,506	1,838,093
11	Net (Increase) Decrease in Inventory	-618,958	-27,222,682
12	Net (Increase) Decrease in Allowances Inventory	408,497	-900,657
13	Net Increase (Decrease) in Payables and Accrued Expenses	5,802,573	6,768,853
14	Net (Increase) Decrease in Other Regulatory Assets	45,268,394	-64,641,330
15	Net Increase (Decrease) in Other Regulatory Liabilities	10,868,189	3,761,161
16	(Less) Allowance for Other Funds Used During Construction	1,489,749	5,283,414
17	(Less) Undistributed Earnings from Subsidiary Companies	3,761,027	-10,084,218
18	Other (provide details in footnote):	-18,411,812	-44,977,736
19	Change in Other Deferred Debits	-2,358,473	33,955,705
20	Change in Other Deferred Credits	-1,458,452	-7,814,984
21	Gain on Disposal of Assets		-79,614
22	Net Cash Provided by (Used in) Operating Activities (Total 2 thru 21)	372,096,277	247,126,289
23			
24	Cash Flows from Investment Activities:		
25	Construction and Acquisition of Plant (including land):		
26	Gross Additions to Utility Plant (less nuclear fuel)	-428,563,722	-515,851,159
27	Gross Additions to Nuclear Fuel		
28	Gross Additions to Common Utility Plant		
29	Gross Additions to Nonutility Plant		
30	(Less) Allowance for Other Funds Used During Construction	-1,489,749	-5,283,414
31	Other (provide details in footnote):		
32			
33			
34	Cash Outflows for Plant (Total of lines 26 thru 33)	-427,073,973	-510,567,745
35			
36	Acquisition of Other Noncurrent Assets (d)		
37	Proceeds from Disposal of Noncurrent Assets (d)	-4,381	89,916
38			
39	Investments in and Advances to Assoc. and Subsidiary Companies		
40	Contributions and Advances from Assoc. and Subsidiary Companies		
41	Disposition of Investments in (and Advances to)		
42	Associated and Subsidiary Companies		
43			
44	Purchase of Investment Securities (a)		
45	Proceeds from Sales of Investment Securities (a)		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

STATEMENT OF CASH FLOWS

(1) Codes to be used:(a) Net Proceeds or Payments;(b)Bonds, debentures and other long-term debt; (c) Include commercial paper; and (d) Identify separately such items as investments, fixed assets, intangibles, etc.
(2) Information about noncash investing and financing activities must be provided in the Notes to the Financial statements. Also provide a reconciliation between "Cash and Cash Equivalents at End of Period" with related amounts on the Balance Sheet.
(3) Operating Activities - Other: Include gains and losses pertaining to operating activities only. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show in the Notes to the Financials the amounts of interest paid (net of amount capitalized) and income taxes paid.
(4) Investing Activities: Include at Other (line 31) net cash outflow to acquire other companies. Provide a reconciliation of assets acquired with liabilities assumed in the Notes to the Financial Statements. Do not include on this statement the dollar amount of leases capitalized per the USofA General Instruction 20; instead provide a reconciliation of the dollar amount of leases capitalized with the plant cost.

Line No.	Description (See Instruction No. 1 for Explanation of Codes) (a)	Current Year to Date Quarter/Year (b)	Previous Year to Date Quarter/Year (c)
46	Loans Made or Purchased		
47	Collections on Loans		
48	Change in Long-Term Investments		411,140
49	Net (Increase) Decrease in Receivables		
50	Net (Increase) Decrease in Inventory		
51	Net (Increase) Decrease in Allowances Held for Speculation		
52	Net Increase (Decrease) in Payables and Accrued Expenses		
53	Other (provide details in footnote):	-55,328	-307,816
54	Change in Restricted Cash		9,041,467
55	Change in Non-Hedging Derivatives	17,947	206,667
56	Net Cash Provided by (Used in) Investing Activities		
57	Total of lines 34 thru 55)	-427,115,735	-501,126,371
58			
59	Cash Flows from Financing Activities:		
60	Proceeds from Issuance of:		
61	Long-Term Debt (b)	1,472,221,502	149,385,094
62	Preferred Stock		
63	Common Stock		
64	Other (provide details in footnote):		
65			
66	Net Increase in Short-Term Debt (c)		28,727,500
67	Other (provide details in footnote):		
68			
69			
70	Cash Provided by Outside Sources (Total 61 thru 69)	1,472,221,502	178,112,594
71			
72	Payments for Retirement of:		
73	Long-term Debt (b)	-1,298,000,000	
74	Preferred Stock		
75	Common Stock		
76	Other (provide details in footnote):		
77	Contributed Capital		75,146,486
78	Net Decrease in Short-Term Debt (c)	-67,540,954	
79			
80	Dividends on Preferred Stock		
81	Dividends on Common Stock	-50,000,000	
82	Net Cash Provided by (Used in) Financing Activities		
83	(Total of lines 70 thru 81)	56,680,548	253,259,080
84			
85	Net Increase (Decrease) in Cash and Cash Equivalents		
86	(Total of lines 22,57 and 83)	1,661,090	-741,002
87			
88	Cash and Cash Equivalents at Beginning of Period	1,672,357	2,413,359
89			
90	Cash and Cash Equivalents at End of period	3,333,447	1,672,357

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 120 Line No.: 18 Column: b

Other operating cash flows:

Depreciation charged to balance sheet accounts	$ (36,909,643)
Other changes in Net Utility Plant	(1,916,116)
Amortization of Debt Expenses and Losses on Bonds	1,188,942
Net decrease in Prepayments and Other Current Assets	19,193
Net decrease in Preliminary Survey	977,236
Net decrease in Other Comprehensive Income	(1,993,677)
Net decreases in Customer Advances for Construction	(58,648)
Net increase in Asset Retirement Obligations	10,095,490
Net increase in the Provision for Pension and Postretirement Benefits	27,106,897
Pension and Postretirement Funding	(20,373,490)
Net increase in Change in Non-Hedging Derivatives	65,279
Gains and Losses on Interest Rate Swaps	59,587
Gains on Disposals of Assets	10,504
Proceeds received on the sale of assets	(10,504)
Investment in subsidiary and other investments	3,262,974
Change in Deferred Income Taxes - purchase accounting	(40,852)
Change in Unappropriated Undistributed Subsidiary Earnings - purchase accounting	147,681
Change in Long-Term Debt - purchase accounting	(11,051)
Change in Miscellaneous Long-Term Liabilities - purchase accounting	(31,612)
Rounding	(2)
Total	$ (18,411,812)

Schedule Page: 120 Line No.: 18 Column: c

Other operating cash flows:

Depreciation charged to balance sheet accounts	$ 1,187,476
Other changes in Net Utility Plant	(21,325,913)
Amortization of Debt Expenses and Losses on Bonds	815,138
Net increase in Prepayments	(2,359,014)
Net decrease in Preliminary Survey	2,167,482
Net increase in Clearing Accounts	(353,706)
Net increase in Customer Advances for Construction	497,606
Net increase in Asset Retirement Obligations	1,799,198
Net decrease in the Provision for Pension and Postretirement Benefits	(14,490,677)
Pension and Postretirement Funding	(20,281,603)
Net increase in Change in Non-Hedging Derivatives	1,000,779
Deferred income taxes charged to balance sheet accounts	3,568,385
Investment tax credit charged to balance sheet accounts	2,797,112
Rounding	1
Total	$ (44,977,736)

Schedule Page: 120 Line No.: 37 Column: c

Proceeds from disposal of land and vehicles.

Schedule Page: 120 Line No.: 53 Column: b

Other investing cash flows:

Costs incurred related to Asset Retirement Obligations	$ (55,328)

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Total	$ (55,328)

Schedule Page: 120 Line No.: 53 Column: c

Change in other special funds due to a change in the OMU assets.

Schedule Page: 120 Line No.: 90 Column: b

Cash and cash equivalents is comprised of the following amounts:

Cash (131)	$ 3,132,600
Temporary Cash Investments (136)	200,847
Total Cash and Cash Equivalents at the End of Period	$ 3,333,447

Schedule Page: 120 Line No.: 90 Column: c

Cash and cash equivalents is comprised of the following amounts:

Cash (131)	$ 1,672,088
Temporary Cash Investments (136)	269
Total Cash and Cash Equivalents at the End of Period	$ 1,672,357

BLANK

Name of Respondent	This Report Is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

NOTES TO FINANCIAL STATEMENTS

1. Use the space below for important notes regarding the Balance Sheet, Statement of Income for the year, Statement of Retained Earnings for the year, and Statement of Cash Flows, or any account thereof. Classify the notes according to each basic statement, providing a subheading for each statement except where a note is applicable to more than one statement.
2. Furnish particulars (details) as to any significant contingent assets or liabilities existing at end of year, including a brief explanation of any action initiated by the Internal Revenue Service involving possible assessment of additional income taxes of material amount, or of a claim for refund of income taxes of a material amount initiated by the utility. Give also a brief explanation of any dividends in arrears on cumulative preferred stock.
3. For Account 116, Utility Plant Adjustments, explain the origin of such amount, debits and credits during the year, and plan of disposition contemplated, giving references to Cormmission orders or other authorizations respecting classification of amounts as plant adjustments and requirements as to disposition thereof.
4. Where Accounts 189, Unamortized Loss on Reacquired Debt, and 257, Unamortized Gain on Reacquired Debt, are not used, give an explanation, providing the rate treatment given these items. See General Instruction 17 of the Uniform System of Accounts.
5. Give a concise explanation of any retained earnings restrictions and state the amount of retained earnings affected by such restrictions.
6. If the notes to financial statements relating to the respondent company appearing in the annual report to the stockholders are applicable and furnish the data required by instructions above and on pages 114-121, such notes may be included herein.
7. For the 3Q disclosures, respondent must provide in the notes sufficient disclosures so as to make the interim information not misleading. Disclosures which would substantially duplicate the disclosures contained in the most recent FERC Annual Report may be omitted.
8. For the 3Q disclosures, the disclosures shall be provided where events subsequent to the end of the most recent year have occurred which have a material effect on the respondent. Respondent must include in the notes significant changes since the most recently completed year in such items as: accounting principles and practices; estimates inherent in the preparation of the financial statements; status of long-term contracts; capitalization including significant new borrowings or modifications of existing financing agreements; and changes resulting from business combinations or dispositions. However were material contingencies exist, the disclosure of such matters shall be provided even though a significant change since year end may not have occurred.
9. Finally, if the notes to the financial statements relating to the respondent appearing in the annual report to the stockholders are applicable and furnish the data required by the above instructions, such notes may be included herein.

PAGE 122 INTENTIONALLY LEFT BLANK
SEE PAGE 123 FOR REQUIRED INFORMATION.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Index of Abbreviations

AG	Attorney General of Kentucky
ARO	Asset Retirement Obligation
ASC	Accounting Standards Codification
BART	Best Available Retrofit Technology
CAIR	Clean Air Interstate Rule
CAMR	Clean Air Mercury Rule
CATR	Clean Air Transport Rule
CCN	Certificate of Public Convenience and Necessity
Clean Air Act	The Clean Air Act, as amended in 1990
CMRG	Carbon Management Research Group
Company	Kentucky Utilities Company
CT	Combustion Turbine
DSM	Demand Side Management
ECR	Environmental Cost Recovery
EEI	Electric Energy, Inc.
EKPC	East Kentucky Power Cooperative, Inc.
E.ON	E.ON AG
E.ON U.S.	E.ON U.S. LLC and Subsidiaries
EPA	U.S. Environmental Protection Agency
EPAct 2005	Energy Policy Act of 2005
FAC	Fuel Adjustment Clause
FASB	Financial Accounting Standards Board
FERC	Federal Energy Regulatory Commission
FGD	Flue Gas Desulfurization
Fidelia	Fidelia Corporation (an E.ON affiliate)
GAAP	U.S. Generally Accepted Accounting Principles
GAC	Group Annuity Contract
GHG	Greenhouse Gas
Gwh	Gigawatt hours or one thousand Mwh
IBEW	International Brotherhood of Electrical Workers
IMEA	Illinois Municipal Electric Agency
IMPA	Indiana Municipal Power Agency
IRS	Internal Revenue Service
KCCS	Kentucky Consortium for Carbon Storage
KDAQ	Kentucky Division for Air Quality
Kentucky Commission	Kentucky Public Service Commission
KIUC	Kentucky Industrial Utility Consumers, Inc.
KU	Kentucky Utilities Company
kWh	Kilowatt hours
LG&E	Louisville Gas and Electric Company
LIBOR	London Interbank Offered Rate

Name of Respondent Kentucky Utilities Company	This Report is: (1) __ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

LKE	LG&E and KU Energy LLC and Subsidiaries (formerly E.ON U.S. LLC and Subsidiaries)
MISO	Midwest Independent Transmission System Operator, Inc.
MMBtu	Million British thermal units
Moody's	Moody's Investor Services, Inc.
MVA	Megavolt-ampere
Mw	Megawatts
Mwh	Megawatt hours
NAAQS	National Ambient Air Quality Standards
NERC	North American Electric Reliability Corporation
NO2	Nitrogen Dioxide
NOV	Notice of Violation
NOx	Nitrogen Oxide
OATT	Open Access Transmission Tariff
OMU	Owensboro Municipal Utilities
OVEC	Ohio Valley Electric Corporation
PPL	PPL Corporation
Predecessor	The Company during the time period prior to November 1, 2010
PUHCA 2005	Public Utility Holding Company Act of 2005
RSG	Revenue Sufficiency Guarantee
S&P	Standard & Poor's Rating Service
SCR	Selective Catalytic Reduction
SERC	SERC Reliability Corporation
Servco	LG&E and KU Services Company (formerly E.ON U.S. Services Inc.)
SIP	State Implementation Plan
SO2	Sulfur Dioxide
SPP	Southwest Power Pool, Inc
Successor	The Company during the time period after October 31, 2010
TC1	Trimble County Unit 1
TC2	Trimble County Unit 2
TVA	Tennessee Valley Authority
Utilities	KU and LG&E
VDT	Value Delivery Team Process
Virginia Commission	Virginia State Corporation Commission

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Note 1 - Summary of Significant Accounting Policies

General

Terms and abbreviations are explained in the index of abbreviations. Dollars are in millions unless otherwise noted.

Business

KU, incorporated in Kentucky in 1912 and in Virginia in 1991, is a regulated utility engaged in the generation, transmission, distribution and sale of electric energy in Kentucky, Virginia and Tennessee. KU provides electric service to approximately 514,000 customers in 77 counties in central, southeastern and western Kentucky, to approximately 30,000 customers in five counties in southwestern Virginia and less than ten customers in Tennessee. KU's service area covers approximately 6,600 noncontiguous square miles. Approximately 98% of the electricity generated by KU is produced by its coal-fired electric generating stations. The remainder is generated by natural gas and oil fueled CTs and a hydroelectric power plant. In Virginia, KU operates under the name Old Dominion Power Company. KU also sells wholesale electric energy to 12 municipalities.

On November 1, 2010, KU became an indirect wholly owned subsidiary of PPL, when PPL acquired all of the outstanding limited liability company interests in the Company's direct parent, LKE, from E.ON US Investments Corp. LKE, a Kentucky limited liability company, also owns the affiliate, LG&E, a regulated utility engaged in the generation, transmission, distribution and sale of electric energy and distribution and sale of natural gas in Kentucky. Following the acquisition, the Company's business has not changed. KU and LG&E are continuing as subsidiaries of LKE, which is now an intermediary holding company in the PPL group of companies.

Headquartered in Allentown, Pennsylvania, PPL is an energy and utility holding company that was incorporated in 1994. Through its subsidiaries, PPL owns or controls about 19,000 megawatts of generating capacity in the U.S., sells energy in key U.S. markets and delivers electricity and natural gas to about 5.3 million customers in the U.S. and the U.K.

Presentation

The accompanying financial statements are prepared on the regulatory basis of accounting in accordance with the requirements of the FERC, which is a comprehensive basis of accounting other than GAAP. The significant differences between GAAP and FERC reporting are as follows:

- Certain costs of removal obligations are recorded in accumulated depreciation for FERC reporting and recorded in regulatory liabilities for GAAP reporting;
- Long-term and short-term bonds are recorded in total in the long-term debt section for FERC reporting and are presented separately in current liabilities for the short-term portion and in long-term debt for the long-term portion for GAAP reporting;
- Deferred taxes are shown in gross for FERC reporting in the balance sheet (a deferred asset and a deferred liability are recorded), for GAAP reporting the deferred taxes are netted together and recorded

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

as a net asset or net liability; and

- Utility Plant is stated at cost for FERC reporting and at net book value on November 1, 2010, the PPL acquisition date, for GAAP reporting

On November 1, 2010, the Company's parent company, E.ON U.S. was acquired by PPL. The acquisition was accounted for using the purchase method of accounting in accordance with GAAP, and the applicable effects were "pushed down" or reflected on the financial statements of the Company as of the acquisition date. Accordingly, the post-acquisition financial statements reflect a new basis of accounting. For the purposes of the Annual Financial Statements and Additional Information for the year ended December 31, 2010, separate financial statements were presented for the pre-acquisition and post-acquisition periods. The accompanying financial statements, which do not present separately the pre-acquisition and post-acquisition periods, were prepared in accordance with the accounting requirements set forth in the Uniform System of Accounts and published accounting releases of the Federal Energy Regulatory Commission, which is a comprehensive basis of accounting other than GAAP.

The following Notes to Financial Statements include discussion regarding Predecessor and Successor presentation related to the acquisition by PPL Corporation that only applies to the GAAP financial statements. The FERC financial statements are on based on the calendar year, including both Predecessor and Successor periods, and include the purchase accounting adjustments effective November 1, 2010. The difference between the purchase accounting and the regulatory amounts are described in various footnotes throughout the Form 1.

<u>Basis of Accounting</u>

KU's basis of accounting incorporates the business combinations guidance of the FASB ASC as of the date of the acquisition, which requires the recognition and measurement of identifiable assets acquired and liabilities assumed at fair value as of the acquisition date. KU's financial statements and accompanying footnotes have been segregated to present pre-acquisition activity as the Predecessor and post-acquisition activity as the Successor. Predecessor covers the time period prior to November 1, 2010. Successor covers the time period after October 31, 2010. Certain accounting and presentation methods were changed to acceptable alternatives to conform to PPL accounting policies, which are discussed below, and the cost basis of certain assets and liabilities were changed as of November 1, 2010, as a result of the application of push-down accounting. Consequently, the financial position, results of operations and cash flows for the Predecessor period are not comparable to the Successor period.

Despite the separate presentation, the core operations of the Company have not changed. See Note 2, Acquisition by PPL, for information regarding the acquisition and the purchase accounting adjustments.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Changes in Classification

Certain reclassification entries have been made to the Predecessor's previous years' financial statements to conform to the 2010 presentation with no impact on net assets, liabilities and capitalization or previously reported net income and cash flows. These reclassifications mainly consist of those necessary to identify amounts for prior periods that are separately disclosed in the financial statements.

Regulatory Accounting

KU is a cost-based rate-regulated utility. As a result, the financial statements reflect the effects of regulatory actions. Regulatory assets are recognized for the effect of transactions or events where future recovery is probable in regulated customer rates. The effect of such accounting is to defer certain or qualifying costs that would otherwise be charged to expense. Likewise, regulatory liabilities may be recognized for obligations expected to be returned through future regulated customer rates. The effect of such transactions or events would otherwise be reflected as income, or, in certain cases, regulatory liabilities are recorded based on the understanding with the regulator that current rates are being set to recover costs that are expected to be incurred in the future. The regulated entity is accountable for any amounts charged pursuant to such rates and not yet expended for the intended purpose. Offsetting regulatory assets or liabilities for fair value purchase accounting adjustments have also been recorded to eliminate any ratemaking impact of the fair value adjustments. The accounting for regulatory assets and liabilities is based on specific ratemaking decisions or precedent for each transaction or event as prescribed by the FERC, Kentucky Commission, Virginia Commission or the Tennessee Regulatory Authority. See Note 3, Rates and Regulatory Matters, for additional detail regarding regulatory assets and liabilities.

Management's Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported assets and liabilities, the disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Derivative Financial Instruments

KU enters into energy trading contracts to manage price risk and to maximize the value of power sales from the physical assets it owns. The energy trading contracts are non-hedging derivatives and the change in value is recognized in earnings on a mark-to-market basis. The Predecessor and Successor presentation are both appropriate under GAAP. The Predecessor and Successor determine the classification of energy trading contracts based on the settlement date of the individual contracts. Energy trading contracts classified as current are recognized in "Prepayments and other current assets" or "Other current liabilities" on the Balance Sheets. Energy trading contracts classified as non-current are recognized in "Other assets" or "Other liabilities" on the Balance Sheets. Cash inflows and outflows related to derivative instruments are included as a component of operating activity on the Statements of Cash Flows, due to the underlying nature of the hedged items.

The Company does not net collateral against derivative instruments.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

See Note 5, Derivative Financial Instruments, and Note 6, Fair Value Measurements, for further information on derivative instruments.

Revenue and Accounts Receivable

The operating revenues line item in the Statements of Income contains revenues from the following:

	Successor	Predecessor		
	November 1, 2010 through December 31, 2010	January 1, 2010 through October 31, 2010	Year Ended December 31, 2009	Year Ended December 31, 2008
Residential	$ 106	440	$ 480	$ 462
Industrial and commercial	117	588	637	636
Municipals	15	88	91	92
Other retail	20	114	118	108
Wholesale	5	18	29	107
	$ 263	$ 1,248	$ 1,355	$ 1,405

Revenue Recognition

Revenues are recorded based on service rendered to customers through month-end. Operating revenues are recorded based on energy deliveries through the end of the calendar month. Unbilled retail revenues result because customers' meters are read and bills are rendered throughout the month, rather than all being read at the end of the month. Unbilled revenues for a month are calculated by multiplying an estimate of unbilled kWh by the estimated average cents per kWh.

Accounts Receivable

Accounts receivable are reported in the Balance Sheets at the gross outstanding amount adjusted for an allowance for doubtful accounts.

Allowance for Doubtful Accounts

The allowance for doubtful accounts included in "Accounts receivable – customer" is based on the ratio of the amounts charged-off during the last twelve months to the retail revenues billed over the same period, multiplied by the retail revenues billed over the last four months. Accounts with no payment activity are charged-off after four months, although collection efforts continue thereafter. The allowance for doubtful accounts included in "Accounts receivable – other" is composed of accounts aged more than four months. Accounts are written off as management determines them uncollectible.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

The changes in the allowance for doubtful accounts were:

	Successor	Predecessor		
	December 31, 2010	October 31, 2010	December 31, 2009	December 31, 2008
Balance at beginning of period (a)	$ -	$ 3	$ 3	$ 2
Charged to income	1	(6)	(4)	(2)
Charged to balance sheets	5	6	4	3
Balance at end of period	$ 6	$ 3	$ 3	$ 3

(a) Successor beginning of period reflects revaluation of accounts receivable due to purchase accounting.

Cash

Cash Equivalents

All highly liquid investments with an original maturity of three months or less are considered to be cash equivalents.

Fair Value Measurements

KU values certain financial assets and liabilities at fair value. Generally, the most significant fair value measurements relate to derivative assets and liabilities, investments in securities including investments in the pension and postretirement benefit plans and cash and cash equivalents. KU uses, as appropriate, a market approach (generally, data from market transactions), an income approach (generally, present value techniques) and/or a cost approach (generally, replacement cost) to measure the fair value of an asset or liability. These valuation approaches incorporate inputs such as observable, independent market data and/or unobservable data that management believes are predicated on the assumptions that market participants would use to price an asset or liability. These inputs may incorporate, as applicable, certain risks such as nonperformance risk, which includes credit risk.

KU prioritizes fair value measurements for disclosure by grouping them into one of three levels in the fair value hierarchy. The highest priority is given to measurements using level 1 inputs. The appropriate level assigned to a fair value measurement is based on the lowest level input that is significant to the fair value measurement in its entirety. The three levels of the fair value hierarchy are as follows:

- Level 1 - Observable inputs that reflect quoted prices (unadjusted) for identical assets or liabilities in active markets.
- Level 2 - Other inputs that are directly or indirectly observable in the marketplace.
- Level 3 - Unobservable inputs which are supported by little or no market activity.

Assessing the significance of a particular input requires judgment that considers factors specific to the asset or liability. As such, KU's assessment of the significance of a particular input may affect how the assets and liabilities are classified within the fair value hierarchy. See Note 5, Derivatives Financial Instruments, and Note

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

6, Fair Value Measurements, for further information on fair value measurements.

Investments

Equity Method Investment

KU's equity method investment, included in "Investment in unconsolidated venture" on the Balance Sheets, consists of its investment in EEI. KU owns 20% of the common stock of EEI, which owns and operates a 1,002 Mw summer capacity coal-fired plant and a 74 Mw summer capacity natural gas facility in southern Illinois. Through a power marketer affiliated with its majority owner, EEI sells its output to third parties. Although KU holds investment interest in EEI, it is not the primary beneficiary and is therefore not consolidated into the Company's financial statements. KU's investment in EEI is accounted for under the equity method of accounting and as of December 31, 2010 and 2009, totaled $30 million and $12 million, respectively. KU's direct exposure to loss as a result of its involvement with EEI is generally limited to the value of its investment. See Note 2, Acquisition by PPL, for further discussion regarding purchase accounting adjustments recognized for KU's investment in EEI.

The results of operations and financial position of EEI, KU's equity method investment, are summarized below.

Condensed income statement information for the years ended December 31 is as follows:

	2010 (unaudited)	2009	2008
Net sales	$ 343	$ 297	$ 514
Net income	16	10	142
KU's equity in earnings of EEI	3	1	30

Condensed balance sheet information as of December 31 is as follows:

	2010 (unaudited)	2009
Current assets	$ 62	$ 84
Long-lived assets	181	178
Total assets	$ 243	$ 262
Current liabilities	$ 113	$ 166
Long-term liabilities	72	50
Equity	58	46
Total liabilities and equity	$ 243	$ 262

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Cost Method Investment

KU's cost method investment, included in "Investments in unconsolidated venture" on the Balance Sheets, consists of the Company's investment in OVEC. KU and ten other electric utilities are owners of OVEC, which is located in Piketon, Ohio. OVEC owns and operates two coal-fired power plants, Kyger Creek Station in Ohio and Clifty Creek Station in Indiana with combined nameplate generating capacities of 2,390 Mw. OVEC's power is currently supplied to KU and 12 other companies affiliated with the various owners. Pursuant to current contractual agreements, KU owns 2.5% of OVEC's common stock and is contractually entitled to 2.5% of OVEC's output. Based on nameplate generating capacity, this would be approximately 60 Mw.

As of December 31, 2010 and 2009, KU's investment in OVEC totaled less than $1 million. KU is not the primary beneficiary of OVEC; therefore, it is not consolidated into the Company's financial statements and is accounted for under the cost method of accounting. The direct exposure to loss as a result of the Company's involvement with OVEC is generally limited to the value of its investment; however, KU may be conditionally responsible for a pro-rata share of certain OVEC obligations. See Note 2, Acquisition by PPL, and Note 13, Commitments and Contingencies, for further discussion regarding purchase accounting adjustments recognized, and KU's ownership interest and power purchase rights.

Long-Lived and Intangible Assets

Regulated Utility Plant

Regulated utility plant was stated at original cost for the Predecessor and adjusted to the net book value on November 1, 2010, the acquisition date, for the Successor. KU determined that fair value was equal to net book value at the acquisition date since KU's operations are conducted in a regulated environment. Original cost includes payroll-related costs such as taxes, fringe benefits and administrative and general costs. Construction work in progress has been included in the rate base for determining retail customer rates. KU has not recorded significant allowance for funds used during construction in accordance with FERC.

The cost of plant retired or disposed of in the normal course of business is deducted from plant accounts and such cost is charged to the reserve for depreciation. When complete operating units are disposed of, appropriate adjustments are made to the reserve for depreciation and gains and losses, if any, are recognized.

Capitalized Software Cost

Included in "Property, plant and equipment" on the Balance Sheets are capitalized costs of software projects that were developed or obtained for internal use. These capitalized costs are amortized ratably over the expected lives of the projects when they become operational, generally not to exceed five years. Following are capitalized software costs and the accumulated amortization:

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Successor		Predecessor	
December 31, 2010		December 31, 2009	
Carrying Amount	Accumulated Amortization (a)	Carrying Amount	Accumulated Amortization
$ 40	$ 1	$ 52	$ 13

(a) The accumulated amortization as of November 1, 2010, was netted against the carrying amount of the software as the fair value was determined to be equal to net book value for property, plant and equipment.

Amortization expense of capitalized software costs was as follows:

Successor	Predecessor		
November 1, 2010 through December 31, 2010	January 1, 2010 through October 31, 2010	Year Ended December 31,	
		2009	2008
$ 1	$ 6	$ 6	$ 5

The amortization of capitalized software is included in "Depreciation and amortization" on the Statements of Income.

Depreciation and Amortization

Depreciation is provided on the straight-line method over the estimated service lives of depreciable plant. The amounts provided as a percentage of depreciable plant were approximately:

Year	Percentage
2010	4.1%
2009	2.6%
2008	3.0%

Of the amount provided for depreciation, the following were related to the retirement, removal and disposal costs of long lived assets:

Year	Percentage
2010	0.6%
2009	0.4%
2008	0.5%

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

Goodwill, Intangible Assets and Asset Impairment

KU performs a quarterly review to determine if an impairment analyses is required for long-lived assets that are subject to depreciation or amortization. This review identifies changes in circumstances indicating that a long-lived asset's carrying value may not be recoverable. An impairment analysis will be performed if warranted, based on the review.

For a long-lived asset to be held and used, impairment exists when the carrying amount exceeds the sum of the undiscounted cash flows expected to result from the use and eventual disposition of the asset. If the asset is impaired, an impairment loss is recorded to adjust the asset's carrying amount to its fair value.

KU, as the result of PPL's acquisition of LKE, recorded the fair value of its coal contracts, emission allowances, EEI investment and OVEC power purchase contract. The difference between the fair value and the cost for these assets is being amortized over their useful lives based upon the pattern in which the economic benefits of the intangible assets are consumed or otherwise used. When determining the useful life of an intangible asset, including intangible assets that are renewed or extended, KU considers the expected use of the asset, the expected useful life of other assets to which the useful life of the intangible asset may relate and legal, regulatory, or contractual provisions that may limit the useful life. See Note 2, Acquisition by PPL, for methods used to determine the long-lived intangible assets' fair values. See Note 7, Goodwill and Intangible Assets, for the fair value amounts and amortization periods. The current intangible assets and long-term intangible assets are included in "Other intangible assets" on the Balance Sheets.

The Predecessor reported emission allowances in "Other materials and supplies" on the Balance Sheets. The emission allowances were not amortized; rather, they were expensed when consumed. The Predecessor did not recognize the coal contracts or the OVEC power purchase contract as these intangible assets were not derivatives.

In connection with PPL's acquisition of LKE, KU recorded goodwill on November 1, 2010. Goodwill represents the excess of the purchase price paid over the estimated fair value of the assets acquired and liabilities assumed in the acquisition of a business. Goodwill is tested annually for impairment during the fourth quarter and more frequently if management determines that a triggering event may have occurred that would more likely than not reduce the fair value of an operating unit below its carrying value. Goodwill impairment charges are not subject to rate recovery. See Note 7, Goodwill and Intangible Assets, for further discussion regarding the Company's goodwill and current test results.

Asset Retirement Obligations

KU recognizes various legal obligations associated with the retirement of long-lived assets as liabilities in the financial statements. Initially this obligation is measured at fair value. An equivalent amount is recorded as an increase in the value of the capitalized asset and allocated to expense over the useful life of the asset. Until the obligation is settled, the liability is increased, through the recognition of accretion expense in the Statements of Income, for changes in the obligation due to the passage of time. An offsetting regulatory asset is recognized to reverse the depreciation and accretion expense related to the ARO such that there is no income statement impact. The regulatory asset is relieved when the ARO has been settled. Estimated ARO costs and settlement dates, which affect the carrying value of various AROs and the related assets, are reviewed periodically to ensure that any material changes are incorporated into the latest estimate of the obligations. See Note 4, Asset Retirement Obligations, for further information on AROs.

Defined Benefits

KU employees benefit from both funded and unfunded retirement benefit plans. An asset or liability is recorded to recognize the funded status of all defined benefit plans with an offsetting entry to regulatory assets or regulatory liabilities. Consequently, the funded status of all defined benefit plans is fully recognized on the Balance Sheets.

The expected return on plan assets is determined based on the current level of expected return on risk free investments (primarily government bonds), the historical level of the risk premium associated with the other asset classes in which the portfolio is invested and the expectations for future returns of each asset class. The expected return for each asset class is then weighted based on the current asset allocation.

The discount rate used for pensions, postretirement and post-employment plans by the Predecessor was determined using the Mercer Yield Curve. The expected return on assets assumption was 7.75%. Gains and losses in excess of 10% of the greater of the plan's projected benefit obligation or market value of assets were amortized on a straight-line basis over the average future service period of active participants. The market-related value of assets was equal to the fair market value of the assets.

The discount rate used by the Successor was determined by the Towers Watson Yield Curve based on the individual plan cash flows. The expected return on assets was reduced from 7.75% to 7.25%. The amortization period for the recognition of gains and losses for retirement plans was changed to reflect the Successor's amortization policy. Under the Successor's method, gains and losses in excess of 10% but less than 30% of the greater of the plan's projected benefit obligation or market-related value of assets, are amortized on a straight-line basis over the average future service period of active participants. Gains and losses in excess of 30% of the plan's projected benefit obligation or market-related value of assets are amortized on a straight-line basis over a period equal to one-half of the average future service period of active participants. The market-related value of assets for the qualified retirement plans will be equal to a five year smoothed asset value. Gains and losses in excess of the expected return will be phased-in over a five-year period, prospectively from November 1, 2010.

See Note 9, Pension and Other Postretirement Benefit Plans, for further information.

Other

Loss Accruals

Potential losses are accrued when information is available that indicates it is "probable" that a loss has been incurred, given the likelihood of uncertain future events, and the amount of the loss can be reasonably estimated. Accounting guidance defines "probable" as cases in which "the future event or events are likely to occur." KU continuously assesses potential loss contingencies for environmental remediation, litigation claims,

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

regulatory penalties and other events.

KU does not record the accrual of contingencies that might result in gains unless recovery is assured.

Income Taxes

For the periods ended on or before October 31, 2010, KU was a subsidiary of E.ON U.S. and was part of E.ON U.S.'s direct parent's, E.ON US Investments Corp., consolidated U.S. federal income tax return. On November 1, 2010, KU became a part of PPL's consolidated U.S. federal income tax return.

Significant management judgment is required in developing KU's provision for income taxes primarily due to the uncertainty related to tax positions taken or expected to be taken in tax returns and the determination of deferred tax assets, liabilities and valuation allowances.

KU evaluates tax positions following a two-step process. The first step requires an entity to determine whether, based on the technical merits supporting a particular tax position, it is more likely than not (greater than a 50% chance) that the tax position will be sustained. This determination assumes that the relevant taxing authority will examine the tax position and is aware of all the relevant facts surrounding the tax position. The second step requires an entity to recognize in the financial statements the benefit of a tax position that meets the more-likely-than-not recognition criterion. The benefit recognized is measured at the largest amount of benefit that has a likelihood of realization, upon settlement, that exceeds 50%. The amounts ultimately paid upon resolution of issues raised by taxing authorities may differ materially from the amounts accrued and may materially impact the financial statements of KU.

Deferred income taxes reflect the net future tax effects of temporary differences between the carrying amounts of assets and liabilities for accounting purposes and their basis for income tax purposes, as well as the tax effects of net operating losses and tax credit carryforwards.

KU records valuation allowances to reduce deferred tax assets to the amounts that are more likely than not to be realized. KU considers the reversal of temporary differences, future taxable income and ongoing prudent and feasible tax planning strategies in initially recording and subsequently reevaluating the need for valuation allowances. If KU determines that it is able to realize deferred tax assets in the future in excess of recorded net deferred tax assets, adjustments to the valuation allowances increase income by reducing tax expense in the period that such determination is made. Likewise, if KU determines that it is not able to realize all or part of net deferred tax assets in the future, adjustments to the valuation allowances would decrease income by increasing tax expense in the period that such determination is made.

The provision for KU's deferred income taxes for regulated assets and liabilities is based upon the ratemaking principles reflected in rates established by the regulators. The difference in the provision for deferred income taxes for regulated assets and liabilities and the amount that otherwise would be recorded under GAAP is deferred and included on the Balance Sheets in "Regulatory liabilities".

KU defers investment tax credits when the credits are utilized and amortizes the deferred amounts over the average lives of the related assets.

See Note 10, Income Taxes, for further discussion regarding income taxes.

Leases

KU evaluates whether arrangements entered into contain leases for accounting purposes.

Materials and Supplies

Fuel and other materials and supplies inventories are accounted for using the average-cost method.

Fuel Costs

The cost of fuel for electric generation is charged to expense as used. See Note 3, Rates and Regulatory Matters, for a description of the FAC.

Debt

The Company's long-term debt includes $228 million of pollution control bonds, which are subject to tender for purchase at the option of the holder and to mandatory tender for purchase on the occurrence of certain events. The Successor has classified these bonds as long term because the Company has the intent and ability to utilize its $400 million credit facility, which matures in December 2014, to fund any mandatory purchases. Predecessor classified these bonds as current portion of long-term debt due to the tender for purchase provisions. The Predecessor presentation and the Successor presentation are both appropriate under GAAP. See Note 11, Debt, and Note 12, Notes Payable and Other Short-Term Obligations, for more information on the Company's debt and credit facilities.

Unamortized Debt Expense

Debt expense is capitalized and amortized over the lives of the related bond issues using the straight line method, which approximates the effective interest method. Depending on the type of expense, the Successor capitalized debt expenses in long-term other regulatory assets or long-term other assets to align with the term of the debt the expenses were related. The Predecessor capitalized debt expenses in current or long-term other regulatory assets or other current or long-term other assets based on the amount of expense expected to be recovered within the next year through rate recovery. Both the Predecessor and the Successor amortize debt expenses over the lives of the related bond issues. The Predecessor presentation and the Successor presentation are both appropriate under regulatory practices and GAAP.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

Recent Accounting Pronouncements

The following recent accounting pronouncement affected KU:

Fair Value Measurements

In January 2010, the FASB issued guidance related to fair value measurement disclosures requiring separate disclosure of amounts of significant transfers in and out of level 1 and level 2 fair value measurements and separate information about purchases, sales, issuances and settlements within level 3 measurements. This guidance is effective for the interim and annual reporting periods beginning after December 15, 2009, except for the disclosures about the roll-forward of activity in level 3 fair value measurements. Those disclosures are effective for fiscal years beginning after December 15, 2010 and for interim periods within those fiscal years. This guidance has no impact on the Company's results of operations, financial position, liquidity or disclosures.

Note 2 - Acquisition by PPL

On November 1, 2010, PPL completed its acquisition of LKE and its subsidiaries. The push-down basis of accounting was used to record the fair value adjustments of assets and liabilities on LKE at the acquisition date. PPL paid a cash consideration for LKE and its subsidiaries of $2,493 million as well as a capital contribution on November 1, 2010, of $1,565 million; included within this was the consideration paid for KU of $2,656 million. The allocation of the KU purchase price was based on the fair value of assets acquired and liabilities assumed.

The allocation of the purchase price to the fair value of assets acquired and liabilities assumed is as follows:

Current assets	$	364
Investments		30
Property, plant and equipment		4,531
Other intangible assets		178
Regulatory and other non-current assets		274
Current liabilities (excluding current portion of long-term debt)		(367)
Affiliated debt		(1,331)
Debt (current and non-current)		(352)
Other non-current liabilities		(1,278)
Net identifiable assets acquired		2,049
Goodwill		607
Total purchase price	$	2,656

Goodwill represents value paid for the rate regulated business of KU, which is located in a defined service area with a constructive regulatory environment, which provides for future investment, earnings and cash flow growth, as well as the talented and experienced workforce. KU's franchise values are being attributed to the going concern value of the business, and thus were recorded as goodwill rather than a separately identifiable intangible asset. None of the goodwill recognized is deductible for income tax purposes or included in regulated customer rates.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Adjustments to KU's assets and liabilities that contributed to goodwill were as follows:

The fair value adjustment on the EEI investment was calculated using the discounted cash flow valuation method. The result was an increase in KU's value of the investment in EEI; the fair value of EEI was calculated to be $30 million and a fair value adjustment of $18 million was recorded on KU. The fair value adjustment to EEI is amortized over the expected remaining useful life of plant and equipment at EEI, which is estimated to be over 20 years.
The pollution control bonds on KU had a fair value adjustment of $1 million. All variable bonds were valued at par while the fixed rate bonds were valued with a yield curve based on average credit spreads for similar bonds.

As a result of the purchase accounting associated with the acquisition, the following items had a fair value adjustment but no effect on goodwill as the offset was either a regulatory asset or liability. The regulatory asset or liability has been recorded to eliminate any ratemaking impact of the fair value adjustments:

- The value of OVEC was determined to be $39 million based upon an announced transaction by another owner. KU's stock was valued at less than $1 million and the power purchase agreement has been valued at $39 million. An intangible asset was recorded with the offset to regulatory liability and will be amortized using the units of production method until the power purchase agreement ends in March 2026.
- KU recorded an emission allowance intangible asset and regulatory liability as the result of adjusting the fair value of the emission allowances at KU. The emission allowance intangible of $9 million represents allocated and purchased SO2 and NOx emission allowances that are unused as of the valuation date or allocated for use in future years. KU had previously recorded emission allowances as other materials and supplies. To conform to PPL's accounting policy all emission allowances are now recorded as intangible assets. The emission allowance intangible asset is amortized as the emission allowances are consumed, which is expected to occur through 2040.
- KU recorded a coal contract intangible asset of $145 million and non-current liability of $22 million on the Balance Sheets. An offsetting regulatory asset was recorded for those contracts with unfavorable terms relative to market. An offsetting regulatory liability was recorded for those contracts that had favorable terms relative to market. All coal contracts held by KU, wherein it had entered into arrangements to buy amounts of coal at fixed prices from counterparties at a future date, were fair valued. The intangible assets and other liabilities, as well as the regulatory assets and liabilities, are being amortized over the same terms as the related contracts, which expire through 2016.

The fair value of intangible assets and liabilities (e.g. contracts that have favorable or unfavorable terms relative to market), including coal contracts and power purchase agreements, as well as emission allowances, have been reflected on the Balance Sheets with offsetting regulatory assets or liabilities. Prior to the acquisition, KU recovered the cost of the coal contracts, power purchases and emission allowances and this rate treatment will continue after the acquisition. As a result, management believes the regulatory assets and liabilities created to offset the fair value adjustments meet the recognition criteria established by existing accounting guidance and eliminate any ratemaking impact of the fair value adjustments. KU's customer rates will continue to reflect these items (e.g. coal, purchased power, emission allowances) at their original contracted prices.
KU also considered whether a separate fair value should be assigned to KU's rights to operate within its various

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

electric service areas but concluded that these rights only provided the opportunity to earn a regulated return and barriers to market entry, which in management's judgment is not considered a separately identifiable intangible asset under applicable accounting guidance; rather, it is considered going-concern value, or goodwill.

Note 3 - Rates and Regulatory Matters

The Company is subject to the jurisdiction of the FERC, Kentucky Commission, Virginia Commission and the Tennessee Regulatory Authority in virtually all matters related to electric utility regulation and as such, its accounting is subject to the regulated operations guidance of the FASB ASC. Given its position in the marketplace and the status of regulation in Kentucky and Virginia, there are no plans or intentions to discontinue the application of the regulated operations guidance of the FASB ASC.

KU's Kentucky base rates are calculated based on a return on capitalization (common equity, long-term debt and notes payable) including certain regulatory adjustments to exclude non-regulated investments and environmental compliance plans recovered separately through the ECR mechanism. No regulatory assets or regulatory liabilities recorded at the time base rates were determined were excluded from the return on capitalization utilized in the calculation of Kentucky base rates. Therefore, a return is earned on all Kentucky regulatory assets existing at the time base rates were determined, except where such regulatory assets were offset by associated liabilities and thus, have no net impact on capitalization.

As a result of purchase accounting, certain fair value amounts, reflecting contracts that have favorable or unfavorable terms relative to market, were recorded on the Balance Sheets with offsetting regulatory assets or liabilities. Prior to the acquisition, KU recovered in customer rates the cost of the coal contracts, power purchases and emission allowances and this rate treatment will continue after the recognition criteria established by existing accounting guidance and eliminate any ratemaking impact of the fair value adjustments. KU's customer rates will continue to reflect these items (e.g. coal, purchased power, emission allowances) at their original contracted prices.

KU's Virginia base rates are calculated based on a return on rate base. All regulatory assets and liabilities are excluded from the return on rate base utilized in the calculation of Virginia base rates.

KU's wholesale requirements rates for municipal customers are calculated based on annual updates to a rate formula that utilizes a return on rate base. All regulatory assets and liabilities are excluded from the return on rate base utilized in the development of municipal rates.

2010 Purchase and Sale Agreement with PPL

On April 28, 2010, E.ON U.S. announced that a Purchase and Sale Agreement (the "Agreement") had been entered into among E.ON US Investments Corp., PPL and E.ON.

The transaction was subject to customary closing conditions, including the expiration or termination of the applicable waiting period under the Hart-Scott-Rodino Act, receipt of required regulatory approvals (including the FERC and state regulators in Kentucky, Virginia and Tennessee) and the absence of injunctions or restraints imposed by governmental entities.

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Change of control and financing-related applications were filed on May 28, 2010 with the Kentucky Commission and on June 15, 2010 with the Virginia Commission and the Tennessee Regulatory Authority. An application with the FERC was filed on June 28, 2010. During the second quarter of 2010, a number of parties were granted intervenor status in the Kentucky Commission proceedings and data request filings and responses occurred. Early termination of the Hart-Scott-Rodino waiting period was received on August 2, 2010.

A hearing in the Kentucky Commission proceedings was held on September 8, 2010 at which time a unanimous settlement agreement was presented. In the settlement, KU committed that no base rate increases would take effect before January 1, 2013. The KU rate increases that took effect on August 1, 2010, were not impacted by the settlement. Under the terms of the settlement, KU retains the right to seek approval for the deferral of "extraordinary and uncontrollable costs." Interim rate adjustments will continue to be permissible during that period for existing fuel, environmental and demand-side management cost trackers. The agreement also substitutes an acquisition savings shared deferral mechanism for the requirement that the Utilities file a synergies plan with the Kentucky Commission. This mechanism, which will be in place until the earlier of five years or the first day of the year in which a base rate increase becomes effective, permits KU to earn up to a 10.75% return on equity. Any earnings above a 10.75% return on equity will be shared with customers on a 50%/50% basis. On September 30, 2010, the Kentucky Commission issued an Order approving the transfer of ownership of KU via the acquisition of E.ON U.S. by PPL, incorporating the terms of the submitted settlement. On October 19, 2010 and October 21, 2010, respectively, Orders approving the acquisition of E.ON U.S. by PPL were received from the Virginia Commission and the Tennessee Regulatory Authority. The Commissions' Orders contained a number of other commitments with regard to operations, workforce, community involvement and other matters.

In mid-September 2010, KU and other applicants in the FERC change of control proceeding reached an agreement with the protesters, whereby such protests have been withdrawn. The agreement, which was filed for consideration with the FERC, includes various conditional commitments, such as a continuation of certain existing undertakings with protesters in prior cases, an agreement not to terminate certain KU municipal customer contracts prior to January 2017, an exclusion of any transaction-related costs from wholesale energy and tariff customer rates to the extent that KU has agreed not to seek the same transaction-related costs from retail customers and agreements to coordinate with protesters in certain open or ongoing matters. A FERC Order approving the transaction was received on October 26, 2010 and the transaction was completed November 1, 2010.

2010 Kentucky Rate Case

In January 2010, KU filed an application with the Kentucky Commission requesting an increase in electric base rates of approximately 12%, or $135 million annually. In June 2010, KU and all of the intervenors, except the AG, agreed to stipulations providing for an increase in electric base rates of $98 million annually and filed a request with the Kentucky Commission to approve such settlement. An Order in the proceeding was issued in July 2010, approving all the provisions in the stipulations, including a return on equity range of 9.75 – 10.75%. The new rates became effective on August 1, 2010.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

Virginia Rate Case

In June 2009, KU filed an application with the Virginia Commission requesting an increase in electric base rates for its Virginia jurisdictional customers in an amount of $12 million annually or approximately 21%. The proposed increase reflected a proposed rate of return on rate base of 8.586% based on a return on equity of 12%. During December 2009, KU and the Virginia Commission Staff agreed to a Stipulation and Recommendation authorizing base rate revenue increases of $11 million annually and a return on rate base of 7.846% based on a 10.5% return on common equity. In March 2010, the Virginia Commission issued an Order approving the stipulation, with the increased rates to be put into effect as of April 1, 2010. As part of the stipulation, KU refunded $1 million in interim rate amounts in excess of the ultimate approved rates.

FERC Wholesale Rate Case

In September 2008, KU filed an application with the FERC for increases in electric base rates applicable to wholesale power sales contracts or interchange agreements involving, collectively, twelve Kentucky municipalities. The application requested a shift from an all-in stated unit charge rate to an unbundled formula rate, including an annual adjustment mechanism. In 2009, the FERC issued an Order approving a settlement among the parties in the case, incorporating increases of approximately 3% from prior rates and a return on equity of 11%. In May 2010, KU submitted to the FERC the proposed current annual adjustments to the formula rates which incorporated certain proposed increases. Updated rates, including certain further adjustments from a review process involving wholesale requirements customers, became effective as of July 1, 2010, subject to certain review procedures by the wholesale requirements customers and the FERC.

By mutual agreement, the parties' settlement of the 2008 application left outstanding the issue of whether KU must allocate to the municipal customers a portion of renewable resources it may be required to procure on behalf of its retail ratepayers. An Order was issued by the FERC in July 2010, indicating that KU is not required to allocate a portion of any renewable resources to the twelve municipalities, thus resolving the remaining issue.

2008 Kentucky Rate Case

In July 2008, KU filed an application with the Kentucky Commission requesting an increase in electric base rates. In January 2009, KU, the AG, the KIUC and all other parties to the rate case filed a settlement agreement with the Kentucky Commission, under which KU's electric base rates decreased by $9 million annually. An Order approving the settlement agreement was received in February 2009. The new rates were implemented effective February 6, 2009.

Regulatory Assets and Liabilities

The following regulatory assets and liabilities were included in the Balance Sheets as of December 31:

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

	Successor 2010	Predecessor 2009
Current regulatory assets:		
ECR (a)	$ -	$ 28
FAC (a)	-	1
Coal contracts (b)	4	-
MISO exit (c)	-	2
Other (d)	5	1
Total current regulatory assets	$ 9	$ 32
Non-current regulatory assets:		
Pension and postretirement benefits (e)	$ 117	$ 105
Other non-current regulatory assets:		
Storm restoration (c)	57	59
ARO (f)	2	30
Unamortized loss on bonds (c)	12	12
Coal contracts (b)	14	-
MISO exit (a)	5	9
Unamortized debt expense	5	-
Other (d)	10	7
Subtotal other non-current regulatory assets	105	117
Total non-current regulatory assets	$ 222	$ 222
Current regulatory liabilities:		
Coal contracts	$ 16	$ -
ECR	12	-
FAC	2	-
DSM	5	3
Emission allowances	6	-
Other (g)	-	1
Total current regulatory liabilities	$ 41	$ 4
Non-current regulatory liabilities:		
Coal contracts	$ 126	$ -
OVEC power purchase contract	38	-
Deferred income taxes – net	6	9
Postretirement benefits	10	9
Other (g)	6	7
Total non-current regulatory liabilities	$ 186	$ 25

(a) The FAC and ECR regulatory assets have separate recovery mechanisms with recovery within twelve months.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

(b) Offsetting regulatory asset for fair value purchase accounting adjustments. See Note 2, Acquisition by PPL, for information on the purchase accounting adjustments.
(c) These regulatory assets are recovered through base rates.
(d) Other regulatory assets include:
- The CMRG and KCCS contributions, an EKPC FERC transmission settlement agreement and rate case expenses, which are recovered through base rates.
- The FERC jurisdictional portion of the EKPC FERC transmission settlement agreement included in current and non-current regulatory assets, recovered through the application of the annual OATT formula rate updates.
- FERC jurisdictional pension expense, which will be requested in a future FERC rate case.
- Offsetting regulatory asset for fair value purchase accounting adjustment for leases. See Note 2, Acquisition by PPL, for information on the purchase accounting adjustments.
- The Virginia levelized fuel factor, which is a separate recovery mechanism with recovery within twelve months.

(e) KU generally recovers this asset through pension expense included in the calculation of base rates.
(f) When an asset with an ARO is retired, the related ARO regulatory asset will be offset against the associated ARO regulatory liability, ARO asset and ARO liability.
(g) Other regulatory liabilities includes the emission allowance purchase accounting offset, MISO exit and a change in accounting method for FERC jurisdictional spare parts.

ECR

KU recovers the costs of complying with the Federal Clean Air Act pursuant to Kentucky Revised Statute 278-183 as amended and those federal, state or local environmental requirements which apply to coal combustion wastes and by-products from facilities utilized for production of energy from coal, through the ECR mechanism. The amount of the regulatory asset or liability is the amount that has been under- or over-recovered due to timing or adjustments to the mechanism.

The Kentucky Commission requires reviews of the past operations of the environmental surcharge for six-month and two-year billing periods to evaluate the related charges, credits and rates of return, as well as to provide for the roll-in of ECR amounts to base rates each two-year period. In December 2010, the Kentucky Commission initiated a six-month review of the Utilities' environmental surcharge for the billing period ending October 2010. An order is expected in the second quarter of 2011. Also, in December 2010, an Order was issued approving the charges and credits billed through the ECR during the six-month period ending April 2010, as well as approving billing adjustments for under-recovered costs and the rate of return on capital. In May 2010, an Order was issued approving the amounts billed through the ECR during the six-month period ending October 2009, and the rate of return on capital and allowing recovery of the under-recovery position in subsequent monthly filings. In December 2009, an Order was issued approving the charges and credits billed through the ECR during the two-year period ending April 2009, an increase in the jurisdictional revenue requirement, a base rate roll-in and a revised rate of return on capital. In July 2009, an Order was issued approving the charges and credits billed through the ECR during the six-month period ending October 2008, as well as approving billing adjustments for under-recovered costs and the rate of return on capital. In August 2008, an Order was issued approving the charges and credits billed through the ECR during the six-month periods ending April 2008 and October 2007, and the rate of return on capital. In March 2008, an Order was issued approving the charges and credits billed through the ECR during the six-month and two-year periods ending October 2006 and April 2007, respectively, as well as approving billing adjustments, roll-in adjustments to base rates, revisions to the monthly surcharge filing and the rates of return on capital.

In June 2009, the Company filed an application for a new ECR plan with the Kentucky Commission seeking approval to recover investments in environmental upgrades and operations and maintenance costs at the Company's generating facilities. During 2009, KU reached a unanimous settlement with all parties to the case and the Kentucky Commission issued an Order approving KU's application. Recovery on customer bills through the monthly ECR surcharge for these projects began with the February 2010 billing cycle. At December 31, 2009, the Company had a regulatory asset of $28 million, which changed to a regulatory liability in the first quarter of 2010, as a result of these roll-in adjustments to base rates. At December 31, 2010, the regulatory liability balance was $12 million.

In February 2009, the Kentucky Commission approved a settlement agreement in the rate case which provides for an authorized return on equity applicable to the ECR mechanism of 10.63% effective with the February 2009 expense month filing, which represents a slight increase over the previously authorized 10.50%. The 10.63% return on equity for the ECR mechanism was affirmed in the 2010 rate case.

FAC

KU's retail rates contain an FAC, whereby increases and decreases in the cost of fuel for generation are reflected in the rates charged to retail customers. The FAC allows the Company to adjust billed amounts for the difference between the fuel cost component of base rates and the actual fuel cost, including transportation costs. Refunds to customers occur if the actual costs are below the embedded cost component. Additional charges to customers occur if the actual costs exceed the embedded cost component. The amount of the regulatory asset or liability is the amount that has been under- or over-recovered due to timing or adjustments to the mechanism.

The Kentucky Commission requires public hearings at six-month intervals to examine past fuel adjustments and at two-year intervals to review past operations of the fuel clause and transfer of the then current fuel adjustment charge or credit to the base charges. In December 2010, May 2010, November 2009, January 2009, June 2008 and January 2008, the Kentucky Commission issued Orders approving the charges and credits billed through the FAC for the six-month periods ending April 2010, August 2009, April 2009, April 2008, October 2007 and April 2007, respectively. In January 2009 the Kentucky Commission initiated routine examinations of the FAC for the two-year periods November 1, 2006 through October 31, 2008. The Kentucky Commission issued an Order in June 2009 approving the charges and credits billed through the FAC during the review periods.

KU also employs an FAC mechanism for Virginia customers using an average fuel cost factor based primarily on projected fuel costs. The Virginia levelized fuel factor allows fuel recovery based on projected fuel costs for the coming year plus an adjustment for any over- or under-recovery of fuel expenses from the prior year. At December 31, 2010 and 2009, KU had a regulatory asset of $5 million and less than $1 million, respectively.

In February 2010, KU filed an application with the Virginia Commission seeking approval of a decrease in its fuel cost factor beginning with service rendered in April 2010. An Order was issued in April 2010, resulting in an agreed upon decrease of 23% from the fuel factor in effect for April 2009 through March 2010.

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

In February 2009, KU filed an application with the Virginia Commission seeking approval of a 29% increase in its fuel cost factor beginning with service rendered in April 2009. In February 2009, the Virginia Commission issued an Order allowing the requested change to become effective on an interim basis. The Virginia Staff testimony filed in April 2009 recommended a slight decrease in the factor filed by KU. The Company indicated the Virginia Staff proposal was acceptable. A hearing was held in May 2009, with general resolution of remaining issues. In May 2009, the Virginia Commission issued an Order approving the revised fuel factor, representing an increase of 24%, effective May 2009.

In February 2008, KU filed an application with the Virginia Commission seeking approval of a decrease in its fuel cost factor applicable during the billing period, April 2008 through March 2009. The Virginia Commission allowed the new rates to be in effect for the April 2008 customer billings. In April 2008, the Virginia Commission Staff recommended a change to the fuel factor KU filed in its application, to which KU agreed. Following a public hearing and an Order in May 2008, the recommended change became effective in June 2008, resulting in a decrease of 0.482 cents/kWh from the factor in effect for the April 2007 through March 2008 period.

Coal Contracts

In November 2010, purchase accounting adjustments were recorded for the fair value of KU's coal contracts. Offsetting regulatory asset or liability for fair value purchase accounting adjustments eliminate any ratemaking impact of the fair value adjustments.

MISO

Following receipt of applicable FERC, Kentucky Commission and other regulatory Orders, related to proceedings that had been underway since July 2003, KU withdrew from the MISO effective September 1, 2006. Since the exit from the MISO, KU has been operating under a FERC approved OATT. KU now contracts with the TVA to act as its transmission reliability coordinator and SPP to function as its independent transmission operator, pursuant to FERC requirements. The contractual obligations with the TVA extend through August 2011 and with SPP through August 2012.

KU and the MISO agreed upon overall calculation methods for the contractual exit fee to be paid by the Company following its withdrawal. In October 2006, the Company paid $20 million to the MISO and made related FERC compliance filings. The Company's payment of this exit fee was with reservation of its rights to contest the amount, or components thereof, following a continuing review of its calculation and supporting documentation. KU and the MISO resolved their dispute regarding the calculation of the exit fee and, in November 2007, filed an application with the FERC for approval of a recalculation agreement. In March 2008, the FERC approved the parties' recalculation of the exit fee and the approved agreement providing KU with recovery of $4 million, of which $1 million was immediately recovered in 2008, with the remainder to be recovered over the seven years from 2008 through 2014 for credits realized from other payments the MISO will receive, plus interest.

In accordance with Kentucky Commission Orders approving the MISO exit, KU established a regulatory asset for the MISO exit fee, net of former MISO administrative charges collected via base rates through the base rate

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

case test year ended April 30, 2008. The net MISO exit fee is subject to adjustment for possible future MISO credits and a regulatory liability for certain revenues associated with former MISO administrative charges, which were collected via base rates until February 6, 2009. The approved 2008 base rate case settlement provided for MISO administrative charges collected through base rates from May 1, 2008 to February 6, 2009, and any future adjustments to the MISO exit fee, to be established as a regulatory liability until the amounts can be amortized in future base rate cases. This regulatory liability balance as of October 31, 2009, was included in the base rate case application filed on January 29, 2010. MISO exit fee credit amounts subsequent to October 31, 2009, will continue to accumulate as a regulatory liability until they can be amortized in future base rate cases.

In November 2008, the FERC issued Orders in industry-wide proceedings relating to MISO RSG calculation and resettlement procedures. RSG charges are amounts assessed to various participants active in the MISO trading market which generally seek to compensate for uneconomic generation dispatch due to regional transmission or power market operational considerations, with some customer classes eligible for payments, while others may bear charges. The FERC Orders approved two requests for significantly altered formulas and principles, each of which the FERC applied differently to calculate RSG charges for various historical and future periods. Based upon the 2008 FERC Orders, the Company established a reserve during the fourth quarter of 2008 of less than $1 million relating to potential RSG resettlement costs for the period ended December 31, 2008. However, in May 2009, after a portion of the resettlement payments had been made, the FERC issued an Order on the requests for rehearing on one November 2008 Order which changed the effective date and reduced almost all of the previously accrued RSG resettlement costs. Therefore, these costs were reversed and a receivable was established for amounts already paid of less than $1 million. The MISO began refunding the amounts to the Company in June 2009 with full repayment by September 2009. In June 2009, the FERC issued an Order in the rate mismatch RSG proceeding, stating it will not require resettlements of the rate mismatch calculation from April 1, 2005 to November 4, 2007. An accrual had previously been recorded in 2008 for the rate mismatch issue for the time period April 25, 2006 to August 9, 2007, but no accrual had been recorded for the time period November 5, 2007 to November 9, 2008 based on the prior Order. Accordingly, the accrual for the former time period was reversed and an accrual for the latter time period was recorded in June 2009, with a net effect of $1 million of expense, substantially all of which was paid by September 2009.

In August 2009, the FERC determined that the MISO had failed to demonstrate that its proposed exemptions to real-time RSG charges were just and reasonable. In November 2009, the MISO made a compliance filing incorporating the rulings of the FERC Orders and a related task force, with a primary open issue being whether certain of the tariff changes are applied prospectively only or retroactively to approximately January 6, 2009.

In November 2009, the Utilities filed an application with the FERC to approve certain independent transmission operator arrangements to be effective upon the expiration of their current contract with SPP in September 2010. The application sought authority for KU and LG&E to function after such date as the administrators of their own OATT for most purposes. However, due to the lack of FERC approval for such an approach and the approaching expiration of the SPP contract, the Utilities determined the approach was no longer reasonably achievable without unacceptable delay and uncertainty. In July 2010, the Utilities entered into a new agreement with SPP to provide independent transmission operator services for a specified, limited time and removed its application for authority of administering its own OATT. The TVA, which currently acts as reliability coordinator, has also been retained under the existing service contract. The new agreement extends TVA

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

services to August 2011 with no alterations or changes to the party's duties or responsibilities.

In August 2010, the FERC issued three Orders accepting most facets of several MISO RSG compliance filings. The FERC ordered the MISO to issue refunds for RSG charges that were imposed by the MISO on the assumption that there were rate mismatches for the period beginning November 5, 2007 through the present. There is no financial statement impact to the Company from this Order, as the MISO had anticipated that the FERC would require these refunds and had preemptively included them in the resettlements paid in 2009. The FERC denied the MISO's proposal to exempt certain resources from RSG charges, effective prospectively. The FERC accepted portions and rejected portions of the MISO's proposed RSG rate Redesign Proposal, which will be effective when the software is ready for implementation subject to further compliance filings. The impact of the Redesign Proposal on the Company cannot be estimated at this time.

Pension and Postretirement Benefits

KU accounts for pension and postretirement benefits in accordance with the compensation – retirement benefits guidance of the FASB ASC. This guidance requires employers to recognize the over-funded or under-funded status of a defined benefit pension and postretirement plan as an asset or liability on the Balance Sheets and to recognize through other comprehensive income the changes in the funded status in the year in which the changes occur. Under the regulated operations guidance of the FASB ASC, KU can defer recoverable costs that would otherwise be charged to expense or equity by non-regulated entities. Current rate recovery in Kentucky and Virginia is based on the compensation – retirement benefits guidance of the FASB ASC. Regulators have been clear and consistent with their historical treatment of such rate recovery; therefore, the Company has recorded a regulatory asset representing the change in funded status of its pension plan that is expected to be recovered and a regulatory liability representing the change in funded status of its postretirement benefit plan. The regulatory asset and liability will be adjusted annually as prior service cost and actuarial gains and losses are recognized in net periodic benefit cost.

Storm Restoration

In January 2009, a significant ice storm passed through KU's service area causing approximately 199,000 customer outages, followed closely by a severe wind storm in February 2009, causing approximately 44,000 customer outages. An application was filed with the Kentucky Commission in April 2009, requesting approval to establish a regulatory asset and defer for future recovery approximately $62 million in incremental operation and maintenance expenses related to the storm restoration. In September 2009, the Kentucky Commission issued an Order allowing the establishment of a regulatory asset of up to $62 million based on actual costs for storm damages and service restoration due to the January and February 2009 storms. In September 2009, a regulatory asset of $57 million was established for actual costs incurred and approval was received in KU's 2010 base rate case to recover this asset over a ten year period beginning August 1, 2010.

In September 2008, high winds from the remnants of Hurricane Ike passed through the service area causing significant outages and system damage. In October 2008, an application was filed with the Kentucky Commission requesting approval to establish regulatory assets and defer for future recovery approximately $3 million of expenses related to the storm restoration. In December 2008, the Kentucky Commission issued an Order allowing the establishment a regulatory asset of up to $3 million based on actual costs for storm damages and service restoration due to Hurricane Ike. In December 2008, a regulatory asset of $2 million was established for actual costs incurred and KU received approval in its 2010 base rate case to recover this asset over a ten year period, beginning August 1, 2010.

Unamortized Loss on Bonds

The costs of early extinguishment of debt, including call premiums, legal and other expenses, and any unamortized balance of debt expense are amortized using the straight-line method, which approximates the effective interest method, over the life of either the replacement debt (in the case of refinancing) or the original life of the extinguished debt.

CMRG and KCCS Contributions

In July 2008, KU and LG&E, along with Duke Energy Kentucky, Inc. and Kentucky Power Company, filed an application with the Kentucky Commission requesting approval to establish regulatory assets related to contributions to the CMRG for the development of technologies for reducing carbon dioxide emissions and the KCCS to study the feasibility of geologic storage of carbon dioxide. The filing companies proposed that these contributions be treated as regulatory assets to be deferred until recovery is provided in the next base rate case of each company, at which time the regulatory assets will be amortized over the life of each project: four years with respect to the KCCS and ten years with respect to the CMRG. KU and LG&E jointly agreed to provide $2 million over two years to the KCCS and up to $2 million over ten years to the CMRG. In October 2008, an Order approving the establishment of the requested regulatory assets was received. KU received approval from the Kentucky Commission in the Company's 2010 Kentucky base rate case to recover these regulatory assets over the requested period beginning August 1, 2010.

Rate Case Expenses

KU incurred $1 million in expenses related to the development and support of the 2008 Kentucky base rate case. The Kentucky Commission approved the establishment of a regulatory asset for these expenses and authorized amortization over three years beginning in March 2009.

KU incurred $2 million in expenses related to the development and support of the 2010 Kentucky base rate case. The Kentucky Commission approved the establishment of a regulatory asset for these expenses and authorized amortization over three years beginning in August 2010.

FERC Jurisdictional Pension Costs

Other regulatory assets include pension costs of $5 million incurred by the Company and allocated to its FERC jurisdictional ratepayers. The Company will seek recovery of this asset in the next FERC rate proceeding.

Deferred Storm Costs

Based on an Order from the Kentucky Commission in June 2004, KU reclassified from maintenance expense to a regulatory asset $4 million related to costs not reimbursed from the 2003 ice storm. These costs were

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

amortized through June 2009. KU earned a return of these amortized costs, which were included in jurisdictional operating expenses.

DSM

DSM consists of energy efficiency programs which are intended to reduce peak demand and delay the investment in additional power plant construction, provide customers with tools and information to become better managers of their energy usage and prepare for potential future legislation governing energy efficiency. KU's rates contain a DSM provision which includes a rate mechanism that provides for concurrent recovery of DSM costs and provides an incentive for implementing DSM programs. The provision allows KU to recover revenues from lost sales associated with the DSM programs based on program plan engineering estimates and post-implementation evaluations.

In July 2007, KU and LG&E filed an application with the Kentucky Commission requesting an order approving enhanced versions of the existing DSM programs along with the addition of several new cost effective programs. The total annual budget for these programs is approximately $26 million. In March 2008, the Kentucky Commission issued an Order approving the application, with minor modifications. KU and LG&E filed revised tariffs in April 2008, under authority of this Order, which were effective in May 2008.

Emission Allowances

In November 2010, purchase accounting adjustments were recorded for the fair market value of KU's SO2, NOx ozone season and NOx annual emission allowances. Offsetting regulatory assets or liabilities for fair value purchase accounting adjustments eliminate any ratemaking impact of the fair value adjustments. KU is granted SO2 emission allowances through 2040 and NOx ozone season and NOx annual emission allowances through 2011.

OVEC Power Purchase Contract

In November 2010, purchase accounting adjustments were recorded for the fair value of the power purchase agreement between KU and OVEC. Offsetting regulatory liability for fair value purchase accounting adjustment eliminate any ratemaking impact of the fair value adjustments.

Deferred Income Taxes – Net

These regulatory liabilities represent the future revenue impact from the reversal of deferred income taxes required for unamortized investment tax credits, the allowance for funds used during construction and deferred taxes provided at rates in excess of currently enacted rates.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

Other Regulatory Matters

Kentucky Commission Report on Storms

In November 2009, the Kentucky Commission issued a report following review and analysis of the effects and utility response to the September 2008 wind storm and the January 2009 ice storm and possible utility industry preventative measures relating thereto. The report suggested a number of proposed or recommended preventative or responsive measures, including consideration of selective hardening of facilities, altered vegetation management programs, enhanced customer outage communications and similar measures. In March 2010, the Utilities filed a joint response reporting on their actions with respect to such recommendations. The response indicated implementation or completion of substantially all of the recommendations, including, among other matters, on-going reviews of system hardening and vegetation management procedures, certain test or pilot programs in such areas and fielding of enhanced operational and customer outage-related systems.

Wind Power Agreements

In August 2009, KU and LG&E filed a notice of intent with the Kentucky Commission indicating their intent to file an application for approval of wind power purchase contracts and cost recovery mechanisms. The contracts were executed in August 2009 and were contingent upon KU and LG&E receiving acceptable regulatory approvals. Pursuant to the proposed 20-year contracts, KU and LG&E would jointly purchase respective assigned portions of the output of two Illinois wind farms totaling an aggregate 109.5 Mw. In September 2009, the Utilities filed an application and supporting testimony with the Kentucky Commission. In October 2009, the Kentucky Commission issued an Order denying the Utilities' request to establish a surcharge for recovery of the costs of purchasing wind power. The Kentucky Commission stated that such recovery constitutes a general rate adjustment and is subject to the regulations of a base rate case. The Kentucky Commission Order provided for the request for approval of the wind power agreements to proceed independently from the request to recover the costs thereof via surcharges. In November 2009, KU and LG&E filed for rehearing of the Kentucky Commission's Order and requested that the matters of approval of the contract and recovery of the costs thereof remain the subject of the same proceeding. During December 2009, the Kentucky Commission issued data requests on this matter. In March 2010, the Utilities delivered notices of termination under provisions of the wind power contracts. The Utilities also filed a motion with the Kentucky Commission noting the termination of the contracts and seeking withdrawal of their application in the related regulatory proceeding. In April 2010, the Kentucky Commission issued an Order allowing the Utilities to withdraw their pending application.

Trimble County Asset Purchase and Depreciation

In July 2009, the Utilities notified the Kentucky Commission of the proposed sale from the Utilities of certain ownership interests in certain existing Trimble County generating station assets which were anticipated to provide joint or common use in support of the jointly-owned TC2 generating unit under construction at the station. The undivided ownership interests sold provide KU an ownership interest in these common assets proportional to its interest in TC2 and the assets' role in supporting both TC1 and TC2. In December 2009, the Utilities completed the sale transaction at a price of $48 million, representing the current net book value of the assets multiplied by the proportional interest being sold.

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

In August 2009, the Utilities jointly filed an application with the Kentucky Commission to approve new depreciation rates for applicable jointly-owned TC2-related generating, pollution control and other plant equipment and assets. During December 2009, the Kentucky Commission extended the data discovery process through January 2010 and authorized the Utilities on an interim basis to begin using the depreciation rates for TC2 as proposed in the application. In March 2010, the Kentucky Commission issued a final Order approving the use of the proposed depreciation rates on a permanent basis.

TC2 CCN Application and Transmission Matters

An application for a CCN for construction of TC2 was approved by the Kentucky Commission in November 2005. CCNs for two transmission lines associated with TC2 were issued by the Kentucky Commission in September 2005 and May 2006. All regulatory approvals and rights of way for one transmission line have been obtained.

KU's and LG&E's CCN for a transmission line associated with the TC2 construction has been challenged by certain property owners in Hardin County, Kentucky. Certain proceedings relating to CCN challenging and federal historic preservation permit requirements have concluded with outcomes in the Utilities' favor.

Completion of the transmission lines are also subject to standard construction permit, environmental authorization and real property or easement acquisition procedures. Certain Hardin County landowners have raised challenges to the transmission line in some of these forums as well.

With respect to the remaining on-going dispute, KU obtained various successful rulings during 2008 at the Hardin County Circuit Court confirming its condemnation rights. In August 2008, several landowners appealed such rulings to the Kentucky Court of Appeals and received a temporary stay preventing KU from accessing their properties. In May 2010, the Kentucky Court of Appeals issued an Order affirming the Hardin Circuit Court's finding that KU had the right to condemn easements on the properties. In May 2010, the landowners filed a petition for reconsideration with the Court of Appeals. In July 2010, the Court of Appeals denied that petition. In August, 2010, the landowners filed for discretionary review of that denial by the Kentucky Supreme Court.

Settlement discussions with the Hardin County property owners involved in the appeals of the condemnation proceedings have been unsuccessful to date. During the fourth quarter of 2008, KU and LG&E entered into settlements with certain Meade County landowners and obtained dismissals of prior litigation they brought challenging the same transmission line.

As a result of the aforementioned unresolved litigation delays encountered in obtaining access to certain properties in Hardin County, KU obtained easements to allow construction of temporary transmission facilities, bypassing those properties while the litigated issues are resolved. In September 2009, the Kentucky Commission issued an Order stating that a CCN was necessary for two segments of the proposed temporary facilities. In December 2009, the Kentucky Commission granted the CCNs for the relevant segments and the property owners have filed various motions to intervene, stay and appeal certain elements of the Kentucky Commission's recent orders. In January 2010, in respect of two of such proceedings, the Franklin County circuit court issued Orders denying the property owners' request for a stay of construction and upholding the

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

prior Kentucky Commission denial of their intervenor status.

Consistent with the regulatory authorizations and the favorable outcome of the legal proceedings, the Utilities completed construction activities on the permanent transmission line easements. During 2010, the Utilities placed the transmission line into operation. While the Utilities are not currently able to predict the ultimate outcome and possible financial effects of the remaining legal proceedings, the Utilities do not believe the matter involves relevant or continuing risks to operations.

Utility Competition in Virginia

The Commonwealth of Virginia passed the Virginia Electric Utility Restructuring Act in 1999. This act gave customers the ability to choose their electric supplier and capped electric rates through December 2010. KU subsequently received a legislative exemption from the customer choice requirements of this law. In April 2007, however, the Virginia General Assembly amended the Virginia Electric Utility Restructuring Act, thereby terminating this competitive market and commencing re-regulation of utility rates. The new act ended the cap on rates at the end of 2008. Pursuant to this legislation, the Virginia Commission adopted regulations revising the rules governing utility rate increase applications. As of January 2009, a hybrid model of regulation is being applied in Virginia. Under this model, utility rates are reviewed every two years. KU's exemption from the requirements of the Virginia Electric Utility Restructuring Act in 1999, however, discharges the Company from the requirements of the new hybrid model of regulation. In lieu of submitting an annual information filing, the Company has the option of requesting a change in base rates to recover prudently incurred costs by filing a traditional base rate case. KU is also subject to other utility regulations in Virginia, including, but not limited to, the recovery of prudently incurred fuel costs through an annual fuel factor charge and the submission of integrated resource plans.

Market-Based Rate Authority

In July 2006, the FERC issued an Order in KU's market-based rate proceeding accepting the Company's further proposal to address certain market power issues the FERC claimed would arise upon an exit from the MISO. In particular, the Company received permission to sell power at market-based rates at the interface of balancing areas in which it may be deemed to have market power, subject to a restriction that such power will not be collusively re-sold back into such balancing areas. However, restrictions exist on sales by KU of power at market-based rates in the KU and LG&E and Big Rivers Electric Company balancing areas. In June 2007, the FERC issued Order No. 697 implementing certain reforms to market-based rate regulations, including restrictions similar to those previously in place for the Company's power sales at balancing area interfaces. In December 2008, the FERC issued Order No. 697-B potentially placing additional restrictions on certain power sales involving areas where market power is deemed to exist. As a condition of receiving and retaining market-based rate authority, KU must comply with applicable affiliate restrictions set forth in the FERC regulation. During September 2008, the Company submitted a regular triennial update filing under market-based rate regulations.

In June 2009, the FERC issued Order No. 697-C which generally clarified certain interpretations relating to power sales and purchases at balancing area interfaces or into balancing areas involving market power. In July 2009, the FERC issued an Order approving the Company's September 2008 application for market-based rate authority. During July 2009, affiliates of KU completed a transaction terminating certain prior generation and power marketing activities in the Big Rivers Electric Company balancing area, which termination should ultimately allow a filing to request a determination that the Company no longer is deemed to have market power in such balancing area.

KU conducts certain of its wholesale power sales activities in accordance with existing market-based rate authority principles and interpretations. Future FERC proceedings relating to Orders 697 or market-based rate authority could alter the amount of sales made at market-based versus cost-based rates. The Company's sales under market-based rate authority totaled less than $1 million for the year ended December 31, 2010.

Mandatory Reliability Standards

As a result of the EPAct 2005, certain formerly voluntary reliability standards became mandatory in June 2007 and authority was delegated to various Regional Reliability Organizations ("RROs") by the NERC, which was authorized by the FERC to enforce compliance with such standards, including promulgating new standards. Failure to comply with mandatory reliability standards can subject a registered entity to sanctions, including potential fines of up to $1 million per day, as well as non-monetary penalties, depending upon the circumstances of the violation. The Utilities are members of the SERC, which acts as KU's and LG&E's RRO. During December 2009 and April, July and August 2010, the Utilities submitted ten self-reports relating to various standards, which self-reports remain in the early stages of RRO review, and therefore, the Utilities are unable to estimate the outcome of these matters. Mandatory reliability standard settlements commonly also include non-penalty elements, including compliance steps and mitigation plans. Settlements with SERC proceed to NERC and FERC review before becoming final. While the Utilities believe they are in compliance with the mandatory reliability standards, events of potential non-compliance may be identified from time-to-time. The Utilities cannot predict such potential violations or the outcome of self-reports described above.

Integrated Resource Planning

Integrated resource planning ("IRP") regulations in Kentucky require major utilities to make triennial IRP filings with the Kentucky Commission. In April 2008, KU and LG&E filed their 2008 joint IRP with the Kentucky Commission. The IRP provides historical and projected demand, resource and financial data and other operating performance and system information. The Kentucky Commission issued a staff report and Order closing this proceeding in December 2009. Pursuant to the Virginia Commission's December 2008 Order, KU filed its IRP in July 2009. The filing consisted of the 2008 Joint IRP filed by KU and LG&E with the Kentucky Commission along with additional data. The Virginia Commission has not established a procedural schedule for this proceeding. KU expects to file their next IRP in April 2011.

PUHCA 2005

PPL, KU's ultimate parent, is a holding company under PUHCA 2005. PPL, its utility subsidiaries, including KU, and certain of its non-utility subsidiaries, are subject to extensive regulation by the FERC with respect to numerous matters, including electric utility facilities and operations, wholesale sales of power and related transactions, accounting practices, issuances and sales of securities, acquisitions and sales of utility properties, payments of dividends out of capital and surplus, financial matters and inter-system sales of non-power goods

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

and services. KU believes that it has adequate authority, including financing authority, under existing FERC Orders and regulations to conduct its business and will seek additional authorization when necessary.

EPAct 2005

The EPAct 2005 was enacted in August 2005. Among other matters, this comprehensive legislation contains provisions mandating improved electric reliability standards and performance; granting enhanced civil penalty authority to the FERC; providing economic and other incentives relating to transmission, pollution control and renewable generation assets; increasing funding for clean coal generation incentives; repealing the Public Utility Holding Company Act of 1935; enacting PUHCA 2005; and expanding FERC jurisdiction over public utility holding companies and related matters via the Federal Power Act and PUHCA 2005.

In February 2006, the Kentucky Commission initiated an administrative proceeding to consider the requirements of the EPAct 2005, Subtitle E Section 1252, Smart Metering, which concerns time-based metering and demand response, and Section 1254, Interconnections. EPAct 2005 requires each state regulatory authority to conduct a formal investigation and issue a decision on whether or not it is appropriate to implement certain Section 1252 standards within eighteen months after the enactment of EPAct 2005 and to commence consideration of Section 1254 standards within one year after the enactment of EPAct 2005. Following a public hearing with all Kentucky jurisdictional electric utilities, in December 2006, the Kentucky Commission issued an Order in this proceeding indicating that the EPAct 2005 Section 1252 and Section 1254 standards should not be adopted. However, all five Kentucky Commission jurisdictional utilities were required to file real-time pricing pilot programs for their large commercial and industrial customers. KU developed a real-time pricing pilot program for large industrial and commercial customers and filed the details of the plan with the Kentucky Commission in April 2007. In February 2008, the Kentucky Commission issued an Order approving the real-time pricing pilot program proposed by KU for implementation within approximately eight months. The tariff was filed in October 2008, with an effective date of December 1, 2008. KU files annual reports on the program within 90 days of each plan year end for the three-year pilot period.

Green Energy Riders

In February 2007, KU and LG&E filed a Joint Application and Testimony for Proposed Green Energy Riders. In May 2007, a Kentucky Commission Order was issued authorizing KU to establish Small and Large Green Energy Riders, allowing customers to contribute funds to be used for the purchase of renewable energy credits. During November 2009, KU and LG&E filed an application to both continue and modify the existing Green Energy Programs. In February 2010, the Kentucky Commission approved the Utilities' application, as filed.

Home Energy Assistance Program

In July 2007, KU filed an application with the Kentucky Commission for the establishment of a Home Energy Assistance program. During September 2007, the Kentucky Commission approved the five-year program as filed, effective in October 2007. The programs were scheduled to terminate in September 2012 and is funded through a \$0.10 per month meter charge. Effective February 6, 2009, as a result of the settlement agreement in the 2008 base rate case, the program is funded through a \$0.15 per month meter charge. As a condition in the settlement in the change of control proceeding before the Kentucky Commission in the PPL acquisition, the program was extended to September 2015.

Collection Cycle Revision

As part of its base rate case filed on July 29, 2008, LG&E proposed to change the due date for customer bill payments from 15 days to 10 days to align its collection cycle with KU. In addition, in its rate case filed on July 29, 2008, KU proposed to include a late payment charge if payment is not received within 15 days from the bill issuance date to align with LG&E. The settlement agreements approved in the rate cases in February 2009 changed the due date for customer bill payments to 12 days after bill issuance for both KU and LG&E and permitted KU's implementation of a late payment charge if payment is not received within 15 days from the bill issuance date.

Depreciation Study

In December 2007, KU filed a depreciation study with the Kentucky Commission as required by a previous Order. In August 2008, the Kentucky Commission issued an Order consolidating the depreciation study with the base rate case proceeding. The approved settlement agreements in the rate cases established new depreciation rates effective February 2009. KU also filed the depreciation study with the Virginia Commission which approved the implementation of the new depreciation rates effective February 2009. Approval by the Virginia Commission does not preclude the rates from being raised as an issue by any party in KU's future base rate cases in Virginia.

Brownfield Development Rider Tariff

In March 2008, KU received Kentucky Commission approval for a Brownfield Development Rider, which offers a discounted rate to electric customers who meet certain usage and location requirements, including taking new service at a Brownfield site, as certified by the appropriate Kentucky state agency. The rider permits special contracts with such customers which provide for a series of declining partial rate discounts over an initial five-year period of a longer service arrangement. The tariff is intended to promote local economic redevelopment and efficient usage of utility resources by aiding potential reuse of vacant Brownfield sites.

Interconnection and Net Metering Guidelines

In May 2008, the Kentucky Commission on its own motion initiated a proceeding to establish interconnection and net metering guidelines in accordance with amendments to existing statutory requirements for net metering of electricity. The jurisdictional electric utilities and intervenors in this case presented proposed interconnection guidelines to the Kentucky Commission in October 2008. In a January 2009 Order, the Kentucky Commission issued the Interconnection and Net Metering Guidelines – Kentucky that were developed by all parties to the proceeding. KU does not expect any financial or other impact as a result of this Order. In April 2009, KU filed revised net metering tariffs and application forms pursuant to the Kentucky Commission's Order. The Kentucky Commission issued an Order in April 2009, which suspended for five months all net metering tariffs filed by the jurisdictional electric utilities. This suspension was intended to allow sufficient time for review of the filed tariffs by the Kentucky Commission Staff and intervening parties. In June 2009, the Kentucky Commission Staff held an informal conference with the parties to discuss issues related to the net metering tariffs filed by

KU. Following this conference, the intervenors and KU resolved all issues and KU filed revised net metering tariffs with the Kentucky Commission. In August 2009, the Kentucky Commission issued an Order approving the revised tariffs.

EISA 2007 Standards

In November 2008, the Kentucky Commission initiated an administrative proceeding to consider new standards as a result of the Energy Independence and Security Act of 2007 ("EISA 2007"), part of which amends the Public Utility Regulatory Policies Act of 1978 ("PURPA"). There are four new PURPA standards and one non-PURPA standard applicable to electric utilities. The proceeding also considers two new PURPA standards applicable to natural gas utilities. EISA 2007 requires state regulatory commissions and non-regulated utilities to begin consideration of the rate design and smart grid investments no later than December 19, 2008 and to complete the consideration by December 19, 2009. The Kentucky Commission established a procedural schedule that allowed for data discovery and testimony through July 2009. In October 2009, the Kentucky Commission held an informal conference for the purpose of discussing issues related to the standard regarding the consideration of Smart Grid investments. A public hearing has not been scheduled in this matter.

Note 4 - Asset Retirement Obligations

A summary of KU's net ARO assets, ARO liabilities and regulatory assets established under the asset retirement and environmental obligations guidance of the FASB ASC follows:

	ARO Net Assets	ARO Liabilities	Regulatory Assets
As of December 31, 2008, Predecessor	$ 5	$ (32)	$ 28
ARO accretion and depreciation	(1)	(2)	2
As of December 31, 2009, Predecessor	4	(34)	30
ARO accretion and depreciation	-	(2)	2
Reclassification for retired assets	(1)	-	1
ARO revaluation - change in estimates	22	(24)	2
As of October 31, 2010, Predecessor	25	(60)	35
ARO accretion and depreciation	(1)	-	1
Purchase accounting - fair value adjustment	28	6	(34)
As of December 31, 2010, Successor	$ 52	$ (54)	$ 2

In September 2010, the Company performed a revaluation of its AROs as a result of recently proposed environmental legislation and improved ability to forecast asset retirement costs due to recent construction and retirement activity.

In November 2010, the Company recorded a purchase accounting adjustment to fair value AROs due to the PPL acquisition.

Pursuant to regulatory treatment prescribed under the regulated operations guidance of the FASB ASC, an offsetting regulatory credit was recorded in "Depreciation and amortization" in the Statements of Income for the Successor of $1 million in 2010 and $2 million for the Predecessor for the ARO accretion and depreciation expense. The offsetting regulatory credit recorded was $2 million in 2009 and 2008 for the ARO accretion and depreciation expense. The ARO liabilities are offset by cash settlements that have not yet been applied. Therefore, ARO net assets, ARO liabilities and regulatory assets balances do not net to zero due to the cash settlements.

KU's AROs are primarily related to the final retirement of assets associated with generating units. KU transmission and distribution lines largely operate under perpetual property easement agreements which do not generally require restoration upon removal of the property. Therefore, under the asset retirement and environmental obligations guidance of the FASB ASC, no material asset retirement obligations are recorded for transmission and distribution assets.

Note 5 – Derivative Financial Instruments

KU is subject to interest rate and commodity price risk related to on-going business operations. The Company's policies allow for the interest rate risk to be managed through the use of fixed rate debt, floating rate debt and interest rate swaps. Although the Company's policies allow for the use of interest rate swaps, as of December 31, 2010 and 2009, KU had no interest rate swaps outstanding. At December 31, 2010, KU's potential annual exposure to increased interest expense, based on a 10% increase in interest rates, was less than $1 million.

The Company does not net collateral against derivative instruments.

Energy Trading and Risk Management Activities

KU conducts energy trading and risk management activities to maximize the value of power sales from physical assets it owns. Energy trading activities are principally forward financial transactions to manage price risk and are accounted for as non-hedging derivatives on a mark-to-market basis in accordance with the derivatives and hedging guidance of the FASB ASC.

Energy trading and risk management contracts are valued using prices based on active trades from Intercontinental Exchange Inc. In the absence of a traded price, midpoints of the best bids and offers are the primary determinants of valuation. When sufficient trading activity data is unavailable, other inputs include prices quoted by brokers or observable inputs other than quoted prices, such as one-sided bids or offers as of the balance sheet date. Quotes are verified quarterly using an independent pricing source of actual transactions. Quotes for combined off-peak and weekend timeframes are allocated between the two timeframes based on their historical proportional ratios to the integrated cost. No other adjustments are made to the forward prices. No changes to valuation techniques for energy trading and risk management activities occurred during 2010 or 2009. Changes in market pricing, interest rate and volatility assumptions were made during both years.

KU's financial assets and liabilities as of December 31, 2010 and December 31, 2009, arising from energy trading and risk management contracts not designated as hedging instruments accounted for at fair value total

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

less than $1 million and are recorded in prepayments and other current assets and other current liabilities, respectively.

The Company maintains credit policies intended to minimize credit risk in wholesale marketing and trading activities by assessing the creditworthiness of potential counterparties prior to entering into transactions with them and continuing to evaluate their creditworthiness once transactions have been initiated. To further mitigate credit risk, KU seeks to enter into netting agreements or require cash deposits, letters of credit and parental company guarantees as security from counterparties. The Company uses ratings of S&P, Moody's and definitive qualitative and quantitative data to assess the financial strength of counterparties on an on-going basis. If no external rating exists, KU assigns an internally generated rating for which it sets appropriate risk parameters. As risk management contracts are valued based on changes in market prices of the related commodities, credit exposures are revalued and monitored on a daily basis. At December 31, 2010, 100% of the trading and risk management commitments were with counterparties rated BBB-/Baa3 equivalent or better. The Company has reserved against counterparty credit risk based on KU's own creditworthiness (for net liabilities) and its counterparty's creditworthiness (for net assets). The Company applies historical default rates within varying credit ratings over time provided by S&P or Moody's. At December 31, 2010 and December 31, 2009, counterparty credit reserves related to energy trading and risk management contracts were less than $1 million.

The net volume of electricity based financial derivatives outstanding at December 31, 2010 and December 31, 2009, was 129,199 Mwh and 315,600 Mwh, respectively. Cash collateral related to the energy trading and risk management contracts was less than $1 million at December 31, 2010 and December 31, 2009. Cash collateral related to the energy trading and risk management contracts is recorded in "Prepayments and other current assets" on the Balance Sheets.

KU manages the price risk of its estimated future excess economic generation capacity using market-traded forward contracts. Hedge accounting treatment has not been elected for these transactions; therefore, realized and unrealized gains and losses are included in the Statements of Income.

The following table presents the effect of market-traded forward contract derivatives not designated as hedging instruments on income

		Successor	Predecessor		
Loss Recognized in Income	Location	November 1, 2010 through December 31, 2010	January 1, 2010 through October 31, 2010	Year Ended December 31, 2009	Year Ended December 31, 2008
Unrealized gain (loss)	Electric revenues	$ -	$ -	$ (1)	$ 1

Net realized gains and losses were zero for the period ended December 31, 2010 and less than $1 million for the periods ended October 31, 2010, December 31, 2009 and December 31, 2008.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

Credit Risk Related Contingent Features

Certain of KU's derivative contracts contain credit contingent provisions which would permit the counterparties with which KU is in a net liability position to require the transfer of additional collateral upon a decrease in KU's credit rating. Some of these provisions would require KU to transfer additional collateral or permit the counterparty to terminate the contract if KU's credit rating were to fall below investment grade. Some of these provisions also allow the counterparty to require additional collateral upon each decrease in the credit rating at levels that remain above investment grade. In either case, if KU's credit rating were to fall below investment grade (i.e., below BBB- for S&P or Baa3 for Moody's), and assuming no assignment to an investment grade affiliate were allowed, most of these credit contingent provisions require either immediate payment of the net liability as a termination payment or immediate and ongoing full collateralization by KU on derivative instruments in net liability positions.

Additionally, certain of KU's derivative contracts contain credit contingent provisions that require KU to provide "adequate assurance" of performance if the other party has reasonable grounds for insecurity regarding KU's performance of its obligation under the contract. A counterparty demanding adequate assurance could require a transfer of additional collateral or other security, including letters of credit, cash and guarantees from a creditworthy entity. A demand for additional assurance would typically involve negotiations among the parties.

To determine net liability positions, KU uses the fair value of each agreement. At December 31, 2010, there were no energy trading and risk management derivative contracts with credit risk related contingent features that are in a liability position and collateral of less than $1 million was posted in the normal course of business. At December 31, 2010, a downgrade of the Company's credit rating below investment grade would have no effect on the energy trading and risk management derivative contracts or collateral required.

Note 6 - Fair Value Measurements

KU adopted the fair value guidance in the FASB ASC in two phases. Effective January 1, 2008, the Company adopted it for all financial instruments and non-financial instruments accounted for at fair value on a recurring basis, and effective January 1, 2009, the Company adopted it for all non-financial instruments accounted for at fair value on a non-recurring basis. The FASB ASC guidance clarifies that fair value is an exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. As such, fair value is a market-based measurement that should be determined based on assumptions that market participants would use in pricing an asset or a liability. As a basis for considering such assumptions, the FASB ASC guidance establishes a three-tier value hierarchy, which prioritizes the inputs used in the valuation methodologies in measuring fair value.

The carrying values and estimated fair values of KU's non-trading financial instruments follow:

	Successor		Predecessor	
	December 31, 2010		December 31, 2009	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Bonds	$ 1,841	$ 1,728	$ 351	$ 351
Debt to affiliated company	-	-	1,331	1,401

The fixed rate pollution control bond valuations reflect prices quoted by investment banks, which are active in the market for these instruments. First mortgage bond valuations reflect prices quoted from a third party service. The fair value of the debt due to affiliated company is determined using an internal valuation model that discounts the future cash flows of each loan at current market rates as determined based on quotes from investment banks that are actively involved in capital markets for utilities and factor in KU's credit ratings and default risk. The fair values of cash and cash equivalents, accounts receivable, cash surrender value of key man life insurance, accounts payable and notes payable are substantially the same as their carrying values.

KU has classified the applicable financial assets and liabilities that are accounted for at fair value into the three levels of the fair value hierarchy, as defined by the fair value measurements and disclosures guidance of the FASB ASC, as discussed in Note 1, Summary of Significant Accounting Policies.

The Company classifies its derivative cash collateral balances within level 1 based on the funds being held in a demand deposit account. The Company classifies its derivative energy trading and risk management contracts within level 2 because it values them using prices actively quoted for proposed or executed transactions, quoted by brokers or observable inputs other than quoted prices.

KU's financial assets and liabilities as of December 31, 2010 and 2009, arising from energy trading and risk management contracts accounted for at fair value on a recurring basis total less than $1 million. Cash collateral related to the energy trading and risk management contracts was less than $1 million at December 31, 2010 and December 31, 2009 each year.

There were no level 3 measurements for the periods ending December 31, 2010 and December 31, 2009.

Note 7 - Goodwill and Intangible Assets

In connection with PPL's acquisition of LKE, KU recorded goodwill on November 1, 2010. In addition, as of November 1, 2010, certain intangible assets were adjusted to their fair value and new intangible assets were recorded. See Note 2, Acquisition by PPL, for further information.

Goodwill

The Company performs its required annual goodwill impairment test in the fourth quarter. Impairment tests are performed between the annual tests when the Company determines that a triggering event has occurred that would, more likely than not, reduce the fair value of a reporting unit below its carrying value. The goodwill

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

impairment test is comprised of a two-step process. In step 1, the Company identifies a potential impairment by comparing the estimated fair value of the regulated utilities (the goodwill reporting unit) to their carrying value, including goodwill, on the measurement date. If the estimated fair value exceeds its carrying amount, goodwill is not considered impaired. If the fair value is less than the carrying value, then step 2 is performed to measure the amount of impairment loss, if any. The step 2 calculation compares the implied fair value of the goodwill to the carrying value of the goodwill. The implied fair value of goodwill is equal to the excess of the Company estimated fair value over the fair values of its identified assets and liabilities. If the carrying value of goodwill exceeds the implied fair value of goodwill, an impairment loss is recognized in an amount equal to that excess (but not in excess of the carrying value).

In connection with PPL's acquisition of LKE on November 1, 2010, goodwill of $607 million was recorded on November 1, 2010. The allocation of the goodwill to KU was based on the net asset value of the Company. The goodwill represents value paid for the rate regulated business located in a defined service area with a constructive regulatory environment, which provides for future investment, earnings and cash flow growth, as well as the talented and experienced workforce. KU's franchise values are being attributed to the going concern value of the business and thus were recorded as goodwill rather than a separately identifiable intangible asset. None of the goodwill recognized is expected to be deductible for income tax purposes or included in customer rates. See Note 2, Acquisition by PPL, for further information.

For the 2010 annual impairment test, the primary valuation technique used was an income methodology based on management's estimates of forecasted cash flows for the Company, with those cash flows discounted to present value using rates commensurate with the risks of those cash flows. Management also took into consideration the acquisition price paid by PPL. The discounted cash flows for the Company was based on discrete financial forecasts developed by management for planning purposes and consistent with those given to PPL. Cash flows beyond the discrete forecasts were estimated using a terminal-value calculation, which incorporated historical and forecasted financial trends for the Company. No impairment resulted from the fourth quarter test, as the determined fair value of the Company was greater than its carrying value.

Other Intangible Assets

The gross carrying amount and the accumulated amortization of other intangible assets were as follows:

	Successor December 31, 2010 Gross Carrying Amount	Successor December 31, 2010 Accumulated Amortization
Subject to amortization:		
Coal contracts (a)	$ 145	$ 3
Land rights (b)	8	-
Emission allowances (c)	9	-
OVEC power purchase agreement (d)	39	1
Total other intangible assets	$ 201	$ 4

(a) The gross carrying amount represents the fair value of coal contracts recognized as a result of the 2010 acquisition by PPL. The weighted average amortization period of these contracts is 3 years. See Note 2, Acquisition by PPL, for further information.

(b) The gross carrying amount represents the fair value of land rights recognized as a result of adopting PPL's accounting policies in the Successor period. The weighted average amortization period of these rights is 17 years. See Note 1, Summary of Significant Accounting Policies, for further information.

(c) The gross carrying amount represents the fair value of emission allowances recognized as a result of the 2010 acquisition by PPL, as well as the reclassification of amounts from inventory to intangible assets as a result of adopting PPL's accounting policies in the Successor period. The weighted average amortization period of these emission allowances is 3 years. See Note 2, Acquisition by PPL, for further information.

(d) The gross carrying amount represents the fair value of the OVEC power purchase contract recognized as a result of the 2010 acquisition by PPL. The weighted average amortization period of the power purchase agreement is 8 years. See Note 2, Acquisition by PPL, for further information.

Current intangible assets and long-term intangible assets are included in "Other intangible assets" in their respective areas on the Balance Sheets in 2010. Intangible assets resulting from purchase accounting adjustments are not recoverable in rates.

Amortization expense, excluding consumption of emission allowances, was $4 million for the Successor in 2010. The estimated aggregate amortization expense for each of the next five years is as follows:

	Estimated Expense in Period Ended				
	2011	2012	2013	2014	2015
Aggregate amortization expense	$ 43	$ 25	$ 27	$ 24	$ 26

Note 8 - Concentrations of Credit and Other Risk

Credit risk represents the accounting loss that would be recognized at the reporting date if counterparties failed to perform as contracted. Concentrations of credit risk (whether on- or off-balance sheet) relate to groups of customers or counterparties that have similar economic or industry characteristics that would cause their ability to meet contractual obligations to be similarly affected by changes in economic or other conditions.

All of KU's customer receivables arise from deliveries of electricity. During 2010, the Company's ten largest customers accounted for less than 19% of volumes.

Effective August 4, 2009, KU and its employees represented by the IBEW Local 2100 entered into a three-year collective bargaining agreement. The agreement provides for negotiated increases or changes to wages, benefits or other provisions and for annual wage re-openers. KU and its employees represented by the USWA Local 9447-01 entered into a three-year collective bargaining agreement in August 2008. This agreement provides for negotiated increases or changes to wages, benefits or other provisions and for annual wage re-openers. The employees represented by these two bargaining units comprise approximately 15% of the Company's workforce at December 31, 2010.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Note 9 - Pension and Other Postretirement Benefit Plans

KU employees benefit from both funded and unfunded retirement benefit plans. Its defined benefit pension plan covers employees hired by December 31, 2005. Employees hired after this date participate in the Retirement Income Account ("RIA"), a defined contribution plan. The postretirement plan includes health care benefits that are contributory, with participants' contributions adjusted annually. The Company uses December 31 as the measurement date for its plans.

Obligations and Funded Status

The following tables provide a reconciliation of the changes in the defined benefit plans' obligations, the fair value of assets and the funded status of the plans for November 1, 2010 through December 31, 2010, for the Successor, and for January 1, 2010 through October 31, 2010, and January 1, 2009 through December 31, 2009, for the Predecessor:

	Pension Benefits			Other Postretirement Benefits		
	Successor	Predecessor		Successor	Predecessor	
	2010	2010	2009	2010	2010	2009
Change in benefit obligation:						
Benefit obligation at beginning of period	$ 355	$ 316	$ 306	$ 84	$ 80	$ 75
Service cost	1	5	6	-	1	2
Interest cost	3	16	18	1	4	4
Benefits paid, net of retiree contributions	(3)	(14)	(18)	(1)	(4)	(5)
Actuarial (gain) loss and other	(2)	32	4	(1)	3	4
Benefit obligation at end of period	$ 354	$ 355	$ 316	$ 83	$ 84	$ 80

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

	Pension Benefits			Other Postretirement Benefits		
	Successor	Predecessor		Successor	Predecessor	
	2010	2010	2009	2010	2010	2009
Change in plan assets:						
Fair value of plan assets at beginning of period	$ 237	$ 219	$ 183	$ 20	$ 17	$ 12
Actual return on plan assets	7	20	41	-	1	3
Employer contributions	-	13	13	2	6	7
Benefits paid, net of retiree contributions	(3)	(14)	(18)	(1)	(4)	(5)
Administrative expenses and other	-	(1)	-	-	-	-
Fair value of plan assets at end of period	$ 241	$ 237	$ 219	$ 21	$ 20	$ 17
Funded status at end of period	$ (113)	$ (118)	$ (97)	$ (62)	$ (64)	$ (63)

Amounts Recognized in the Balance Sheets

The following tables provide the amounts recognized in the Balance Sheets and information for plans with benefit obligations in excess of plan assets plans for November 1, 2010 through December 31, 2010, for the Successor, and for January 1, 2010 through October 31, 2010, and January 1, 2009 through December 31, 2009, for the Predecessor:

	Pension Benefits			Other Postretirement Benefits		
	Successor	Predecessor		Successor	Predecessor	
	2010	2010	2009	2010	2010	2009
Regulatory assets	$ 117	$ 125	$ 105	$ -	$ -	$ -
Regulatory liabilities	-	-	-	(10)	(9)	(9)
Accrued benefit liability (non-current)	(113)	(118)	(97)	(62)	(64)	(63)

Amounts recognized in regulatory assets and liabilities for November 1, 2010 through December 31, 2010, for the Successor, and for January 1, 2010 through October 31, 2010, and January 1, 2009 through December 31, 2009, for the Predecessor:

	Pension Benefits			Other Postretirement Benefits		
	Successor	Predecessor		Successor	Predecessor	
	2010	2010	2009	2010	2010	2009
Transition obligation	$ -	$ -	$ -	$ 2	$ 2	$ 3
Prior service cost	3	4	5	1	1	2
Accumulated loss (gain)	114	121	100	(13)	(12)	(14)
Total regulatory assets and liabilities	$ 117	$ 125	$ 105	$ (10)	$ (9)	$ (9)

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Additional information for plans with accumulated benefit obligations in excess of plan assets for November 1, 2010 through December 31, 2010, for the Successor, and for January 1, 2010 through October 31, 2010, and January 1, 2009 through December 31, 2009, for the Predecessor:

	Pension Benefits			Other Postretirement Benefits		
	Successor	Predecessor		Successor	Predecessor	
	2010	2010	2009	2010	2010	2009
Benefit obligation	$ 354	$ 355	$ 316	$ 83	$ 84	$ 80
Accumulated benefit obligation	299	299	268	-	-	-
Fair value of plan assets	241	237	219	21	20	17

The amounts recognized in regulatory assets and liabilities for November 1, 2010 through December 31, 2010, for the Successor, and for January 1, 2010 through October 31, 2010, and January 1, 2009 through December 31, 2009, for the Predecessor:

	Pension Benefits			Other Postretirement Benefits		
	Successor	Predecessor		Successor	Predecessor	
	2010	2010	2009	2010	2010	2009
Net (gain) loss arising during the period	$ (6)	$ 26	$ (22)	$ (1)	$ 2	$ 2
Amortization of prior service cost	-	(1)	(1)	-	-	-
Amortization of transitional obligation	-	-	-	-	(2)	(1)
Amortization of loss	(2)	(5)	(9)	-	-	-
Total amounts recognized in regulatory assets and liabilities	$ (8)	$ 20	$ (32)	$ (1)	$ -	$ 1

For discussion of the pension and postretirement regulatory assets, see Note 3, Rates and Regulatory Matters.

Components of Net Periodic Benefit Cost

The following tables provide the components of net periodic benefit cost for pension and other postretirement benefit plans. The tables include the costs associated with both KU employees and Servco employees who provide services to KU. The Servco costs are allocated to KU based on employees' labor charges and are approximately 51%, 49% and 46% of Servco's costs for 2010, 2009 and 2008, respectively.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

	Pension Benefits					
	Successor			Predecessor		
	November 1, 2010 through December 31, 2010			January 1, 2010 through October 31, 2010		
	KU	Servco Allocation to KU	Total KU	KU	Servco Allocation to KU	Total KU
Service cost	$ 1	$ 1	$ 2	$ 5	$ 5	$ 10
Interest cost	3	2	5	16	6	22
Expected return on plan assets	(3)	(1)	(4)	(14)	(5)	(19)
Amortization of prior service cost	-	-	-	1	1	2
Amortization of actuarial gain	2	-	2	5	2	7
Net periodic benefit cost	$ 3	$ 2	$ 5	$ 13	$ 9	$ 22

	Pension Benefits					
	Year Ended December 31, 2009			Year Ended December 31, 2008		
	KU	Servco Allocation to KU	Total KU	KU	Servco Allocation to KU	Total KU
Service cost	$ 6	$ 5	$ 11	$ 6	$ 4	$ 10
Interest cost	18	7	25	18	6	24
Expected return on plan assets	(15)	(4)	(19)	(21)	(5)	(26)
Amortization of prior service cost	1	1	2	1	1	2
Amortization of actuarial gain	9	2	11	-	-	-
Net periodic benefit cost	$ 19	$ 11	$ 30	$ 4	$ 6	$ 10

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

	Other Postretirement Benefits											
	Successor						Predecessor					
	November 1, 2010 through December 31, 2010						January 1, 2010 through October 31, 2010					
	KU		Servco Allocation to KU		Total KU		KU		Servco Allocation to KU		Total KU	
Service cost	$	-	$	-	$	-	$	1	$	1	$	2
Interest cost		1		-		1		4		-		4
Expected return on plan assets		-		-		-		(1)		-		(1)
Amortization of transition obligation		-		-		-		1		-		1
Net periodic benefit cost	$	1	$	-	$	1	$	5	$	1	$	6

	Other Postretirement Benefits											
	Year Ended December 31, 2009						Year Ended December 31, 2008					
	KU		Servco Allocation to KU		Total KU		KU		Servco Allocation to KU		Total KU	
Service cost	$	1	$	1	$	2	$	1	$	1	$	2
Interest cost		5		-		5		5		-		5
Expected return on plan assets		(1)		-		(1)		(1)		-		(1)
Amortization of transition obligation		1		-		1		1		-		1
Net periodic benefit cost	$	6	$	1	$	7	$	6	$	1	$	7

The estimated amounts that will be amortized from regulatory assets and liabilities into net periodic benefit cost in 2011 are shown in the following table:

	Pension Benefits		Other Postretirement Benefits	
Regulatory assets and liabilities:				
Net actuarial loss	$	8	$	-
Prior service cost		1		1
Transition obligation		-		1
Total regulatory assets and liabilities amortized during 2011	$	9	$	2

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

The weighted average assumptions used in the measurement of KU's pension and postretirement benefit obligations for November 1, 2010 through December 31, 2010, for the Successor, and for January 1, 2010 through October 31, 2010, and January 1, 2009 through December 31, 2009, for the Predecessor are shown in the following table:

	Successor	Predecessor	
	December 31, 2010	October 31, 2010	December 31, 2009
Discount rate – pension benefits	5.52%	5.46%	6.13%
Discount rate – postretirement benefits	5.12%	4.96%	5.82%
Rate of compensation increase	5.25%	5.25%	5.25%

For the first ten months of 2010, the discount rates used to determine the pension and postretirement benefit obligations and the period expense were determined using the Mercer Pension Discount Yield Curve. This model takes the plans' cash flows and matches them to a yield curve that provides the equivalent yields on zero-coupon corporate bonds for each maturity. The discount rate is the single rate that produces the same present value of cash flows. The selection of the various discount rates represents the equivalent single rate under a broad-market AA yield curve constructed by Mercer.

For the last two months of 2010, the Towers Watson Yield Curve was used to determine the discount rate. This model also starts with an analysis of the expected benefit payment stream for its plans. This information is first matched against a spot-rate yield curve. A portfolio of Aa-graded non-callable (or callable with make-whole provisions) bonds, with a total amount outstanding in excess of $667 billion, serves as the base from which those with the lowest and highest yields are eliminated to develop the ultimate yield curve. The results of this analysis are considered together with other economic data and movements in various bond indices to determine the discount rate assumption.

The weighted average assumptions used in the measurement of KU's pension and postretirement net periodic benefit costs for November 1, 2010 through December 31, 2010, for the Successor, and for January 1, 2010 through October 31, 2010, and January 1, 2009 through December 31, 2009, for the Predecessor are shown in the following table:

	Successor	Predecessor		
	2010	2010	2009	2008
Discount rate - pension	5.45%	5.46%	6.25%	6.66%
Discount rate - postretirement	4.94%	5.82%	6.36%	6.56%
Expected long-term return on plan assets	7.25%	7.75%	8.25%	8.25%
Rate of compensation increase	5.25%	5.25%	5.25%	5.25%

To develop the expected long-term rate of return on assets assumption, KU considered the current level of expected returns on risk free investments (primarily government bonds), the historical level of the risk premium associated with the other asset classes in which the portfolio is invested and the expectations for future returns of each asset class. The expected return for each asset class was then weighted based on the current asset allocation to develop the expected long-term rate of return on assets assumption for the portfolio. The Company has determined that the 2011 expected long-term rate of return on assets assumption should be 7.25%.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

The following describes the effects on pension benefits by changing the major actuarial assumptions discussed above:

- A 1% change in the assumed discount rate would have a $39 million positive or negative impact to the 2010 accumulated benefit obligation and an approximate $51 million positive or negative impact to the 2010 projected benefit obligation.
- A 25 basis point change in the expected rate of return on assets would have resulted in less than a $1 million positive or negative impact to 2010 pension expense.
- A 25 basis point increase in the rate of compensation increase would have a $3 million negative impact to the 2010 projected benefit obligation.

Assumed Health Care Cost Trend Rates

For measurement purposes, an 8% annual increase in the per capita cost of covered health care benefits was assumed for the first ten months of 2010. The rate was assumed to decrease gradually to 4.5% by 2029 and remain at that level thereafter. For the last two months of 2010, an 8% annual increase in the per capita cost of covered health care benefits was assumed and the rate was assumed to decrease gradually to 5.5% by 2019. For 2011, a 9% annual increase in the per capita cost of covered health care benefits is assumed and the rate is assumed to decrease gradually to 5.5% by 2019. This change in the length of the health care trend was made to conform to PPL's accounting policies.

Assumed health care cost trend rates have a significant effect on the amounts reported for the health care plans. A 1% change in assumed health care cost trend rates would have resulted in an increase or decrease of less than $1 million to the 2010 total of service and interest costs components and an increase or decrease of $4 million in year end 2010 postretirement benefit obligations.

Expected Future Benefit Payments and Medicare Subsidy Receipts

The following list provides the amount of expected future benefit payments, which reflect expected future service costs and the estimated gross amount of Medicare subsidy receipts:

	Pension Benefits	Other Postretirement Benefits	Medicare Subsidy Receipts
2011	$ 18	$ 6	$ 1
2012	18	6	-
2013	18	6	1
2014	18	7	-
2015	18	7	1
2016-2020	106	36	3

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Plan Assets

The following table shows the pension plan's weighted average asset allocation by asset category at December 31:

	Target Range	Successor 2010	Predecessor 2009
Equity securities	45% - 75%	56%	59%
Debt securities	30% - 50%	24%	40%
Other	0% - 10%	20%	1%
Totals		100%	100%

The investment policy of the pension plans was developed in conjunction with financial and actuarial consultants, investment advisors and legal counsel. The goal of the investment policy is to preserve the capital of the pension plans' assets and maximize investment earnings in excess of inflation with acceptable levels of volatility. The return objective is to exceed the benchmark return for the policy index comprised of the following: Russell 3000 Index, MSCI-EAFE Index, Barclays Capital Aggregate and Barclays Capital U.S. Long Government/Credit Bond Index in proportions equal to the targeted asset allocation.

Evaluation of performance focuses on a long-term investment time horizon over rolling three and five-year periods. The assets of the pension plans are broadly diversified within different asset classes (equities, fixed income securities and cash equivalents).

To minimize the risk of large losses in a single asset class, no more than 5% of the portfolio will be invested in the securities of any one issuer with the exclusion of the U.S. government and its agencies. The equity portion of the fund is diversified among the market's various subsections to diversify risk, maximize returns and avoid undue exposure to any single economic sector, industry group or individual security. The equity subsectors include, but are not limited to, growth, value, small capitalization and international.

In addition, the overall fixed income portfolio may have an average weighted duration, or interest rate sensitivity which is within +/- 20% of the duration of the overall fixed income benchmark. Foreign bonds in the aggregate shall not exceed 10% of the total fund. The portfolio may include a limited investment of up to 20% in below investment grade securities provided that the overall average portfolio quality remains "AA" or better. The below investment grade securities include, but are not limited to, medium-term notes, corporate debt, non-dollar and emerging market debt and asset backed securities. The cash investments should be in securities that are either short maturities (not to exceed 180 days) or readily marketable with modest risk.

Derivative securities are permitted only to improve the portfolio's risk/return profile, to modify the portfolio's duration or to reduce transaction costs and must be used in conjunction with underlying physical assets in the portfolio. Derivative securities that involve speculation, leverage, interest rate anticipation, or any undue risk whatsoever are not deemed appropriate investments.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

The investment objective for the postretirement benefit plan is to provide current income consistent with stability of principal and liquidity while maintaining a stable net asset value of $1.00 per share. The postretirement funds are invested in a prime cash money market fund that invests primarily in a portfolio of short-term, high-quality fixed income securities issued by banks, corporations and the U.S. government.

KU has classified plan assets that are accounted for at fair value into the three levels of the fair value hierarchy, as defined by the fair value measurements and disclosures guidance of the FASB ASC. See Note 6, Fair Value Measurements, for further information.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

A description of the valuation methodologies used to measure plan assets at fair value is provided below:

Money market funds: These investments are public investment vehicles valued using $1 for the net asset value. The money market funds are classified within level 2 of the valuation hierarchy.

Common/collective trusts: Valued based on the beginning of year value of the plan's interests in the trust plus actual contributions and allocated investment income (loss) less actual distributions and allocated administrative expenses. Quoted market prices are used to value investments in the trust, with the exception of the GAC. The fair value of certain other investments for which quoted market prices are not available are valued based on yields currently available on comparable securities of issuers with similar credit ratings. The common/collective trusts are classified within level 2 of the valuation hierarchy.

The preceding methods described may produce a fair value that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Company believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Prior to the acquisition, the GAC was considered an immediate participation guarantee contract which was not included in the fair value table. In accordance with the plan accounting guidance of the FASB ASC, the cost incurred to purchase the GAC prior to March 20, 1992, was permitted to be carried at contract value, since it is a contract with an insurance company and prior to the acquisition it was excluded from the table above. The cost incurred to fund the GAC after March 20, 1992, was carried at contract value in accordance with the plan accounting guidance of the FASB ASC, since it was a contract that incorporates mortality and morbidity risk. Contract value represents cost plus interest income less distributions for benefits and administrative expenses. To conform to PPL's accounting methods, the John Hancock GAC was classified in the fair value table as a level 3 and as "other" rather than "debt securities" in the asset allocation table for the period ended December 31, 2010.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

The following table sets forth, by level within the fair value hierarchy, the plan's assets at fair value at December 31:

	Successor		Predecessor	
	Level 2	Level 3	Level 2	Level 3
Money market funds	$ 2	$ -	$ 2	$ -
Common/collective trusts	213	-	186	-
John Hancock - GAC	-	47	-	-
Total investments at fair value	$ 215	$ 47	$ 188	$ -

The following table sets forth a reconciliation of changes in the fair value of the plan's level 3 assets for the following period:

	Successor
Balance at November 1, 2010	$ -
Purchases	1
Transfers into level 3	46
Balance at December 31, 2010	$ 47

There are no assets categorized as level 1 as of December 31, 2010 and December 31, 2009.

Contributions

KU made discretionary contributions to the pension plan of $13 million in 2010 and 2009. Servco made $9 million and $8 million in discretionary contributions to its pension plan in 2010 and 2009, respectively. The amount of future contributions to the pension plan will depend upon the actual return on plan assets and other factors, but the Company funds its pension obligations in a manner consistent with the Pension Protection Act of 2006. The Company made contributions totaling $43 million in January 2011.See Note 19, Subsequent Events, for further information.

The Company made contributions to its other postretirement benefit plan of $8 million in 2010 and $7 million in 2009. In 2011, the Company anticipates making voluntary contributions to fund Voluntary Employee Beneficiary Association trusts to match the annual postretirement expense and funding the 401(h) plan up to the maximum amount allowed by law.

Pension Legislation

The Pension Protection Act of 2006 was enacted in August 2006. New rules regarding funding of defined benefit plans are generally effective for plan years beginning in 2008. Among other matters, this comprehensive legislation contains provisions applicable to defined benefit plans which generally (i) mandate full funding of current liabilities within seven years; (ii) increase tax-deduction levels regarding contributions; (iii) revise certain actuarial assumptions, such as mortality tables and discount rates; and (iv) raise federal insurance premiums and other fees for under-funded and distressed plans. The legislation also contains a number of provisions relating to defined-contribution plans and qualified and non-qualified executive pension plans and

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

other matters. The Company's plan met the minimum funding requirements as defined by the Pension Protection Act of 2006 for years ended December 31, 2010 and 2009.

Thrift Savings Plans

KU has a thrift savings plan under section 401(k) of the Internal Revenue Code. Under the plan, eligible employees may defer and contribute to the plan a portion of current compensation in order to provide future retirement benefits. KU makes contributions to the plan by matching a portion of the employees' contributions. The costs of this matching were $3 million in 2010, 2009 and 2008.

KU also makes contributions to RIAs within the thrift savings plans for certain employees not covered by the non-contributory defined benefit pension plan. These employees consist of those hired after December 31, 2005. The Company makes these contributions based on years of service and the employees' wage and salary levels, and makes them in addition to the matching contributions discussed above. The amounts contributed by the Company under this arrangement were less than $1 million in 2010, 2009 and 2008.

Health Care Reform

In March 2010, Health Care Reform (the Patient Protection and Affordable Care Act of 2010) was signed into law. Many provisions of Health Care Reform do not take effect for an extended period of time and many aspects of the law which are currently unclear or undefined will likely be clarified in future regulations.

During 2010, KU recorded an income tax expense of less than $1 million to recognize the impact of the elimination of the tax deduction related to the Medicare Retiree Drug Subsidy that becomes effective in 2013.

Specific provisions within Health Care Reform that may impact KU include:

- Beginning in 2011, requirements extend dependent coverage up to age 26, remove the $2 million lifetime maximum and eliminate cost sharing for certain preventative care procedures.
- Beginning in 2018, a potential excise tax is expected on high-cost plans providing health coverage that exceeds certain thresholds.

The Company has evaluated these provisions of Health Care Reform on its benefit programs in consultation with its actuarial consultants and has determined that the excise tax will not have an impact on its postretirement medical plans. The requirement to extend dependent coverage up to age 26 is not expected to have a significant impact on active or retiree medical costs. The Company will continue to monitor the potential impact of any changes to the existing provisions and implementation guidance related to Health Care Reform on its benefit programs.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

Note 10 - Income Taxes

KU's federal income tax return is included in a United States consolidated income tax return filed by LKE's direct parent. Prior to October 31, 2010 the return was included in the consolidated return of E.ON US Investments Corp. Due to the acquisition by PPL, the return will be included in the consolidated PPL return beginning November 1, 2010, for each tax period. Each subsidiary of the consolidated tax group, including KU, calculates its separate income tax for each period. The resulting separate-return tax cost or benefit is paid to or received from the parent company or its designee. The Company also files income tax returns in various state jurisdictions. While 2007 and later years are open under the federal statute of limitations, Revenue Agent Reports for 2007-2008 have been received from the IRS, effectively closing these years to additional audit adjustments. Tax years beginning with 2007 were examined under an IRS program, Compliance Assurance Process ("CAP"). This program accelerates the IRS's review to begin during the year applicable to the return and ends 90 days after the return is filed. KU had no adjustments for the 2007 federal tax return. For 2008, the IRS allowed additional deductions in connection with the Company's application for a change in repair deductions and disallowed certain bonus depreciation claimed on the original return. The net temporary tax impact for the Company was a $12 million reduction in tax and was recorded in the second quarter of 2010. The 2009 federal return was filed in the third quarter of 2010 and the IRS issued a Partial Acceptance Letter in connection with CAP. The IRS is continuing to review bonus depreciation, storms and other repairs. No net material adverse impact is expected from these remaining areas. The short tax year beginning January 1, 2010 through October 31, 2010, is also being examined under CAP. No material items have been raised by the IRS at this time. The two month period beginning November 1, 2010 and ending December 31, 2010 is not currently under examination.

Additions and reductions of uncertain tax positions during 2010, 2009 and 2008 were less than $1 million. Possible amounts of uncertain tax positions for KU that may decrease within the next 12 months total less than $1 million and are based on the expiration of the audit periods as defined in the statutes. If recognized, the less than $1 million of unrecognized tax benefits would reduce the effective income tax rate.

The amount KU recognized as interest expense and interest accrued related to unrecognized tax benefits was less than $1 million for the twelve month periods ended and as of December 31, 2010, 2009 and 2008. The interest expense and interest accrued is based on IRS and Kentucky Department of Revenue large corporate interest rates for underpayment of taxes. At the date of adoption, the Company accrued less than $1 million in interest expense on uncertain tax positions. KU records the interest as "Interest expense" and penalties, if any, as "Operating expenses" on the Statements of Income and "Other current liabilities" on the Balance Sheets, on a pre-tax basis. No penalties were accrued by the Company through December 31, 2010.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Components of income tax expense are shown in the table below:

	Successor	Predecessor		
	November 1, 2010 through December 31, 2010	January 1, 2010 through October 31, 2010	Year Ended December 31, 2009	Year Ended December 31, 2008
Current:				
Federal	$ 13	$ 46	$ (5)	$ 46
State	3	9	1	10
Deferred:				
Federal – net	4	20	43	(10)
State – net	-	3	7	(3)
Investment tax credit – deferred	-	-	21	25
Total income tax expense	$ 20	$ 78	$ 67	$ 68

In June 2006, KU and LG&E filed a joint application with the U.S. Department of Energy ("DOE") requesting certification to be eligible for an investment tax credit applicable to the construction of TC2. In November 2006, the DOE and the IRS announced that KU and LG&E were selected to receive the tax credit. A final IRS certification required to obtain the investment tax credit was received in August 2007. In September 2007, KU received an Order from the Kentucky Commission approving the accounting of the investment tax credit, which includes a full depreciation basis adjustment for the amount of the credit. KU's portion of the TC2 tax credit is approximately $101 million. Based on eligible construction expenditures incurred, KU recorded an investment tax credit of $21 million and $25 million in 2009 and 2008, respectively, decreasing current federal income taxes. As of December 31, 2009, KU had recorded its maximum credit of $101 million. The income tax expense impact from amortizing this credit over the life of the related property began when the facility was placed in service in January 2011.

In March 2008, certain environmental and preservation groups filed suit in federal court in North Carolina against the DOE and IRS claiming the investment tax credit program was in violation of certain environmental laws and demanded relief, including suspension or termination of the program. The plaintiffs voluntarily dismissed their complaint in August 2010.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Components of deferred income taxes included in the Balance Sheets are shown below:

	Successor December 31, 2010	Predecessor December 31, 2009
Deferred income tax liabilities:		
Depreciation and other plant-related items	$ 347	$ 303
Regulatory assets and other	133	69
Total deferred income tax liabilities	480	372
Deferred income tax assets:		
Regulatory liabilities and other	80	-
Income taxes due to customers	2	4
Pensions and related benefits	9	17
Liabilities and other	19	18
Total deferred income tax assets	110	39
Net deferred income tax liabilities	$ 370	$ 333
Balance sheet classification:		
Prepayments and other current assets	$ (6)	$ (3)
Deferred income taxes (non-current)	376	336
Net deferred income tax liabilities	$ 370	$ 333

The Company expects to have adequate levels of taxable income to realize its recorded deferred income tax assets.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

A reconciliation of differences between the income tax expense at the statutory U.S. federal income tax rate and KU's actual income tax expense follows:

	Successor	Predecessor		
	November 1, 2010 through December 31, 2010	January 1, 2010 through October 31, 2010	Year Ended December 31, 2009	Year Ended December 31, 2008
Statutory federal income tax expense	$ 19	$ 77	$ 70	$ 79
State income taxes – net of federal benefit	2	8	5	5
Qualified production activities deduction	(1)	(4)	(1)	(3)
Dividends received deduction related to EEI investment	-	-	(3)	(8)
Reversal of excess deferred taxes	-	(2)	(2)	(1)
Other differences – net	-	(1)	(2)	(4)
Income tax expense	$ 20	$ 78	$ 67	$ 68
Effective income tax rate	36.4%	35.8%	33.5%	30.1%

The Tax Relief, Unemployment Reauthorization and Job Creation Act of 2010, enacted December 17, 2010 provided, among other provisions, certain incentives related to bonus depreciation and 100% expensing of qualifying capital expenditures. KU benefited from these new provisions by reducing its 2010 current federal income tax expense. This reduction in federal taxable income for KU does, however, result in a reduction of KU's Section 199 Manufacturing deduction, which is based on manufacturing taxable income and correspondingly increases income tax expense. The impact from these changes on 2010 was not material; however, KU anticipates a significant reduction of taxable income in 2011 and 2012 and a corresponding loss of most, if not all, of the Section 199 Manufacturing deduction for the following two years.

Note 11 - Debt

As summarized below, at December 31, 2010, debt consisted of first mortgage bonds and secured pollution control bonds. At December 31, 2009, debt consisted primarily of pollution control bonds and loans from affiliated companies.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

	Successor 2010	Predecessor 2009
Debt to affiliates	$ -	$ 1,331
Secured first mortgage bonds, net of debt discount and amortization of debt discount	1,500	-
Pollution control revenue bonds, collateralized by first mortgage bonds	351	351
Fair value adjustment from purchase accounting	1	-
Unamortized discount	(11)	-
Total debt	$ 1,841	$ 1,682

	Stated Interest Rates	Maturities	Debt Amounts
Successor			
Outstanding at December 31, 2010:	Variable – 6.00%	Variable – 6.00%	$ 1,841
Predecessor			
Outstanding at December 31, 2009:	Variable – 7.035%	2010-2037	$ 1,682

Pollution control bonds are obligations of KU issued in connection with tax-exempt pollution control bonds by various counties in Kentucky. A loan agreement obligates the Company to make debt service payments to the counties in amounts equal to the debt service due from the counties on the related pollution control bonds. Depending on the type of expense, the Successor capitalized debt expenses in long-term other regulatory assets or long-term other assets to align with the term of the debt for which the expenses were related. The Predecessor capitalized debt expenses in current or long-term other regulatory assets or other current or long-term other assets based on the amount of expense expected to be recovered within the next year through rate recovery. Both Predecessor and Successor amortized debt expenses over the lives of the related bond issues. The Predecessor presentation and the Successor presentation are both appropriate under regulatory practices and GAAP.

In October 2010, in order to secure their respective obligations with respect to the pollution control bonds, KU issued first mortgage bonds to the pollution control bond trustees. KU's first mortgage bonds contain terms and conditions that are substantially parallel to the terms and conditions of the counties' debt, but provide that obligations are deemed satisfied to the extent of payments under the related loan agreement, and thus generally require no separate payment of principal and interest except under certain circumstances, including should KU default on the respective loan agreement. Also in October 2010, one national rating agency revised downward the short-term credit rating of the pollution control bonds and the Company's issuer rating as a result of the pending acquisition by PPL.

Several series of KU's pollution control bonds are insured by monoline bond insurers whose ratings have been reduced due to exposures relating to insurance of sub-prime mortgages. At December 31, 2010, KU had an aggregate $351 million of outstanding pollution control indebtedness, of which $96 million is in the form of insured auction rate securities wherein interest rates are reset every 35 days via an auction process. Beginning in late 2007, the interest rates on these insured bonds began to increase due to investor concerns about the creditworthiness of the bond insurers. Since 2008, interest rates increased and the Company experienced "failed

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

auctions" when there were insufficient bids for the bonds. When a failed auction occurs, the interest rate is set pursuant to a formula stipulated in the indenture.

The average annualized interest rates on the auction rate bonds follow:

Successor	Predecessor	
November 1, 2010 through December 31, 2010	January 1, 2010 through October 31, 2010	Year Ended December 31, 2009
0.53%	0.51%	0.44%

The instruments governing this auction rate bond permit KU to convert the bond to other interest rate modes, such as various short-term variable rates, long-term fixed rates or intermediate-term fixed rates that are reset infrequently.

As a result of downgrades of the monoline insurers by all of the rating agencies to levels below that of the Company's rating, the debt ratings of the Company's insured bonds are all based on the Company's senior secured debt rating and are not influenced by the monoline bond insurer ratings.

In connection with the PPL acquisition, on November 1, 2010, KU borrowed $1,331 million from a PPL subsidiary, in order to repay loans from a subsidiary of E.ON. KU used the net proceeds received from the sale of the first mortgage bonds to repay the debt owed to the PPL subsidiary arising from the borrowing.

In November 2010, KU issued first mortgage bonds totaling $1,500 million and used the proceeds to repay the loans from a PPL subsidiary mentioned above and for general corporate purposes. The first mortgage bonds were issued at a discount as described in the table below:

First Mortgage Bonds	Principal	Discount Price	First Mortgage Bond Proceeds (a)
Series due 2015	$ 250	99.650%	$ 249
Series due 2020	500	99.622%	498
Series due 2040	750	98.915%	742
Total	$ 1,500		$ 1,489

(a) Before expenses other than discount to Purchaser

The first mortgage bonds were issued by KU in accordance with the rules of Section 144A of the Securities Act of 1933. KU has entered into a registration rights agreement in which it has agreed to file a registration statement with the SEC relating to an offer to exchange the first mortgage bonds for publicly tradable securities having substantially identical terms. If ultimate registration and/or certain milestones are not completed by certain dates in mid- and late 2011, the Company has agreed to pay liquidated damages to the bondholders. The liquidated damages would total 0.25% per annum of the principal amount of the bonds for the first 90 days and 0.50% per annum of the principal amount thereafter until the conditions described above have been cured.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

There were no redemptions or maturities of debt for 2009. Redemptions and maturities of debt for 2010 are summarized below:

Year	Description	Principal Amount	Rate	Secured/ Unsecured	Maturity
Successor					
2010	Due to PPL Investment Corp.	$ 1,331	4.24%-7.035%	Unsecured	2010-2037
2010	Due to E.ON affiliates	1,331	4.24%-7.035%	Unsecured	2010-2037

Issuances of debt for 2010 and 2009 are summarized below:

Year	Description	Principal Amount	Rate	Secured/ Unsecured	Maturity
Successor					
2010	Due to PPL Investment Corp.	$ 1,331	4.24%-7.035%	Unsecured	2010-2037
2010	First mortgage bonds	250	1.625%	Secured	2015
2010	First mortgage bonds	500	3.25%	Secured	2020
2010	First mortgage bonds	750	5.125%	Secured	2040
Predecessor					
2009	Due to E.ON affiliates	50	4.445%	Unsecured	2019
2009	Due to E.ON affiliates	50	4.81%	Unsecured	2019
2009	Due to E.ON affiliates	50	5.28%	Unsecured	2017

As of December 31, 2010, all of the Company's debt is secured by a first mortgage lien on substantially all of the real and tangible personal property of the Company located in Kentucky.

Debt maturities for KU are shown in the following table:

2011	$ -
2012	-
2013	-
2014	-
2015	250
Thereafter	1,601
	$ 1,851

KU was in compliance with all debt covenants at December 31, 2010.

See Note 1, Summary of Significant Accounting Policies, for certain debt refinancing and associated transactions completed by KU in connection with the PPL acquisition, Note 2, Acquisition by PPL, for the adjustment made to the pollution control bonds to reflect fair value and Note 15, Related Party Transactions, for debt payable to affiliates.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Note 12 - Notes Payable and Other Short-Term Obligations

Intercompany Revolving Line of Credit

KU participates in an intercompany money pool agreement wherein LKE and/or LG&E make funds available to KU at market-based rates (based on highly rated commercial paper issues) of up to $400 million. Details of the balances are as follows:

	Total Money Pool Available	Amount Outstanding	Balance Available	Average Interest Rate
December 31, 2010, Successor	$ 400	$ 10	$ 390	0.25%
December 31, 2009, Predecessor	400	45	355	0.20%

LKE maintains revolving credit facilities totaling $300 million at December 31, 2010 and $313 million at December 31, 2009, to ensure funding availability for the money pool. At December 31, 2010, the LKE facility is with PPL Investment Corp. LKE pays PPL Investment Corp. an annual commitment fee based on the Utilities' current bond ratings on the unused portion of the commitment. At December 31, 2009, one facility, totaling $150 million, was with E.ON North America, Inc., while the remaining line, totaling $163 million, was with Fidelia, both affiliated companies of E.ON. The balances are as follows:

	Total Available	Amount Outstanding	Balance Available	Average Interest Rate
December 31, 2010, Successor	$ 300	$ -	$ 300	N/A
December 31, 2009, Predecessor	313	276	37	1.25%

Bank Revolving Line of Credit

As of December 31, 2010, the Company maintained a $400 million revolving line of credit with a group of banks maturing in December 2014. The revolving line of credit allows KU to issue letters of credit or borrow funds up to $400 million. Outstanding letters of credit reduce the facility's available borrowing capacity. The Company pays the banks an annual commitment fee based on current bond ratings on the unused portion of the commitment. At December 31, 2010, there was no amount borrowed under this facility although letters of credit totaling $198 million have been issued under this facility. This credit agreement contains financial covenants requiring the borrower's debt to total capitalization ratio to not exceed 70%, as calculated pursuant to the credit agreement, and other customary covenants.

As of December 31, 2009, the Company maintained a $35 million bilateral line of credit with an unaffiliated financial institution maturing in June 2012. The Company paid the banks an annual commitment fee on the unused portion of the commitment. At December 31, 2009, there was no balance outstanding under this facility. This facility was terminated on November 1, 2010, in conjunction with the PPL acquisition.

On December 1, 2010, KU replaced the letters of credit issued under prior letter of credit facilities with letters of credit of the same amount issued under the revolving line of credit. The four letter of credit facilities were subsequently terminated.

KU was in compliance with all line of credit covenants at December 31, 2010.

See Note 1, Summary of Significant Accounting Policies, for certain debt refinancing and associated transactions completed by KU in connection with the PPL acquisition and Note 15, Related Party Transactions, for long-term debt payable to affiliates.

Note 13 - Commitments and Contingencies

Operating Leases

KU leases office space, office equipment, plant equipment, real estate, railcars, telecommunications and vehicles and accounts for these leases as operating leases. In addition, KU reimburses LG&E for a portion of the lease expense paid by LG&E for KU's usage of office space leased by LG&E. Total lease expense was $10 million, $10 million and $9 million for 2010, 2009 and 2008, respectively. The future minimum annual lease payments for operating leases for years subsequent to December 31, 2010, are shown in the following table:

2011	$	8
2012		7
2013		5
2014		5
2015		3
Thereafter		1
	$	29

Owensboro Contract Litigation and Termination

In May 2004, the City of Owensboro, Kentucky and OMU commenced a suit against KU concerning a long-term power supply contract (the "OMU Agreement") with KU. In May 2009, KU and OMU executed a settlement agreement resolving the matter on a basis consistent with prior court rulings and KU has received the agreed settlement amounts. Pursuant to the settlement's operation, the OMU Agreement terminated in May 2010.

Sale and Leaseback Transaction

The Company is a participant in a sale and leaseback transaction involving its 62% interest in two jointly owned CTs at KU's E.W. Brown generating station (Units 6 and 7). Commencing in December 1999, KU and LG&E entered into a tax-efficient, 18-year lease of the CTs. The Utilities have provided funds to fully defease the lease and have executed an irrevocable notice to exercise an early purchase option contained in the lease after 15.5 years. The financial statement treatment of this transaction is no different than if the Utilities had retained its ownership interest. The leasing transaction was entered into following receipt of required state and federal regulatory approvals. At December 31, 2010, the Balance Sheets included these assets at a value of $65 million, which is reflected in "Regulated utility plant – electric."

In case of default under the lease, the Company is obligated to pay to the lessor its share of certain fees or

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

amounts. Primary events of default include loss or destruction of the CTs, failure to insure or maintain the CTs and unwinding of the transaction due to governmental actions. No events of default currently exist with respect to the lease. Upon any termination of the lease, whether by default or expiration of its term, title to the CTs reverts jointly to KU and LG&E.

At December 31, 2010, the maximum aggregate amount of default fees or amounts was $7 million, of which KU would be responsible for 62% (approximately $4 million). The Company has made arrangements with LKE, via guarantee and regulatory commitment, for LKE to pay its full portion of any default fees or amounts.

Letters of Credit

KU has provided letters of credit as of December 31, 2010 and 2009, for on-balance sheet obligations totaling $198 million to support bonds of $195 million and letters of credit for off-balance sheet obligations totaling less than $1 million to support certain obligations related to workers' compensation.

Commodity Purchases

OVEC

KU has a contract for power purchases with OVEC, terminating in 2026, for various Mw capacities. KU holds a 2.5% investment interest in OVEC with ten other electric utilities. KU is not the primary beneficiary; therefore, the investment is not consolidated into the Company's financial statements, but is recorded on the cost basis. OVEC is located in Piketon, Ohio, and owns and operates two coal-fired power plants, Kyger Creek Station in Ohio, and Clifty Creek Station in Indiana. KU is contractually entitled to 2.5% of OVEC's output, approximately 60 Mw of nameplate generation capacity. Pursuant to the OVEC power purchase contract, the Company may be conditionally responsible for a 2.5% pro-rata share of certain obligations of OVEC under defined circumstances. These contingent liabilities may include unpaid OVEC indebtedness as well as shortfall amounts in certain excess decommissioning costs and postretirement benefits other than pension. KU's contingent potential proportionate share of OVEC's December 31, 2010 outstanding debt was $35 million. Future obligations for power purchases from OVEC are demand payments, comprised of annual minimum debt service payments, as well as contractually required reimbursement of plant operating, maintenance and other expenses, and are shown in the following table:

2011	$	9
2012		10
2013		10
2014		10
2015		10
Thereafter		114
	$	163

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Coal and Natural Gas Transportation Purchase Obligations

KU has contracts to purchase coal and natural gas transportation. Future obligations are shown in the following table:

2011	$	439
2012		200
2013		144
2014		93
2015		91
Thereafter		14
	$	981

Construction Program

KU had approximately $116 million of commitments in connection with its construction program at December 31, 2010.

In June 2006, KU entered into a construction contract regarding the TC2 project. The contract is generally in the form of a turnkey agreement for the design, engineering, procurement, construction, commissioning, testing and delivery of the project, according to designated specifications, terms and conditions. The contract price and its components are subject to a number of potential adjustments which may serve to increase or decrease the ultimate construction price. During 2009 and 2010, KU received several contractual notices from the TC2 construction contractor asserting historical force majeure and excusable event claims for a number of adjustments to the contract price, construction schedule, commercial operations date, liquidated damages or other relevant provisions. In September 2010, KU and the construction contractor agreed to a settlement to resolve the force majeure and excusable event claims occurring through July 2010, under the TC2 construction contract, which settlement provided for a limited, negotiated extension of the contractual commercial operations date and/or relief from liquidated damage calculations. With limited exceptions the Company took care, custody and control of TC2 on January 22, 2011, and has dispatched the unit to meet customer demand since that date. KU and the contractor agreed to a further amendment of the construction agreement whereby the contractor will complete certain actions relating to identifying and completing any necessary modifications to allow operation of TC2 on all fuels in accordance with initial specifications prior to certain dates, and amending the provisions relating to liquidated damages. KU cannot currently estimate the ultimate outcome of these matters.

TC2 Air Permit

The Sierra Club and other environmental groups filed a petition challenging the air permit issued for the TC2 baseload generating unit which was issued by the KDAQ in November 2005. In September 2007, the Secretary of the Kentucky Environmental and Public Protection Cabinet issued a final Order upholding the permit. The environmental groups petitioned the EPA to object to the state permit and subsequent permit revisions. In determinations made in September 2008 and June 2009, the EPA rejected most of the environmental groups' claims but identified three permit deficiencies which the KDAQ addressed by revising the permit. In August 2009, the EPA issued an Order denying the remaining claims with the exception of two additional deficiencies which the KDAQ was directed to address. The EPA determined that the proposed permit subsequently issued

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

by the KDAQ satisfied the conditions of the EPA Order although the agency recommended certain enhancements to the administrative record. In January 2010, the KDAQ issued a final permit revision incorporating the proposed changes to address the two EPA objections. In March 2010, the Sierra Club submitted a petition to the EPA to object to the permit revision, which is now pending before the EPA. The Company believes that the final permit as revised should not have a material adverse effect on its financial condition or results of operations. However, until the EPA issues a final ruling on the pending petition and all applicable appeals have been exhausted, the Company cannot predict the final outcome of this matter.

Environmental Matters

The Company's operations are subject to a number of environmental laws and regulations in each of the jurisdictions in which it operates governing, among other things, air emissions, wastewater discharges, the use, handling and disposal of hazardous substances and wastes, soil and groundwater contamination and employee health and safety. As indicated below and summarized at the conclusion of this section, evolving environmental regulations will likely increase the level of capital and operating and maintenance expenditures incurred by the Company during the next several years. Based upon prior regulatory precedent, the Company believes that many costs of complying with such pending or future requirements would likely be recoverable under the ECR or other potential cost-recovery mechanisms, but the Company can provide no assurance as to the ultimate outcome of such proceedings before the regulatory authorities.

Ambient Air Quality

The Clean Air Act requires the EPA to periodically review the available scientific data for six criteria pollutants and establish concentration levels in the ambient air sufficient to protect the public health and welfare with an extra margin for safety. These concentration levels are known as NAAQS. Each state must identify "nonattainment areas" within its boundaries that fail to comply with the NAAQS and develop a SIP to bring such nonattainment areas into compliance. If a state fails to develop an adequate plan, the EPA must develop and implement a plan. As the EPA increases the stringency of the NAAQS through its periodic reviews, the attainment status of various areas may change, thereby triggering additional emission reduction obligations under revised SIPs aimed to achieve attainment.

In 1997, the EPA established new NAAQS for ozone and fine particulates that required additional reductions in SO2 and NOx emissions from power plants. In 1998, the EPA issued its final "NOx SIP Call" rule requiring reductions in NOx emissions of approximately 85% from 1990 levels in order to mitigate ozone transport from the midwestern U.S. to the northeastern U.S. To implement the new federal requirements, Kentucky amended its SIP in 2002 to require electric generating units to reduce their NOx emissions to 0.15 pounds weight per MMBtu on a company-wide basis. In 2005, the EPA issued the CAIR which required additional SO2 emission reductions of 70% and NOx emission reductions of 65% from 2003 levels. The CAIR provided for a two-phase cap and trade program, with initial reductions of NOx and SO2 emissions due by 2009 and 2010, respectively, and final reductions due by 2015. In 2006, Kentucky proposed to amend its SIP to adopt state requirements similar to those under the federal CAIR.

In July 2008, a federal appeals court issued a ruling finding deficiencies in the CAIR and vacating it. In December 2008, the Court amended its previous Order, directing the EPA to promulgate a new regulation but

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

leaving the CAIR in place in the interim. The remand of the CAIR results in some uncertainty with respect to certain other EPA or state programs and proceedings and the Utilities' compliance plans relating thereto due to the interconnection of the CAIR with such associated programs.

In January 2010, the EPA proposed a revised NAAQS for ozone which would increase the stringency of the standard. In addition, the EPA published final revised NAAQS standards for NO2 and SO2 in February 2010 and June 2010, respectively, which are more stringent than previous standards. Depending on the level of action determined necessary to bring local nonattainment areas into compliance with the revised NAAQS standards, KU's power plants are potentially subject to requirements for additional reductions in SO2 and NOx emissions.

In July 2010, the EPA issued the proposed CATR, which serves to replace the CAIR. The CATR provides for a two-phase SO2 reduction program with Phase I reductions due by 2012 and Phase II reductions due by 2014. The CATR provides for NOx reductions in 2012, but the EPA advised that it is studying whether additional NOx reductions should be required for 2014. The CATR is more stringent than the CAIR as it accelerates certain compliance dates and provides for only intrastate and limited interstate trading of emission allowances. In addition to its preferred approach, the EPA is seeking comment on an alternative approach which would provide for individual emission limits at each power plant. The EPA has announced that it will propose additional "transport" rules to address compliance with revised NAAQS standards for ozone and particulate matter which will be issued by the EPA in the future, as discussed below.

Hazardous Air Pollutants

As provided in the Clean Air Act, the EPA investigated hazardous air pollutant emissions from electric utilities and submitted a report to Congress identifying mercury emissions from coal-fired power plants as warranting further study. In 2005, the EPA issued the CAMR establishing mercury standards for new power plants and requiring all states to issue new SIPs including mercury requirements for existing power plants. The EPA issued a model rule which provides for a two-phase cap and trade program with initial reductions due by 2010 and final reductions due by 2018. The CAMR provided for reductions of 70% from 2003 levels. The EPA closely integrated the CAMR and CAIR programs to ensure that the 2010 mercury reduction targets would be achieved as a "co-benefit" of the controls installed for purposes of compliance with the CAIR.

In February 2008, a federal appellate court issued a decision vacating the CAMR. The EPA has entered into a consent decree requiring it to promulgate a utility Maximum Achievable Control Technology rule to replace the CAMR with a proposed rule due by March 2011 and a final rule by November 2011. Depending on the final outcome of the rulemaking, the CAMR could be replaced by new rules with different or more stringent requirements for reduction of mercury and other hazardous air pollutants. Kentucky has also repealed its corresponding state mercury regulations.

Acid Rain Program

The Clean Air Act imposed a two-phased cap and trade program to reduce SO2 emissions from power plants that were thought to contribute to "acid rain" conditions in the northeastern U.S. The Clean Air Act also contains requirements for power plants to reduce NOx emissions through the use of available combustion controls.

Regional Haze

The Clean Air Act also includes visibility goals for certain federally designated areas, including national parks, and requires states to submit SIPs that will demonstrate reasonable progress toward preventing future impairment and remedying any existing impairment of visibility in those areas. In 2005, the EPA issued its Clean Air Visibility Rule detailing how the Clean Air Act's BART requirements will be applied to facilities, including power plants built between 1962 and 1974 that emit certain levels of visibility impairing pollutants. Under the final rule, as the CAIR provided for more visibility improvement than BART, states are allowed to substitute CAIR requirements in their regional haze SIPs in lieu of controls that would otherwise be required by BART. The final rule has been challenged in the courts. Additionally, because the regional haze SIPs incorporate certain CAIR requirements, the remand of the CAIR could potentially impact regional haze SIPs. See "Ambient Air Quality" above for a discussion of CAIR-related uncertainties.

Installation of Pollution Controls

Many of the programs under the Clean Air Act utilize cap and trade mechanisms that require a company to hold sufficient emissions allowances to cover its authorized emissions on a company-wide basis and do not require installation of pollution controls on every generating unit. Under cap and trade programs, companies are free to focus their pollution control efforts on plants where such controls are particularly efficient and utilize the resulting emission allowances for smaller plants where such controls are not cost effective. KU met its Phase I SO2 requirements primarily through installation of FGD equipment on Ghent Unit 1. KU's strategy for its Phase II SO2 requirements, which commenced in 2000, includes the installation of additional FGD equipment, as well as using accumulated emission allowances and fuel switching to defer certain additional capital expenditures and continue to evaluate improvements to further reduce SO2 emissions. KU believes its costs in reducing SO2, NOx and mercury emissions to be comparable to those of similarly situated utilities with like generation assets. KU's compliance plans are subject to many factors including developments in the emission allowance and fuels markets, future legislative and regulatory enactments, legal proceedings and advances in clean air technology. KU will continue to monitor these developments to ensure that its environmental obligations are met in the most efficient and cost-effective manner. KU expects to incur additional capital expenditures currently approved in its ECR plans totaling approximately $500 million during the 2011 through 2013 time period to achieve emissions reductions and manage coal combustion residuals. Monthly recovery is subject to periodic review by the Kentucky Commission.

GHG Developments

In 2005, the Kyoto Protocol for reducing GHG emissions took effect, obligating 37 industrialized countries to undertake substantial reductions in GHG emissions. The U.S. has not ratified the Kyoto Protocol and there are currently no mandatory GHG emission reduction requirements at the federal level. As discussed below, legislation mandating GHG reductions has been introduced in the Congress, but no federal legislation has been enacted to date. In the absence of a program at the federal level, various states have adopted their own GHG emission reduction programs, including 11 northeastern U.S. states and the District of Columbia under the Regional GHG Initiative program and California. Substantial efforts to pass federal GHG legislation are on-going. The current administration has announced its support for the adoption of mandatory GHG reduction

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

requirements at the federal level. The United States and other countries met in Copenhagen, Denmark, in December 2009, in an effort to negotiate a GHG reduction treaty to succeed the Kyoto Protocol, which is set to expire in 2013. In Copenhagen, the U.S. made a nonbinding commitment to, among other things, seek to reduce GHG emissions to 17% below 2005 levels by 2020 and provide financial support to developing countries. The United States and other nations met in Cancun, Mexico, in December 2010 to continue negotiations toward a binding agreement.

GHG Legislation

KU is monitoring on-going efforts to enact GHG reduction requirements and requirements governing carbon sequestration at the state and federal level and is assessing potential impacts of such programs and strategies to mitigate those impacts. In June 2009, the U.S. House of Representatives passed the American Clean Energy and Security Act of 2009, which was a comprehensive energy bill containing the first-ever nation-wide GHG cap and trade program. The bill provided for reductions in GHG emissions of 3% below 2005 levels by 2012, 17% by 2020 and 83% by 2050. In order to cushion potential rate impacts for utility customers, approximately 43% of emissions allowances would have initially been allocated at no cost to the electric utility sector, with this allocation gradually declining to 7% in 2029 and zero thereafter. The bill would have also established a renewable electricity standard requiring utilities to meet 20% of their electricity demand through renewable energy and energy efficiency by 2020. The bill contained additional provisions regarding carbon capture and sequestration, clean transportation, smart grid advancement, nuclear and advanced technologies and energy efficiency.

In September 2009, the Clean Energy Jobs and American Power Act, which was largely patterned on the House legislation, was introduced in the U.S. Senate. The Senate bill raised the emissions reduction target for 2020 to 20% below 2005 levels and did not include a renewable electricity standard. While the initial bill lacked detailed provisions for the allocation of emissions allowances, a subsequent revision incorporated allowance allocation provisions similar to the House bill. Although Senators Kerry and Lieberman and others worked to reach a consensus on GHG legislation, no bill passed the Senate in 2010. The Company is closely monitoring the progress of pending energy legislation, but the prospect for passage of comprehensive GHG legislation in 2011 is uncertain.

GHG Regulations

In April 2007, the U.S. Supreme Court ruled that the EPA has the authority to regulate GHG under the Clean Air Act. In April 2009, the EPA issued a proposed endangerment finding concluding that GHGs endanger public health and welfare, which is an initial rulemaking step under the Clean Air Act. A final endangerment finding was issued in December 2009. In September 2009, the EPA issued a final GHG reporting rule requiring reporting by facilities with annual GHG emissions equivalent to at least 25,000 tons of carbon dioxide. A number of the Company's facilities are required to submit annual reports commencing with calendar year 2010. In May 2010, the EPA issued a final GHG "tailoring" rule, effective January 2011, requiring new or modified sources with GHG emissions equivalent to at least 75,000 tons of carbon dioxide to obtain permits under the Prevention of Significant Deterioration Program. Such new or modified facilities would be required to install Best Available Control Technology. While the Company is unaware of any currently available GHG control technology that might be required for installation on new or modified power plants, it is currently assessing the

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

potential impact of the rule. The final rule will apply to new and modified power plants beginning in January 2011. The Company is unable to predict whether mandatory GHG reduction requirements will ultimately be enacted through legislation or regulations. In December 2010, the EPA announced that it plans to promulgate GHG New Source Performance Standards for power plants, including both new and existing facilities. A proposed rule is expected by July 2011, while a final rule is expected by May 2012. In the absence of either a proposed or final regulation, KU is unable to assess the potential impact of any future regulation.

GHG Litigation

A number of lawsuits have been filed asserting common law claims including nuisance, trespass and negligence against various companies with GHG emitting facilities. In October 2009, a three judge panel of the United States Court of Appeals for the 5th Circuit in the case of Comer v. Murphy Oil reversed a lower court, holding that private plaintiffs have standing to assert certain common law claims against more than 30 utility, oil, coal and chemical companies. In March 2010, the court vacated the opinion of the three-judge panel and granted a motion for rehearing but subsequently denied the appeal due to the lack of a quorum. The appellate ruling leaves in effect the lower court ruling dismissing the plaintiffs' claims. In January 2011, the Supreme Court denied petitioner's petition for review, which effectively brings the case to an end. The Comer complaint alleged that GHG emissions from the defendants' facilities contributed to global warming which increased the intensity of Hurricane Katrina. E.ON, the former indirect parent of the Utilities, was named as a defendant in the complaint but was not a party to the proceedings due to the failure of the plaintiffs to pursue service under the applicable international procedures. KU continues to monitor relevant GHG litigation to identify judicial developments that may be potentially relevant to operations.

Ghent Opacity NOV

In September 2007, the EPA issued an NOV alleging that KU had violated certain provisions of the Clean Air Act's operating rules relating to opacity during June and July of 2007 at Units 1 and 3 of KU's Ghent generating station. The parties have met on this matter and KU has received no further communications from the EPA. The Company is not able to estimate the outcome or potential effects of these matters, including whether substantial fines, penalties or remedial measures may result.

Ghent New Source Review NOV

In March 2009, the EPA issued an NOV alleging that KU violated certain provisions of the Clean Air Act's rules governing new source review and prevention of significant deterioration by installing FGD and SCR controls at its Ghent generating station without assessing potential increased sulfuric acid mist emissions. KU contends that the work in question, as pollution control projects, was exempt from the requirements cited by the EPA. In December 2009, the EPA issued a Section 114 information request seeking additional information on this matter. In March 2010, the Company received an EPA settlement proposal providing for imposition of additional permit limits and emission controls and anticipates continued settlement negotiations with the EPA. Negotiations between the EPA and KU are ongoing. Depending on the provisions of a final settlement or the results of litigation, if any, resolution of this matter could involve significant increased operating and capital expenditures. The Company is currently unable to determine the final outcome of this matter or the impact of an unfavorable determination on the Company's financial position or results of operations.

Name of Respondent Kentucky Utilities Company	This Report Is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

Ash Ponds and Coal-Combustion Byproducts

The EPA has undertaken various initiatives in response to the December 2008 impoundment failure at the TVA's Kingston power plant, which resulted in a major release of coal combustion byproducts into the environment. The EPA issued information requests to utilities throughout the country, including KU, to obtain information on their ash ponds and other impoundments. In addition, the EPA inspected a large number of impoundments located at power plants to determine their structural integrity. The inspections included several of KU's impoundments, which the EPA found to be in satisfactory condition. In June 2010, the EPA published proposed regulations for coal combustion byproducts handled in landfills and ash ponds. The EPA has proposed two alternatives: (1) regulation of coal combustion byproducts in landfills and ash ponds as a hazardous waste or (2) regulation of coal combustion byproducts as a solid waste with minimum national standards. Under both alternatives, the EPA has proposed safety requirements to address the structural integrity of ash ponds. In addition, the EPA will consider potential refinements of the provisions for beneficial reuse of coal combustion byproducts.

Water Discharges and PCB Regulations

The EPA has also announced plans to develop revised effluent limitation guidelines governing discharges from power plants and standards for cooling water intake structures. The EPA has further announced plans to develop revised standards governing the use of polychlorinated biphenyls ("PCB") in electrical equipment. The Company is monitoring these ongoing regulatory developments but will be unable to determine the impact until such time as new rules are finalized.

Impact of Pending and Future Environmental Developments

As a company with significant coal-fired generating assets, KU will likely be substantially impacted by pending or future environmental rules or legislation requiring mandatory reductions in GHG emissions or other air emissions, imposing more stringent standards on discharges to waterways, or establishing additional requirements for handling or disposal of coal combustion byproducts. These evolving environmental regulations will likely require an increased level of capital expenditures and increased incremental operating and maintenance costs by the Company over the next several years. Due to the uncertain nature of the final regulations that will ultimately be adopted by the EPA, including the reduction targets and the deadlines that will be applicable, the Company cannot finalize estimates of the potential compliance costs, but should the final rules incorporate additional emission reduction requirements, require more stringent emissions controls or implement more stringent byproducts storage and disposal practices, such costs will likely be significant. With respect to NAAQS, CATR, CAMR replacement and coal combustion byproducts developments, based upon a preliminary analysis of proposed regulations, the Company may be required to consider actions such as upgrading existing emissions controls, installing additional emissions controls, upgrading byproducts disposal and storage and possible early replacement of coal-fired units. Capital expenditures for KU associated with such actions are preliminarily estimated to be in the $1.5 to $1.7 billion range over the next ten years, although final costs may substantially vary. With respect to potential developments in water discharge, revised PCB standards or GHG initiatives, costs in such areas cannot be estimated due to the preliminary status or uncertain outcome of such developments, but would be in addition to the above amount and could be substantial. Ultimately, the

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

precise impact on the Company's operations of these various environmental developments cannot be determined prior to the finalization of such requirements. Based upon prior regulatory precedent, the Company believes that many costs of complying with such pending or future requirements would likely be recoverable under the ECR or other potential cost-recovery mechanisms, but the Company can provide no assurance as to the ultimate outcome of such proceedings before the regulatory authorities.

TC2 Water Permit

In May 2010, the Kentucky Waterways Alliance and other environmental groups filed a petition with the Kentucky Energy and Environment Cabinet challenging the Kentucky Pollutant Discharge Elimination System permit issued in April 2010, which covers water discharges from the Trimble County generating station. In October 2010, the hearing officer issued a report and recommended Order providing for dismissal of the claims raised by the petitioners. In December 2010, the Secretary issued a final Order dismissing all claims and upholding the permit which petitioners subsequently appealed to Trimble County Circuit Court.

General Environmental Proceedings

From time to time, KU appears before the EPA, various state or local regulatory agencies and state and federal courts regarding matters involving compliance with applicable environmental laws and regulations. Such matters include a prior Section 114 information request from the EPA relating to new-source review issues at KU's Ghent unit 2; completed settlement with state regulators regarding compliance with particulate limits in the air permit for KU's Tyrone generating station; remediation obligations or activities for or other risks relating to elevated PCB levels at existing properties; liability under the Comprehensive Environmental Response, Compensation and Liability Act for cleanup at various off-site waste sites; and on-going claims regarding the GHG emissions from the Company's generating stations. Based on analysis to date, the resolution of these matters is not expected to have a material impact on the Company's operations.

Note 14 - Jointly Owned Electric Utility Plant

TC2 is a jointly owned unit at the Trimble County site. KU and LG&E own undivided 60.75% and 14.25% interests, respectively. Of the remaining 25%, IMEA owns a 12.12% undivided interest and IMPA owns a 12.88% undivided interest. Each company is responsible for its proportionate share of capital cost during construction and fuel, operation and maintenance cost when TC2 is in-service. With limited exceptions the Company took care, custody and control of TC2 on January 22, 2011, and has dispatched the unit to meet customer demand since that date. KU and the contractor agreed to a further amendment of the construction agreement whereby the contractor will complete certain actions relating to identifying and completing any necessary modifications to allow operation of TC2 on all fuels in accordance with initial specifications prior to certain dates, and amending the provisions relating to liquidated damages. In December 2009 and June 2008, LG&E sold assets to KU related to the construction of TC2 with a net book value of $48 million and $10 million, respectively.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

The following data represent shares of the jointly owned property (capacity based on nameplate rating):

	TC2 KU	LG&E	IMPA	IMEA	Total
Ownership interest	60.75%	14.25%	12.88%	12.12%	100%
Mw capacity	509	119	108	102	838

KU's 60.75% ownership:		LG&E's 14.25% ownership:	
Plant held for future use	$ 62	Plant held for future use	$ 2
Construction work in progress	703	Construction work in progress	187
Accumulated depreciation	(1)	Accumulated depreciation	-
Net book value	$ 764	Net book value	$ 189

KU and LG&E jointly own the following CTs and related equipment (capacity based on net summer capability) as of December 31, 2010:

Ownership Percentage		KU Mw Capacity	KU Cost	KU Depr.	KU Net Book Value	LG&E Mw Capacity	LG&E Cost	LG&E Depr.	LG&E Net Book Value	Total Mw Capacity	Total Cost	Total Depr.	Total Net Book Value
KU 47%, LG&E 53%	(a)	129	$ 43	$ -	$ 43	146	$ 48	$ -	$ 48	275	$ 91	$ -	$ 91
KU 62%, LG&E 38%	(b)	190	64	(2)	62	118	40	(2)	38	308	104	(4)	100
KU 71%, LG&E 29%	(c)	228	63	(1)	62	92	26	-	26	320	89	(1)	88
KU 63%, LG&E 37%	(d)	404	109	(1)	108	236	64	(1)	63	640	173	(2)	171
KU 71%, LG&E 29%	(e)	n/a	4	-	4	n/a	2	-	2	n/a	6	-	6

(a) Comprised of Paddy's Run 13 and E.W. Brown 5. In addition to the above jointly owned utility plant, there is an inlet air cooling system attributable to unit 5 and units 8-11 at the E.W. Brown facility. This inlet air cooling system is not jointly owned, however, it is used to increase production on the units to which it relates, resulting in an additional 88 Mw of capacity for KU.
(b) Comprised of units 6 and 7 at the E.W. Brown facility.
(c) Comprised of units 5 and 6 at the Trimble County facility.
(d) Comprised of CT Substation 7-10 and units 7, 8, 9 and 10 at the Trimble County facility.
(e) Comprised of CT Substation 5 and 6 and CT Pipeline at the Trimble County facility.

Both KU's and LG&E's participating share of direct expenses of the jointly owned plants is included in the corresponding operating expenses on each company's respective Statements of Income (i.e., fuel, maintenance of plant, other operating expense).

Name of Respondent Kentucky Utilities Company	This Report Is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Note 15 - Related Party Transactions

KU and subsidiaries of LKE and PPL engage in related party transactions. Transactions between KU and LKE subsidiaries are eliminated on consolidation of LKE. Transactions between KU and PPL subsidiaries are eliminated on consolidation of PPL. These transactions are generally performed at cost and are in accordance with FERC regulations under PUHCA 2005 and the applicable Kentucky Commission and Virginia Commission regulations.

Intercompany Wholesale Sales and Purchases

KU and LG&E jointly dispatch their generation units with the lowest cost generation used to serve their retail native load. When LG&E has excess generation capacity after serving its own retail native load and its generation cost is lower than that of KU, KU purchases electricity from LG&E. When KU has excess generation capacity after serving its own retail native load and its generation cost is lower than that of LG&E, LG&E purchases electricity from KU. These transactions are recorded as intercompany wholesale sales and purchases are recorded by each company at a price equal to the seller's fuel cost. Savings realized from purchasing electricity intercompany instead of generating from their own higher costs units or purchasing from the market are shared equally between the Utilities. The volume of energy each company has to sell to the other is dependent on its native load needs and its available generation.

These sales and purchases are included in the Statements of Income as "Operating revenues", "Power purchased" expenses and "Other operation and maintenance expenses". KU's intercompany electric revenues and power purchased expenses were as follows:

	Successor	Predecessor		
	November 1, 2010 through December 31, 2010	January 1, 2010 through October 31, 2010	Year Ended December 31, 2009	Year Ended December 31, 2008
Electric operating revenues from LG&E	$ 2	$ 13	$ 21	$ 80
Power purchased and related operations and maintenance expenses from LG&E	21	79	101	109

Interest Charges

See Note 11, Debt, and Note 12, Notes Payable and Other Short-Term Obligations, for details of intercompany borrowing arrangements. Intercompany agreements do not require interest payments for receivables related to services provided when settled within 30 days.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

KU's interest expense to affiliated companies was as follows:

	Successor	Predecessor		
	November 1, 2010 through December 31, 2010	January 1, 2010 through October 31, 2010	Year Ended December 31,	
			2009	2008
Interest on money pool loans	$ -	$ -	$ -	$ 2
Interest on PPL loans	2	-	-	-
Interest on Fidelia loans	-	62	69	56

Interest paid to LKE on the money pool arrangement was less than $1 million for 2010 and 2009.

Dividends

In September 2010, the Company paid dividends of $50 million to its sole shareholder, LKE.

Capital Contributions

The Company received no capital contributions in 2010, but received capital contributions of $75 million and $145 million from its sole shareholder, LKE, in 2009 and 2008, respectively.

Sale of Assets

In 2010, KU sold and bought assets of less than $1 million to and from LG&E. In December 2009, LG&E sold assets to KU related to the construction of TC2 with a net book value of $48 million.

Other Intercompany Billings

Servco provides the Company with a variety of centralized administrative, management and support services. Associated charges include payroll taxes paid by Servco on behalf of KU, labor and burdens of Servco employees performing services for KU, coal purchases and other vouchers paid by Servco on behalf of KU. The cost of these services is directly charged to the Company, or for general costs which cannot be directly attributed, charged based on predetermined allocation factors, including the following ratios: number of customers, total assets, revenues, number of employees and/or other statistical information. These costs are charged on an actual cost basis.

In addition, the Utilities provide services to each other and to Servco. Billings between the Utilities relate to labor and overheads associated with union and hourly employees performing work for the other utility, charges related to jointly-owned generating units and other miscellaneous charges. Billings from KU to Servco include cash received by Servco on behalf of KU, tax settlements and other payments made by the Company on behalf of other non-regulated businesses which are reimbursed through Servco.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 03/29/2011	Year/Period of Report 2010/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

Intercompany billings to and from KU were as follows:

	Successor	Predecessor		
	November 1, 2010 through December 31, 2010	January 1, 2010 through October 31, 2010	Year Ended December 31, 2009	Year Ended December 31, 2008
Servco billings to KU	$ 46	$ 233	$ 169	$ 227
LG&E billings to KU	14	49	44	5
KU billings to Servco	12	11	14	3
KU billings to LG&E	-	-	78	75

Intercompany Balances

The Company had the following balances with its affiliates:

	Successor December 31, 2010	Predecessor December 31, 2009
Accounts receivable from LKE	$ 12	$ 9
Accounts payable to LG&E	22	53
Accounts payable to Servco	23	20
Accounts payable to Fidelia	-	15
Notes payable to LKE	10	45
Long-term debt to Fidelia	-	1,331

Note 16 - Selected Quarterly Data (Unaudited)

	For the 2010 Periods Ended (a)				
	Predecessor				Successor
	March 31	June 30	September 30	October 31	December 31
Operating revenues	$ 380	$ 350	$ 416	$ 102	$ 263
Operating income	87	71	105	22	65
Net income	44	31	54	11	35

(a) Periods ended March 31, June 30 and September 30 represent three months then ended. Period ended October 31 represents one month then ended and period ended December 31 represents two months then ended.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

	For the 2009 Quarters Ended			
	Predecessor			
	March 31	June 30	September 30	December 31
Operating revenues	$ 363	$ 305	$ 341	$ 346
Operating income	19	53	125	72
Net income	7	26	66	34

Note 17 - Accumulated Other Comprehensive Income (Loss)

Accumulated other comprehensive income (loss) consisted of the following:

	Pre-Tax Accumulated Derivative Gain (Loss)	Income Taxes	Net
Balance at December 31, 2009, Predecessor	$ -	$ -	$ -
Equity investee's other comprehensive income (loss)	(3)	1	(2)
Balance at October 31, 2010, Predecessor	(3)	1	(2)
Effect of PPL acquisition	3	(1)	2
Balance at December 31, 2010, Successor	$ -	$ -	$ -

Note 18 - Notes to Statement of Cash Flows

Supplemental disclosures of cash flow information

	December 31, 2010	December 31, 2009
Cash paid during the period for:		
Income Taxes	$ 62	$ (9)
Interest on borrowed money	3	3
Interest to affiliated companies on borrowed money	76	67
Other cash paid for interest	5	-

Note 19 - Subsequent Events

Subsequent events have been evaluated through March 29, 2011, the date of issuance of these statements. These statements contain all necessary adjustments and disclosures resulting from that evaluation.

On March 11, 2011, KU received the Virginia Commission's report on the Company's 2009 Annual Informational Filing, which approved regulatory asset treatment for the 2009 Mountain storm. The $6 million asset will be recorded in March 2011.

On January 31, 2011, KU filed a notice of intent to file a rate case with the Virginia Commission for the test year ended December 31, 2010. The case is expected to be filed on or after April 1, 2011.

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	03/29/2011	2010/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

With limited exceptions the Company took care, custody and control of TC2 on January 22, 2011, and has dispatched the unit to meet customer demand since that date. LG&E and KU and the contractor agreed to a further amendment of the construction agreement whereby the contractor will complete certain actions relating to identifying and completing any necessary modifications to allow operation of TC2 on all fuels in accordance with initial specifications prior to certain dates, and amending the provisions relating to liquidated damages.

On January 14, 2011, KU contributed $43 million to its pension plan.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

STATEMENTS OF ACCUMULATED COMPREHENSIVE INCOME, COMPREHENSIVE INCOME, AND HEDGING ACTIVITIES

1. Report in columns (b),(c),(d) and (e) the amounts of accumulated other comprehensive income items, on a net-of-tax basis, where appropriate.
2. Report in columns (f) and (g) the amounts of other categories of other cash flow hedges.
3. For each category of hedges that have been accounted for as "fair value hedges", report the accounts affected and the related amounts in a footnote.
4. Report data on a year-to-date basis.

Line No.	Item (a)	Unrealized Gains and Losses on Available-for-Sale Securities (b)	Minimum Pension Liability adjustment (net amount) (c)	Foreign Currency Hedges (d)	Other Adjustments (e)
1	Balance of Account 219 at Beginning of Preceding Year				
2	Preceding Qtr/Yr to Date Reclassifications from Acct 219 to Net Income				
3	Preceding Quarter/Year to Date Changes in Fair Value				(1,989,397)
4	Total (lines 2 and 3)				(1,989,397)
5	Balance of Account 219 at End of Preceding Quarter/Year				(1,989,397)
6	Balance of Account 219 at Beginning of Current Year				(1,989,397)
7	Current Qtr/Yr to Date Reclassifications from Acct 219 to Net Income				
8	Current Quarter/Year to Date Changes in Fair Value				1,986,543
9	Total (lines 7 and 8)				1,986,543
10	Balance of Account 219 at End of Current Quarter/Year				(2,854)

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

STATEMENTS OF ACCUMULATED COMPREHENSIVE INCOME, COMPREHENSIVE INCOME, AND HEDGING ACTIVITIES

Line No.	Other Cash Flow Hedges Interest Rate Swaps (f)	Other Cash Flow Hedges [Specify] (g)	Totals for each category of items recorded in Account 219 (h)	Net Income (Carried Forward from Page 117, Line 78) (i)	Total Comprehensive Income (j)
1				[redacted]	[redacted]
2				[redacted]	[redacted]
3			(1,989,397)	[redacted]	[redacted]
4			(1,989,397)	133,326,955	131,337,558
5			(1,989,397)	[redacted]	[redacted]
6			(1,989,397)	[redacted]	[redacted]
7				[redacted]	[redacted]
8			1,986,543	[redacted]	[redacted]
9			1,986,543	175,430,252	177,416,795
10			(2,854)	[redacted]	[redacted]

BLANK

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 122(a)(b) Line No.: 3 Column: e

During the third quarter of 2010, KU recorded its 20% ownership share in Electric Energy Inc.'s other comprehensive income (net of tax).

Schedule Page: 122(a)(b) Line No.: 10 Column: e

The balance in Accumulated Other Comprehensive Income (219) was adjusted due to the purchase of KU by PPL in November 2010. The adjustment eliminated EEI's Accumulated Other Comprehensive Income to Other Paid-In Capital (211) related to its pension and postretirement plans. The following reflects the purchase accounting adjustment:

Accumulated Other Comprehensive Income (219) Without Purchase Accounting	$	(1,993,677)
Purchase Accounting Adjustment		1,990,823
Total for Accumulated Other Comprehensive Income (219)	$	(2,854)

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

SUMMARY OF UTILITY PLANT AND ACCUMULATED PROVISIONS
FOR DEPRECIATION. AMORTIZATION AND DEPLETION

Report in Column (c) the amount for electric function, in column (d) the amount for gas function, in column (e), (f), and (g) report other (specify) and in column (h) common function.

Line No.	Classification (a)	Total Company for the Current Year/Quarter Ended (b)	Electric (c)
1	Utility Plant		
2	In Service		
3	Plant in Service (Classified)	4,391,197,679	4,391,197,679
4	Property Under Capital Leases		
5	Plant Purchased or Sold	483,341	483,341
6	Completed Construction not Classified	1,029,049,246	1,029,049,246
7	Experimental Plant Unclassified		
8	Total (3 thru 7)	5,420,730,266	5,420,730,266
9	Leased to Others		
10	Held for Future Use	121,620,752	121,620,752
11	Construction Work in Progress	954,430,277	954,430,277
12	Acquisition Adjustments		
13	Total Utility Plant (8 thru 12)	6,496,781,295	6,496,781,295
14	Accum Prov for Depr, Amort, & Depl	2,261,926,782	2,261,926,782
15	Net Utility Plant (13 less 14)	4,234,854,513	4,234,854,513
16	Detail of Accum Prov for Depr, Amort & Depl		
17	In Service:		
18	Depreciation	2,181,303,393	2,181,303,393
19	Amort & Depl of Producing Nat Gas Land/Land Right		
20	Amort of Underground Storage Land/Land Rights		
21	Amort of Other Utility Plant	13,755,206	13,755,206
22	Total In Service (18 thru 21)	2,195,058,599	2,195,058,599
23	Leased to Others		
24	Depreciation		
25	Amortization and Depletion		
26	Total Leased to Others (24 & 25)		
27	Held for Future Use		
28	Depreciation	66,868,183	66,868,183
29	Amortization		
30	Total Held for Future Use (28 & 29)	66,868,183	66,868,183
31	Abandonment of Leases (Natural Gas)		
32	Amort of Plant Acquisition Adj		
33	Total Accum Prov (equals 14) (22,26,30,31,32)	2,261,926,782	2,261,926,782

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUMMARY OF UTILITY PLANT AND ACCUMULATED PROVISIONS
FOR DEPRECIATION. AMORTIZATION AND DEPLETION

Gas (d)	Other (Specify) (e)	Other (Specify) (f)	Other (Specify) (g)	Common (h)	Line No.
					1
					2
					3
					4
					5
					6
					7
					8
					9
					10
					11
					12
					13
					14
					15
					16
					17
					18
					19
					20
					21
					22
					23
					24
					25
					26
					27
					28
					29
					30
					31
					32
					33

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 200 Line No.: 3 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 3 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 6 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 6 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 8 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 8 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 10 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 10 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 13 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 13 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 14 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 14 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 15 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 15 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 18 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 18 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 21 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 21 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 22 Column: b

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

FOOTNOTE DATA

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 22 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 28 Column: b

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 28 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 30 Column: b

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 30 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 33 Column: b

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 200 Line No.: 33 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106)

1. Report below the original cost of electric plant in service according to the prescribed accounts.
2. In addition to Account 101, Electric Plant in Service (Classified), this page and the next include Account 102, Electric Plant Purchased or Sold; Account 103, Experimental Electric Plant Unclassified; and Account 106, Completed Construction Not Classified-Electric.
3. Include in column (c) or (d), as appropriate, corrections of additions and retirements for the current or preceding year.
4. For revisions to the amount of initial asset retirement costs capitalized, included by primary plant account, increases in column (c) additions and reductions in column (e) adjustments.
5. Enclose in parentheses credit adjustments of plant accounts to indicate the negative effect of such accounts.
6. Classify Account 106 according to prescribed accounts, on an estimated basis if necessary, and include the entries in column (c). Also to be included in column (c) are entries for reversals of tentative distributions of prior year reported in column (b). Likewise, if the respondent has a significant amount of plant retirements which have not been classified to primary accounts at the end of the year, include in column (d) a tentative distribution of such retirements, on an estimated basis, with appropriate contra entry to the account for accumulated depreciation provision. Include also in column (d)

Line No.	Account (a)	Balance Beginning of Year (b)	Additions (c)
1	1. INTANGIBLE PLANT		
2	(301) Organization	44,456	
3	(302) Franchises and Consents	83,453	
4	(303) Miscellaneous Intangible Plant	51,570,568	6,097,724
5	TOTAL Intangible Plant (Enter Total of lines 2, 3, and 4)	51,698,477	6,097,724
6	2. PRODUCTION PLANT		
7	A. Steam Production Plant		
8	(310) Land and Land Rights	10,874,264	
9	(311) Structures and Improvements	175,646,199	44,816,440
10	(312) Boiler Plant Equipment	1,668,971,761	370,627,718
11	(313) Engines and Engine-Driven Generators		
12	(314) Turbogenerator Units	227,336,631	2,826,214
13	(315) Accessory Electric Equipment	123,411,877	31,082,990
14	(316) Misc. Power Plant Equipment	24,060,857	2,849,084
15	(317) Asset Retirement Costs for Steam Production	9,248,362	43,848,004
16	TOTAL Steam Production Plant (Enter Total of lines 8 thru 15)	2,239,549,951	496,050,450
17	B. Nuclear Production Plant		
18	(320) Land and Land Rights		
19	(321) Structures and Improvements		
20	(322) Reactor Plant Equipment		
21	(323) Turbogenerator Units		
22	(324) Accessory Electric Equipment		
23	(325) Misc. Power Plant Equipment		
24	(326) Asset Retirement Costs for Nuclear Production		
25	TOTAL Nuclear Production Plant (Enter Total of lines 18 thru 24)		
26	C. Hydraulic Production Plant		
27	(330) Land and Land Rights	879,312	
28	(331) Structures and Improvements	606,213	
29	(332) Reservoirs, Dams, and Waterways	9,823,181	
30	(333) Water Wheels, Turbines, and Generators	436,634	4,035,403
31	(334) Accessory Electric Equipment	552,203	26,145
32	(335) Misc. Power PLant Equipment	379,636	10,027
33	(336) Roads, Railroads, and Bridges	176,359	
34	(337) Asset Retirement Costs for Hydraulic Production	4,970	53,006
35	TOTAL Hydraulic Production Plant (Enter Total of lines 27 thru 34)	12,858,508	4,124,581
36	D. Other Production Plant		
37	(340) Land and Land Rights	294,924	
38	(341) Structures and Improvements	35,982,154	36,260
39	(342) Fuel Holders, Products, and Accessories	23,073,921	107,740
40	(343) Prime Movers	355,804,627	828,309
41	(344) Generators	59,334,142	71,957
42	(345) Accessory Electric Equipment	43,295,377	289,908
43	(346) Misc. Power Plant Equipment	5,343,701	-28,753
44	(347) Asset Retirement Costs for Other Production	70,990	114,594
45	TOTAL Other Prod. Plant (Enter Total of lines 37 thru 44)	523,199,836	1,420,015
46	TOTAL Prod. Plant (Enter Total of lines 16, 25, 35, and 45)	2,775,608,295	501,595,046

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)

distributions of these tentative classifications in columns (c) and (d), including the reversals of the prior years tentative account distributions of these amounts. Careful observance of the above instructions and the texts of Accounts 101 and 106 will avoid serious omissions of the reported amount of respondent's plant actually in service at end of year.
7. Show in column (f) reclassifications or transfers within utility plant accounts. Include also in column (f) the additions or reductions of primary account classifications arising from distribution of amounts initially recorded in Account 102, include in column (e) the amounts with respect to accumulated provision for depreciation, acquisition adjustments, etc., and show in column (f) only the offset to the debits or credits distributed in column (f) to primary account classifications.
8. For Account 399, state the nature and use of plant included in this account and if substantial in amount submit a supplementary statement showing subaccount classification of such plant conforming to the requirement of these pages.
9. For each amount comprising the reported balance and changes in Account 102, state the property purchased or sold, name of vendor or purchase, and date of transaction. If proposed journal entries have been filed with the Commission as required by the Uniform System of Accounts, give also date

Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
					1
			44,456		2
			83,453		3
5,469,830			52,198,462		4
5,469,830			52,326,371		5
					6
					7
			10,874,264		8
88,392			220,374,247		9
8,267,108		-1,258,141	2,030,074,230		10
					11
133,532			230,029,313		12
33,428			154,461,439		13
20,830			26,889,111		14
11,210	-617,320		52,467,836		15
8,554,500	-617,320	-1,258,141	2,725,170,440		16
					17
					18
					19
					20
					21
					22
					23
					24
					25
					26
			879,312		27
			606,213		28
			9,823,181		29
41,413			4,430,624		30
15			578,333		31
92,639			297,024		32
			176,359		33
	-367		57,609		34
134,067	-367		16,848,655		35
					36
			294,924		37
			36,018,414		38
310,361			22,871,300		39
991,871			355,641,065		40
			59,406,099		41
			43,585,285		42
			5,314,948		43
1,630	-166,163		17,791		44
1,303,862	-166,163		523,149,826		45
9,992,429	-783,850	-1,258,141	3,265,168,921		46

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)

Line No.	Account (a)	Balance Beginning of Year (b)	Additions (c)
47	3. TRANSMISSION PLANT		
48	(350) Land and Land Rights	25,436,158	152,130
49	(352) Structures and Improvements	14,080,530	2,239,838
50	(353) Station Equipment	177,749,588	19,294,665
51	(354) Towers and Fixtures	64,744,691	30,560,386
52	(355) Poles and Fixtures	109,905,090	28,363,680
53	(356) Overhead Conductors and Devices	135,516,910	20,453,444
54	(357) Underground Conduit	448,760	
55	(358) Underground Conductors and Devices	1,168,559	
56	(359) Roads and Trails		
57	(359.1) Asset Retirement Costs for Transmission Plant	7,427	129,251
58	TOTAL Transmission Plant (Enter Total of lines 48 thru 57)	529,057,713	101,193,394
59	4. DISTRIBUTION PLANT		
60	(360) Land and Land Rights	4,486,472	1,323,530
61	(361) Structures and Improvements	5,431,593	1,593,788
62	(362) Station Equipment	124,004,980	10,797,922
63	(363) Storage Battery Equipment		
64	(364) Poles, Towers, and Fixtures	264,192,013	11,862,861
65	(365) Overhead Conductors and Devices	254,542,444	13,873,053
66	(366) Underground Conduit	1,767,451	390,270
67	(367) Underground Conductors and Devices	126,807,467	8,047,538
68	(368) Line Transformers	271,810,814	7,804,683
69	(369) Services	85,276,926	3,996,435
70	(370) Meters	66,967,406	1,567,439
71	(371) Installations on Customer Premises	18,261,118	
72	(372) Leased Property on Customer Premises		
73	(373) Street Lighting and Signal Systems	78,442,105	8,054,125
74	(374) Asset Retirement Costs for Distribution Plant	18,610	394,262
75	TOTAL Distribution Plant (Enter Total of lines 60 thru 74)	1,302,009,399	69,705,906
76	5. REGIONAL TRANSMISSION AND MARKET OPERATION PLANT		
77	(380) Land and Land Rights		
78	(381) Structures and Improvements		
79	(382) Computer Hardware		
80	(383) Computer Software		
81	(384) Communication Equipment		
82	(385) Miscellaneous Regional Transmission and Market Operation Plant		
83	(386) Asset Retirement Costs for Regional Transmission and Market Oper		
84	TOTAL Transmission and Market Operation Plant (Total lines 77 thru 83)		
85	6. GENERAL PLANT		
86	(389) Land and Land Rights	2,567,847	
87	(390) Structures and Improvements	38,743,714	1,129,100
88	(391) Office Furniture and Equipment	20,501,072	3,981,691
89	(392) Transportation Equipment	18,795,617	92,928
90	(393) Stores Equipment	777,672	
91	(394) Tools, Shop and Garage Equipment	6,586,532	1,376,636
92	(395) Laboratory Equipment	3,160,383	
93	(396) Power Operated Equipment	482,632	622,344
94	(397) Communication Equipment	20,821,297	7,166,858
95	(398) Miscellaneous Equipment	373,591	
96	SUBTOTAL (Enter Total of lines 86 thru 95)	112,810,357	14,369,557
97	(399) Other Tangible Property		
98	(399.1) Asset Retirement Costs for General Plant		
99	TOTAL General Plant (Enter Total of lines 96, 97 and 98)	112,810,357	14,369,557
100	TOTAL (Accounts 101 and 106)	4,771,184,241	692,961,627
101	(102) Electric Plant Purchased (See Instr. 8)		
102	(Less) (102) Electric Plant Sold (See Instr. 8)		-483,341
103	(103) Experimental Plant Unclassified		
104	TOTAL Electric Plant in Service (Enter Total of lines 100 thru 103)	4,771,184,241	693,444,968

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

ELECTRIC PLANT IN SERVICE (Account 101, 102, 103 and 106) (Continued)

Retirements (d)	Adjustments (e)	Transfers (f)	Balance at End of Year (g)		Line No.
					47
			25,588,288		48
9,690			16,310,678		49
1,196,572		28,961	195,876,642		50
388,638			94,916,439		51
710,498			137,558,272		52
461,935			155,508,419		53
			448,760		54
			1,168,559		55
					56
177	-49,550		86,951		57
2,767,510	-49,550	28,961	627,463,008		58
					59
		-792,600	5,017,402		60
35,329			6,990,052		61
1,061,285		-28,961	133,712,656		62
					63
1,336,949			274,717,925		64
5,225,221			263,190,276		65
4,746			2,152,975		66
998,897			133,856,108		67
1,705,286			277,910,211		68
5,881,960			83,391,401		69
166,706			68,368,139		70
254			18,260,864		71
					72
5,076,325			81,419,905		73
	-125,496		287,376		74
21,492,958	-125,496	-821,561	1,349,275,290		75
					76
					77
					78
					79
					80
					81
					82
					83
					84
					85
			2,567,847		86
233,055			39,639,759		87
448,191			24,034,572		88
111,742			18,776,803		89
			777,672		90
			7,963,168		91
			3,160,383		92
			1,104,976		93
			27,988,155		94
373,591					95
1,166,579			126,013,335		96
					97
					98
1,166,579			126,013,335		99
40,889,306	-958,896	-2,050,741	5,420,246,925		100
					101
			-483,341		102
					103
40,889,306	-958,896	-2,050,741	5,420,730,266		104

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 204 Line No.: 15 Column: e

Adjustments due to changes in asset retirement cost estimates.

Schedule Page: 204 Line No.: 34 Column: e

Adjustments due to changes in asset retirement cost estimates.

Schedule Page: 204 Line No.: 43 Column: c

Reversal of amounts temporarily classified to this plant account in Completed Construction Not Classified-Electric (106), but at the time of final unitization were classified to the correct plant account.

Schedule Page: 204 Line No.: 44 Column: e

Adjustments due to changes in asset retirement cost estimates.

Schedule Page: 204 Line No.: 57 Column: e

Adjustments due to changes in asset retirement cost estimates.

Schedule Page: 204 Line No.: 74 Column: e

Adjustments due to changes in asset retirement cost estimates.

Schedule Page: 204 Line No.: 102 Column: c

Loss on sale of 149 railcars as part of a lease transaction. The loss of $483,341 is recorded in Electric Plant Purchased or Sold (102). This transaction occurred in November 2010. The journal entries for this transaction were filed with the FERC on April 11, 2011.

Schedule Page: 204 Line No.: 104 Column: d

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 204 Line No.: 104 Column: e

Adjustments to asset retirement costs due to change in estimates	$	(958,896)

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 204 Line No.: 104 Column: f

Transfer of land from Plant-in-Service to Plant Held for Future Use	$	(792,600)
Sale of rail cars		(1,258,141)

Total for Electric Plant in Service-Transfers	$	(2,050,741)

Schedule Page: 204 Line No.: 104 Column: g

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

ELECTRIC PLANT HELD FOR FUTURE USE (Account 105)

1. Report separately each property held for future use at end of the year having an original cost of $250,000 or more. Group other items of property held for future use.
2. For property having an original cost of $250,000 or more previously used in utility operations, now held for future use, give in column (a), in addition to other required information, the date that utility use of such property was discontinued, and the date the original cost was transferred to Account 105.

Line No.	Description and Location Of Property (a)	Date Originally Included in This Account (b)	Date Expected to be used in Utility Service (c)	Balance at End of Year (d)
1	Land and Rights:			
2	Trimble County Unit 2 land footprint	12/31/2009	2011	6,841
3	Polo Club Blvd Distribution Substation	2/28/2010	2014	792,600
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21	Other Property:			
22	Trimble County Cooling Tower (hyperbolic) - Utility			
23	use temporarily discontinued March 2008	06/30/2008	2011	17,830,912
24	Trimble County assets to be jointly used between			
25	Trimble County Unit 1 and Unit 2	12/31/2009	2011	102,990,399
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42				
43				
44				
45				
46				
47	Total			121,620,752

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 214 Line No.: 23 Column: d

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 214 Line No.: 25 Column: d

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

CONSTRUCTION WORK IN PROGRESS - - ELECTRIC (Account 107)

1. Report below descriptions and balances at end of year of projects in process of construction (107)
2. Show items relating to "research, development, and demonstration" projects last, under a caption Research, Development, and Demonstrating (see Account 107 of the Uniform System of Accounts)
3. Minor projects (5% of the Balance End of the Year for Account 107 or $1,000,000, whichever is less) may be grouped.

Line No.	Description of Project (a)	Construction work in progress - Electric (Account 107) (b)
1	STEAM PRODUCTION MAJOR	
2	TRIMBLE COUNTY 2 - KU	492,582,630
3	TC2 AIR QUALITY CONTROL SYSTEMS - KU	186,864,340
4	BR3 SCR	25,169,277
5	BR ASH POND EXPANSION	19,254,020
6	GH4 FGD	17,291,892
7	GH2 FGD	17,086,434
8	GHENT ASH POND/LANDFILL	16,218,625
9	TC ASH/GYPSUM PONDS - KU	9,829,606
10	GH3 FGD	9,754,307
11	TC2 CAPITAL SPARES - KU	9,632,543
12	GH SO2 COMMON	6,720,479
13	GENERATOR STATOR BAR STUDY - KU	3,684,256
14	GH3 ECONOMIZER REPL.	1,930,687
15	BROWN ASH POND PHASE II	1,795,029
16	GH1 SCR CATALYST ADDITION	1,454,406
17	GH SCRAPER	1,330,000
18	GH3 SCR CATALYST ADDITION	1,142,172
19	TC CCP LANDFILL PH1 RAVINE - KU	1,111,660
20	STEAM PRODUCTION MINOR	20,559,723
21		
22	HYDRAULIC POWER MAJOR	
23	DIX DAM LEAKAGE REMEDIATION	3,105,926
24	HYDRAULIC POWER MINOR	635,408
25		
26	OTHER PRODUCTION MAJOR	
27	TC CT HOT GAS PATH INSPECTION KU#1	5,116,434
28	PR13 TURBINE BLADE VANE REPL. - KU	3,626,288
29	OTHER PRODUCTION MINOR	556,196
30		
31	TRANSMISSION MAJOR	
32	TC2 TEMPORARY TRANSMISSION WORKAROUND	5,763,115
33	PRIORITY REPLACE. TRANS. LINES - KU	5,468,019
34	KMPA SUBSTATION	2,209,734
35	GRAHAMVILLE-COLEMAN RD. 161KV	1,820,326
36	WORK MGMT. / FRP SOFTWARE	1,746,077
37	STORM DAMAGE TRANS. LINE - KU	1,635,131
38	PVL-161-69KV, 150 MVA TRANS. REPL.	1,607,553
39	TRANSMISSION MINOR	17,140,329
40		
41	DISTRIBUTION MAJOR	
42	KU POLE REPLACEMENT	3,607,573
43	TOTAL	954,430,277

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

CONSTRUCTION WORK IN PROGRESS - - ELECTRIC (Account 107)

1. Report below descriptions and balances at end of year of projects in process of construction (107)
2. Show items relating to "research, development, and demonstration" projects last, under a caption Research, Development, and Demonstrating (see Account 107 of the Uniform System of Accounts)
3. Minor projects (5% of the Balance End of the Year for Account 107 or $1,000,000, whichever is less) may be grouped.

Line No.	Description of Project (a)	Construction work in progress - Electric (Account 107) (b)
1	KU SUBSTATION EQUIPMENT PURCHASE	3,537,778
2	KU MAJOR STORM EVENT	3,146,638
3	KU GENERAL RELIABILITY	1,442,960
4	DISTRIBUTION MINOR	26,702,721
5		
6	GENERAL PLANT MAJOR	
7	SAP LICENSE SOFTWARE - KU	1,900,158
8	GENERAL PLANT MINOR	20,249,827
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		
42		
43	TOTAL	954,430,277

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

ACCUMULATED PROVISION FOR DEPRECIATION OF ELECTRIC UTILITY PLANT (Account 108)

1. Explain in a footnote any important adjustments during year.
2. Explain in a footnote any difference between the amount for book cost of plant retired, Line 11, column (c), and that reported for electric plant in service, pages 204-207, column 9d), excluding retirements of non-depreciable property.
3. The provisions of Account 108 in the Uniform System of accounts require that retirements of depreciable plant be recorded when such plant is removed from service. If the respondent has a significant amount of plant retired at year end which has not been recorded and/or classified to the various reserve functional classifications, make preliminary closing entries to tentatively functionalize the book cost of the plant retired. In addition, include all costs included in retirement work in progress at year end in the appropriate functional classifications.
4. Show separately interest credits under a sinking fund or similar method of depreciation accounting.

Section A. Balances and Changes During Year

Line No.	Item (a)	Total (c+d+e) (b)	Electric Plant in Service (c)	Electric Plant Held for Future Use (d)	Electric Plant Leased to Others (e)
1	Balance Beginning of Year	2,155,869,553	2,092,635,706	63,233,847	
2	Depreciation Provisions for Year, Charged to				
3	(403) Depreciation Expense	137,631,388	137,631,388		
4	(403.1) Depreciation Expense for Asset Retirement Costs	1,650,652	1,650,652		
5	(413) Exp. of Elec. Plt. Leas. to Others				
6	Transportation Expenses-Clearing	60,788	60,788		
7	Other Clearing Accounts				
8	Other Accounts (Specify, details in footnote):	3,395,426	-238,910	3,634,336	
9	Fuel Stock	523,449	523,449		
10	TOTAL Deprec. Prov for Year (Enter Total of lines 3 thru 9)	143,261,703	139,627,367	3,634,336	
11	Net Charges for Plant Retired:				
12	Book Cost of Plant Retired	35,406,458	35,406,458		
13	Cost of Removal	11,965,629	11,965,629		
14	Salvage (Credit)	1,900,861	1,900,861		
15	TOTAL Net Chrgs. for Plant Ret. (Enter Total of lines 12 thru 14)	45,471,226	45,471,226		
16	Other Debit or Cr. Items (Describe, details in footnote):	-5,475,437	-5,475,437		
17					
18	Book Cost or Asset Retirement Costs Retired	-13,017	-13,017		
19	Balance End of Year (Enter Totals of lines 1, 10, 15, 16, and 18)	2,248,171,576	2,181,303,393	66,868,183	
	Section B. Balances at End of Year According to Functional Classification				
20	Steam Production	1,154,140,964	1,087,272,781	66,868,183	
21	Nuclear Production				
22	Hydraulic Production-Conventional	8,092,737	8,092,737		
23	Hydraulic Production-Pumped Storage				
24	Other Production	162,968,479	162,968,479		
25	Transmission	321,908,352	321,908,352		
26	Distribution	543,822,975	543,822,975		
27	Regional Transmission and Market Operation				
28	General	57,238,069	57,238,069		
29	TOTAL (Enter Total of lines 20 thru 28)	2,248,171,576	2,181,303,393	66,868,183	

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 219 Line No.: 4 Column: c
Increased as a result of the revaluation of ARO assets. The revaluation resulted from changes in estimates and purchase accounting.

Schedule Page: 219 Line No.: 8 Column: c
Accrual for Cost of Removal and ARO Parent assets (FERC 254 and 403).

Schedule Page: 219 Line No.: 8 Column: d
Trimble County Cooling Tower (hyperbolic) and Joint Use Assets depreciation accrual.

Schedule Page: 219 Line No.: 12 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 15 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 15 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 16 Column: c

Reclass for retired assets to Regulatory Assets (182)	$	(10,544)
Customer payments related to construction projects		630,403
Reserve adjustments due to changes in asset retirement cost estimates		(6,095,296)

Total Other Debit or Credit Items	$	(5,475,437)

Schedule Page: 219 Line No.: 19 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 19 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 19 Column: d
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 20 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 20 Column: d
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 22 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 24 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 25 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 26 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 28 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 29 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 29 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 219 Line No.: 29 Column: d

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

INVESTMENTS IN SUBSIDIARY COMPANIES (Account 123.1)

1. Report below investments in Accounts 123.1, investments in Subsidiary Companies.
2. Provide a subheading for each company and List there under the information called for below. Sub - TOTAL by company and give a TOTAL in columns (e),(f),(g) and (h)
(a) Investment in Securities - List and describe each security owned. For bonds give also principal amount, date of issue, maturity and interest rate.
(b) Investment Advances - Report separately the amounts of loans or investment advances which are subject to repayment, but which are not subject to current settlement. With respect to each advance show whether the advance is a note or open account. List each note giving date of issuance, maturity date, and specifying whether note is a renewal.
3. Report separately the equity in undistributed subsidiary earnings since acquisition. The TOTAL in column (e) should equal the amount entered for Account 418.1.

Line No.	Description of Investment (a)	Date Acquired (b)	Date Of Maturity (c)	Amount of Investment at Beginning of Year (d)
1	Ohio Valley Electric Company (2.5%)			
2	Common Stock $100 par value, 2,500 shares			
3	250 shares	11/15/52		25,000
4	250 shares	1/14/53		25,000
5	250 shares	3/4/53		25,000
6	250 shares	4/15/53		25,000
7	250 shares	5/20/53		25,000
8	250 shares	6/22/53		25,000
9	500 shares	7/15/53		50,000
10	500 shares	7/31/53		50,000
11				
12	Electric Energy, Inc. (20%)			
13	Common Stock $100 par value, 12,400 shares			
14	3,500 shares	3/06/51		350,000
15	2,700 shares	8/3/53		270,000
16	6,200 shares	12/30/58		620,000
17	Equity Earnings			10,727,169
18	Other Comprehensive Income			
19	Purchase Accounting Adjustment			
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42	Total Cost of Account 123.1 $ 0		TOTAL	12,217,169

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

INVESTMENTS IN SUBSIDIARY COMPANIES (Account 123.1) (Continued)

4. For any securities, notes, or accounts that were pledged designate such securities, notes, or accounts in a footnote, and state the name of pledgee and purpose of the pledge.
5. If Commission approval was required for any advance made or security acquired, designate such fact in a footnote and give name of Commission, date of authorization, and case or docket number.
6. Report column (f) interest and dividend revenues form investments, including such revenues form securities disposed of during the year.
7. In column (h) report for each investment disposed of during the year, the gain or loss represented by the difference between cost of the investment (or the other amount at which carried in the books of account if difference from cost) and the selling price thereof, not including interest adjustment includible in column (f).
8. Report on Line 42, column (a) the TOTAL cost of Account 123.1

Equity in Subsidiary Earnings of Year (e)	Revenues for Year (f)	Amount of Investment at End of Year (g)	Gain or Loss from Investment Disposed of (h)	Line No.
				1
	51,250			2
		25,000		3
		25,000		4
		25,000		5
		25,000		6
		25,000		7
		25,000		8
		50,000		9
		50,000		10
				11
				12
				13
		350,000		14
		270,000		15
		620,000		16
3,761,027		14,488,196		17
-3,262,974		-3,262,974		18
-147,681		17,574,002		19
				20
				21
				22
				23
				24
				25
				26
				27
				28
				29
				30
				31
				32
				33
				34
				35
				36
				37
				38
				39
				40
				41
350,372	51,250	30,289,224		42

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 224 Line No.: 1 Column: a

See Note 1 of Notes to Financial Statements under Cost Method Investment for a full description of the Ohio Valley Electric Company investment.

Schedule Page: 224 Line No.: 12 Column: a

See Note 1 of Notes to Financial Statement under Equity Method Investment for a full description of the Electric Energy, Inc.(EEI) investment.

Schedule Page: 224 Line No.: 19 Column: a

The balance in Investment in Subsidiary Companies (123.1) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value in Investment in Subsidiary Companies, a step-up in value compared to the net book value of the investment in EEI was recorded. The step-up in value was assumed to relate to EEI's plant and is amortized over the average life of EEI's plant assets. The following reflects the purchase accounting adjustment:

Investment in Subsidiary Companies (123.1) Without Purchase Accounting	$ 12,715,222
Purchase Accounting Adjustment	17,721,683
Amortization of Purchase Accounting Adjustment	(147,681)
Total for Investment in Subsidiary Companies (123.1)	$ 30,289,224

Schedule Page: 224 Line No.: 20 Column: a

During the second quarter of 2010, KU reclassed its investment in Electric Energy Inc., from Investments in Associated Companies (123) to Investment in Subsidiary Companies (123.1) and its investment in Ohio Valley Electric Company from Other Investments (124) to Investment in Subsidiary Companies (123.1).

BLANK

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

MATERIALS AND SUPPLIES

1. For Account 154, report the amount of plant materials and operating supplies under the primary functional classifications as indicated in column (a); estimates of amounts by function are acceptable. In column (d), designate the department or departments which use the class of material.
2. Give an explanation of important inventory adjustments during the year (in a footnote) showing general classes of material and supplies and the various accounts (operating expenses, clearing accounts, plant, etc.) affected debited or credited. Show separately debit or credits to stores expense clearing, if applicable.

Line No.	Account (a)	Balance Beginning of Year (b)	Balance End of Year (c)	Department or Departments which Use Material (d)
1	Fuel Stock (Account 151)	97,742,425	94,898,528	Electric
2	Fuel Stock Expenses Undistributed (Account 152)			
3	Residuals and Extracted Products (Account 153)			
4	Plant Materials and Operating Supplies (Account 154)			
5	Assigned to - Construction (Estimated)			
6	Assigned to - Operations and Maintenance			
7	Production Plant (Estimated)	21,420,798	22,853,191	Electric
8	Transmission Plant (Estimated)	2,067,836	1,828,758	Electric
9	Distribution Plant (Estimated)	6,983,644	7,878,294	Electric
10	Regional Transmission and Market Operation Plant (Estimated)			
11	Assigned to - Other (provide details in footnote)			
12	TOTAL Account 154 (Enter Total of lines 5 thru 11)	30,472,278	32,560,243	
13	Merchandise (Account 155)			
14	Other Materials and Supplies (Account 156)			
15	Nuclear Materials Held for Sale (Account 157) (Not applic to Gas Util)			
16	Stores Expense Undistributed (Account 163)	7,480,011	8,854,899	Electric
17				
18				
19				
20	TOTAL Materials and Supplies (Per Balance Sheet)	135,694,714	136,313,670	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

Allowances (Accounts 158.1 and 158.2)

1. Report below the particulars (details) called for concerning allowances.
2. Report all acquisitions of allowances at cost.
3. Report allowances in accordance with a weighted average cost allocation method and other accounting as prescribed by General Instruction No. 21 in the Uniform System of Accounts.
4. Report the allowances transactions by the period they are first eligible for use: the current year's allowances in columns (b)-(c), allowances for the three succeeding years in columns (d)-(i), starting with the following year, and allowances for the remaining succeeding years in columns (j)-(k).
5. Report on line 4 the Environmental Protection Agency (EPA) issued allowances. Report withheld portions Lines 36-40.

Line No.	SO2 Allowances Inventory (Account 158.1) (a)	Current Year No. (b)	Current Year Amt. (c)	2011 No. (d)	2011 Amt. (e)
1	Balance-Beginning of Year	110,007.00	940,259	77,535.00	
2					
3	Acquired During Year:				
4	Issued (Less Withheld Allow)	2,227.00			
5	Returned by EPA				
6					
7					
8	Purchases/Transfers:				
9	Share of OMU's unused				
10	Allowances	1,076.00	61,127		
11	Purchases from LG&E	20,368.00	458		
12	Purchase Accounting Adj				
13					
14					
15	Total	21,444.00	61,585		
16					
17	Relinquished During Year:				
18	Charges to Account 509	53,890.00	442,019		
19	Other:				
20					
21	Cost of Sales/Transfers:				
22	Sales to OMU	587.00	4,292		
23	Adjustment to final 2009	130.00	1,110		
24	Purchase Accounting Adj				
25					
26					
27					
28	Total	717.00	5,402		
29	Balance-End of Year	79,071.00	554,423	77,535.00	
30					
31	Sales:				
32	Net Sales Proceeds(Assoc. Co.)				
33	Net Sales Proceeds (Other)				
34	Gains				
35	Losses				
	Allowances Withheld (Acct 158.2)				
36	Balance-Beginning of Year	1,106.50		1,106.50	
37	Add: Withheld by EPA				
38	Deduct: Returned by EPA				
39	Cost of Sales	1,106.50			
40	Balance-End of Year			1,106.50	
41					
42	Sales:				
43	Net Sales Proceeds (Assoc. Co.)				
44	Net Sales Proceeds (Other)	1,106.50	54,458		
45	Gains				
46	Losses				

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

Allowances (Accounts 158.1 and 158.2) (Continued)

6. Report on Lines 5 allowances returned by the EPA. Report on Line 39 the EPA's sales of the withheld allowances. Report on Lines 43-46 the net sales proceeds and gains/losses resulting from the EPA's sale or auction of the withheld allowances.
7. Report on Lines 8-14 the names of vendors/transferors of allowances acquire and identify associated companies (See "associated company" under "Definitions" in the Uniform System of Accounts).
8. Report on Lines 22 - 27 the name of purchasers/ transferees of allowances disposed of an identify associated companies.
9. Report the net costs and benefits of hedging transactions on a separate line under purchases/transfers and sales/transfers.
10. Report on Lines 32-35 and 43-46 the net sales proceeds and gains or losses from allowance sales.

2012		2013		Future Years		Totals		Line
No. (f)	Amt. (g)	No. (h)	Amt. (i)	No. (j)	Amt. (k)	No. (l)	Amt. (m)	No.
77,535.00		77,535.00		2,015,910.00		2,358,522.00	940,259	1
								2
								3
				77,535.00		79,762.00		4
								5
								6
								7
								8
								9
						1,076.00	61,127	10
						20,368.00	458	11
								12
								13
								14
						21,444.00	61,585	15
								16
								17
						53,890.00	442,019	18
								19
								20
								21
						587.00	4,292	22
						130.00	1,110	23
								24
								25
								26
								27
						717.00	5,402	28
77,535.00		77,535.00		2,093,445.00		2,405,121.00	554,423	29
								30
								31
								32
								33
								34
								35
1,106.50		1,106.50		54,218.50		58,644.50		36
				2,213.00		2,213.00		37
								38
				1,106.50		2,213.00		39
1,106.50		1,106.50		55,325.00		58,644.50		40
								41
								42
								43
				1,106.50	2,293	2,213.00	56,751	44
								45
								46

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 228 Line No.: 4 Column: b

Congress directed that unclaimed allowances remaining in the Conservation and Renewable Energy Reserve after 2009 be distributed to all utilities on a pro rata basis. The 2,227 allowances received in 2010 represent Kentucky Utilities Company's share.

Schedule Page: 228 Line No.: 12 Column: a

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Schedule Page: 228 Line No.: 15 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Schedule Page: 228 Line No.: 15 Column: m

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Schedule Page: 228 Line No.: 24 Column: a

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Schedule Page: 228 Line No.: 28 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Schedule Page: 228 Line No.: 28 Column: m

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Schedule Page: 228 Line No.: 29 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Schedule Page: 228 Line No.: 29 Column: m

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

Allowances (Accounts 158.1 and 158.2)

1. Report below the particulars (details) called for concerning allowances.
2. Report all acquisitions of allowances at cost.
3. Report allowances in accordance with a weighted average cost allocation method and other accounting as prescribed by General Instruction No. 21 in the Uniform System of Accounts.
4. Report the allowances transactions by the period they are first eligible for use: the current year's allowances in columns (b)-(c), allowances for the three succeeding years in columns (d)-(i), starting with the following year, and allowances for the remaining succeeding years in columns (j)-(k).
5. Report on line 4 the Environmental Protection Agency (EPA) issued allowances. Report withheld portions Lines 36-40.

Line No.	NOx Allowances Inventory (Account 158.1) (a)	Current Year No. (b)	Current Year Amt. (c)	2011 No. (d)	2011 Amt. (e)
1	Balance-Beginning of Year	28,258.00	34,817	21,841.00	
2					
3	Acquired During Year:				
4	Issued (Less Withheld Allow)	1,272.00			
5	Returned by EPA				
6					
7					
8	Purchases/Transfers:				
9	Purchase Accounting Adj				
10					
11					
12					
13					
14					
15	Total				
16					
17	Relinquished During Year:				
18	Charges to Account 509	7,169.00	22,536		
19	Other:				
20	Charges to 549/158	15,769.00	100		
21	Cost of Sales/Transfers:				
22	Sales to OMU	8.00	25		
23	Sales to LG&E	1,500.00			
24	Adjustment to final 2009	55.00			
25	Transfer to OMU	87.00			
26	Purchase Accounting Adj				
27					
28	Total	1,650.00	25		
29	Balance-End of Year	4,942.00	12,156	21,841.00	
30					
31	Sales:				
32	Net Sales Proceeds(Assoc. Co.)				
33	Net Sales Proceeds (Other)				
34	Gains				
35	Losses				
	Allowances Withheld (Acct 158.2)				
36	Balance-Beginning of Year				
37	Add: Withheld by EPA				
38	Deduct: Returned by EPA				
39	Cost of Sales				
40	Balance-End of Year				
41					
42	Sales:				
43	Net Sales Proceeds (Assoc. Co.)				
44	Net Sales Proceeds (Other)				
45	Gains				
46	Losses				

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

Allowances (Accounts 158.1 and 158.2) (Continued)

6. Report on Lines 5 allowances returned by the EPA. Report on Line 39 the EPA's sales of the withheld allowances. Report on Lines 43-46 the net sales proceeds and gains/losses resulting from the EPA's sale or auction of the withheld allowances.
7. Report on Lines 8-14 the names of vendors/transferors of allowances acquire and identify associated companies (See "associated company" under "Definitions" in the Uniform System of Accounts).
8. Report on Lines 22 - 27 the name of purchasers/ transferees of allowances disposed of an identify associated companies.
9. Report the net costs and benefits of hedging transactions on a separate line under purchases/transfers and sales/transfers.
10. Report on Lines 32-35 and 43-46 the net sales proceeds and gains or losses from allowance sales.

2012		2013		Future Years		Totals		Line
No. (f)	Amt. (g)	No. (h)	Amt. (i)	No. (j)	Amt. (k)	No. (l)	Amt. (m)	No.
21,841.00		21,841.00		21,841.00		115,622.00	34,817	1
								2
								3
						1,272.00		4
								5
								6
								7
								8
								9
								10
								11
								12
								13
								14
								15
								16
								17
						7,169.00	22,536	18
								19
						15,769.00	100	20
								21
						8.00	25	22
						1,500.00		23
						55.00		24
						87.00		25
								26
								27
						1,650.00	25	28
21,841.00		21,841.00		21,841.00		92,306.00	12,156	29
								30
								31
								32
								33
								34
								35
								36
								37
								38
								39
								40
								41
								42
								43
								44
								45
								46

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 229 Line No.: 4 Column: b

The 1,272 allowances received from the EPA by Kentucky Utilities Company represents NOx Early Reduction Credits that were issued to units that voluntarily reduced Annual NOx emissions prior to the beginning of the Clean Air Transport Rule requirement to reduce NOx on an annual basis beginning in 2009.

Schedule Page: 229 Line No.: 9 Column: a

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Schedule Page: 229 Line No.: 26 Column: a

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Schedule Page: 229 Line No.: 28 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Schedule Page: 229 Line No.: 28 Column: m

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Schedule Page: 229 Line No.: 29 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Schedule Page: 229 Line No.: 29 Column: m

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote on page 110, line 2, column c.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

OTHER REGULATORY ASSETS (Account 182.3)

1. Report below the particulars (details) called for concerning other regulatory assets, including rate order docket number, if applicable.
2. Minor items (5% of the Balance in Account 182.3 at end of period, or amounts less than $100,000 which ever is less), may be grouped by classes.
3. For Regulatory Assets being amortized, show period of amortization.

Line No.	Description and Purpose of Other Regulatory Assets (a)	Balance at Beginning of Current Quarter/Year (b)	Debits (c)	CREDITS Written off During the Quarter/Year Account Charged (d)	CREDITS Written off During the Period Amount (e)	Balance at end of Current Quarter/Year (f)
1	SFAS 158 - Pension and Postretirement	104,664,344	20,360,779	228.3/234	7,750,755	117,274,368
2	Winter Storm 2009 (Aug-10 to Jul-20)	57,236,758		571/593	2,384,864	54,851,894
3	Coal Contracts (Nov-10 to Dec-15)		22,605,479	253	4,728,247	17,877,232
4	SFAS 109 - Income Taxes	12,478,514	1,356,818	190/282	239,996	13,595,336
5	MISO Exit Fee (Mar-09 to Feb-14)	10,720,218	38,309	575.7/254	5,637,671	5,120,856
6	VA Fuel Component		4,795,000			4,795,000
7	FERC Jurisdictional Pension Expenses	3,823,143	967,794			4,790,937
8	Unamortized Debt Expense		4,662,536	181	36,112	4,626,424
9	Wind Storm 2008 (Aug-10 to Jul-20)	2,195,516		593	91,480	2,104,036
10	Rate Case Expenses (Aug-10 to Jul-13)		2,014,569	928/186	279,801	1,734,768
11				108/230/		
12	Asset Retirement Obligation	29,970,260	69,762,071	407	98,181,482	1,550,849
13	EKPC FERC Transmission Costs - KY Portion					
14	(Mar-09 to Feb-14)	1,394,571		566/456	334,697	1,059,874
15	Corporate Headquarters Lease (Nov-10 to Jul-15)		900,950			900,950
16	KY Consortium for Carbon Storage (Aug-10 to Jul-14)	921,960		930.2	96,037	825,923
17	Rate Case Expenses (Mar-09 to Feb-12)	997,877		928	460,559	537,318
18	Carbon Management Research Group (Aug-10 to Jul-20)	216,500		930.2	54,303	162,197
19				440-445/		
20	Environmental Cost Recovery	28,377,088	(14,442,983)	254	13,934,105	
21	KY Fuel Adjustment Clause	675,000	13,329,000	440-445	14,004,000	
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
44	TOTAL	253,671,749	126,350,322		148,214,109	231,807,962

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 232 Line No.: 3 Column: a

Resubmitted to restate the Coal Contract amortization period.

Schedule Page: 232 Line No.: 3 Column: f

The balance of $17,877,232 was adjusted to reflect the regulatory offset due to the purchase of KU by PPL in November 2010. The adjustment represents the fair value measurement of $22,605,479 of coal supply contracts based upon the difference between estimated market prices of the coal to be purchased and the actual prices in the contracts. The variance of $4,728,247 represents 2 months of amortization in 2010. See footnotes for Page 110, Line 69, Column c; Page 110, Line 72, Column c; and Page 112, Line 59, Column c.

Schedule Page: 232 Line No.: 5 Column: e

The balance of $3,096,560 in account 254, MISO Schedule 10 Charges, was reclassed to MISO Exit Fees for reporting purposes during the 3rd quarter of 2010 since these amounts were allowed to be netted as a result of the Kentucky Commission Order, Case No. 2008-00251 and Case No. 2009-00548.

Schedule Page: 232 Line No.: 8 Column: f

The balance of $4,626,424 represents the reclassification of $4,662,536 from Unamortized Debt Expenses (181) due to the purchase of KU by PPL in November 2010, as these costs are considered to have no fair value in purchase accounting under US GAAP. However, KU receives recovery of these costs in rates through the embedded cost of capital. The variance of $36,112 represents 2 months of amortization in 2010. See footnote for Page 110, Line 69, Column c and Page 110, Line 72, Column c.

Schedule Page: 232 Line No.: 15 Column: f

The balance of $900,950 was adjusted to reflect the regulatory offset due to the purchase of KU by PPL in November 2010. The adjustment represents the fair value measurement of a lease contract based upon the difference between the estimated market price of the leased property and the actual lease costs. See footnotes for Page 110, Line 69, Column c; Page 110, Line 72, Column c; and Page 112, Line 59, Column c.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

MISCELLANEOUS DEFFERED DEBITS (Account 186)

1. Report below the particulars (details) called for concerning miscellaneous deferred debits.
2. For any deferred debit being amortized, show period of amortization in column (a)
3. Minor item (1% of the Balance at End of Year for Account 186 or amounts less than $100,000, whichever is less) may be grouped by classes.

Line No.	Description of Miscellaneous Deferred Debits (a)	Balance at Beginning of Year (b)	Debits (c)	CREDITS Account Charged (d)	CREDITS Amount (e)	Balance at End of Year (f)
1	Goodwill		607,404,368			607,404,368
2						
3	Coal Contracts					
4	(Nov-10 to Dec-16)		144,919,879	254	3,338,879	141,581,000
5						
6	Key Man Life Insurance	37,741,020	1,717,841	426.2	635,959	38,822,902
7						
8	OVEC Power Purchase Contract					
9	(Nov-10 to Mar-26)		38,582,028	254	464,152	38,117,876
10						
11	Valuation of NOx Annual					
12	Allowances (Nov-10 to Dec-11)		6,182,452	254	904,416	5,278,036
13						
14	Valuation of SO2 Allowances					
15	(Nov-10 to Dec-40)		2,681,473	254	19,984	2,661,489
16						
17	Valuation of NOx Ozone					
18	Allowances (Nov-10 to Dec-11)		395,165	254	59,380	335,785
19						
20	Financing Expense	95,422	5,000,706	181/189	4,838,893	257,235
21						
22	Carrollton Sale/Leaseback					
23	(Aug-06 to Jul-23)	59,926		931	4,411	55,515
24						
25	Land Options	17,528				17,528
26						
27	Rate Case Expenses	92,371	1,937,717	182.3	2,030,088	
28						
29	OMU Emission Allowances	61,600	-5,320	143	56,280	
30						
31	Customer Credit Accounts					
32	Receivable	3,258	-3,258			
33						
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
44						
45						
46						
47	Misc. Work in Progress					
48	Deferred Regulatory Comm. Expenses (See pages 350 - 351)					
49	TOTAL	38,071,125				834,531,734

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 233 Line No.: 1 Column: f

The Goodwill balance of $607,404,368 represents Kentucky Utilities Company's franchise value as a result of the acquisition by PPL Corporation in November 2010 which is attributed to the going concern value of the business. See footnotes for Page 110, Line 78, Column c.

Schedule Page: 233 Line No.: 4 Column: f

The balance of $141,581,000 relates to the fair value measurement of $144,919,879 for Kentucky Utilities Company's coal contracts that was recognized as a result of the acquisition by PPL Corporation in November 2010. The variance is 2 months of amortization in 2010. See footnotes for Page 110, Line 78, Column c and Page 112, Line 60, Column c.

Schedule Page: 233 Line No.: 9 Column: f

The balance of $38,117,876 relates to the fair value measurement of $38,582,028 for the power purchase contract between Kentucky Utilities Company and Ohio Valley Electric Corporation that was recognized as a result of the acquisition by PPL Corporation in November 2010. The variance is 2 months of amortization in 2010. See footnotes for Page 110, Line 78, Column c and Page 112, Line 60, Column c.

Schedule Page: 233 Line No.: 12 Column: f

Resubmitted to reclassify emission allowance purchase accounting adjustments to Miscellaneous Deferred Debits (186). The balance was adjusted due to the purchase of KU by PPL in November 2010. Emission allowances were adjusted to fair value based on current market prices of SO2 and NOx allowances at the acquisition date. The purchase accounting adjustment is amortized based on the estimated usage of allowances by operations. See footnotes for Page 110, Line 2, Column c; Page 110, Line 78, Column c and Page 112, Line 60, Column c.

Schedule Page: 233 Line No.: 15 Column: f

Resubmitted to reclassify emission allowance purchase accounting adjustments to Miscellaneous Deferred Debits (186). The balance was adjusted due to the purchase of KU by PPL in November 2010. Emission allowances were adjusted to fair value based on current market prices of SO2 and NOx allowances at the acquisition date. The purchase accounting adjustment is amortized based on the estimated usage of allowances by operations. See footnotes for Page 110, Line 2, Column c; Page 110, Line 78, Column c and Page 112, Line 60, Column c.

Schedule Page: 233 Line No.: 18 Column: f

Resubmitted to reclassify emission allowance purchase accounting adjustments to Miscellaneous Deferred Debits (186). The balance was adjusted due to the purchase of KU by PPL in November 2010. Emission allowances were adjusted to fair value based on current market prices of SO2 and NOx allowances at the acquisition date. The purchase accounting adjustment is amortized based on the estimated usage of allowances by operations. See footnotes for Page 110, Line 2, Column c; Page 110, Line 78, Column c and Page 112, Line 60, Column c.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

ACCUMULATED DEFERRED INCOME TAXES (Account 190)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes.
2. At Other (Specify), include deferrals relating to other income and deductions.

Line No.	Description and Location (a)	Balance of Begining of Year (b)	Balance at End of Year (c)
1	Electric		
2	Pensions	-8,512,768	-16,046,481
3	Other Post Retirement & Employment Benefits	25,712,007	24,640,583
4	SFAS 109 Regulatory Tax Adjustments	8,711,717	8,802,410
5	Environmental Cost Recovery	-3,199,119	12,480,701
6	Asset Retirement Obligation	14,185,872	
7	Other - See Notes for Detail	6,628,419	85,090,662
8	TOTAL Electric (Enter Total of lines 2 thru 7)	43,526,128	114,967,875
9	Gas		
10			
11			
12			
13			
14			
15	Other		
16	TOTAL Gas (Enter Total of lines 10 thru 15		
17	Other (Specify)	435,602	405,070
18	TOTAL (Acct 190) (Total of lines 8, 16 and 17)	43,961,730	115,372,945

Notes

	Bal. at Beg. of Year	Bal. at End of Year
VA Fuel Clause	$ 168,380	$(1,865,255)
Workers' Compensation	990,166	942,435
State Tax Adjustment	124,058	703,518
Bad Debt Reserve	1,097,248	837,841
Demand Side Management	1,226,576	1,751,866
Contingent Liability	399,506	383,543
OMU Excess Amortization	262,694	-
Vacation Pay	1,775,644	2,002,165
Other	584,147	(527,332)
	-----------	-----------
	$6,628,419	$ 4,228,781
Purchase Accounting Adjustments:		
Coal Contract	-	62,029,252
Emission Allowance	-	3,219,096
FMV Bonds	-	447,507
FMV Leases	-	338,173
OVEC	-	14,827,853
	-----------	-----------
Total Line 7 with Purchase Acctg	$6,628,419	$85,090,662
	===========	===========

	Bal. at Beg. of Year	Bal. at End of Year
Environmental Assessment	$389,000	$389,000
Other	46,602	16,070
	-----------	----------
Total Line 17	$435,602	$405,070
	===========	==========

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

ACCUMULATED DEFERRED INCOME TAXES (Account 190) (continued)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes.
2. At Other (Specify), include deferrals relating to other income and deductions.

Balance of Beginning of Year	$ 43,961,730
Less Debits to:	
Acct 410.1	46,878,246
Acct 410.2	128,615
Plus Credits to:	
Acct 411.1	37,350,815
Acct 411.2	98,086
Other Balance Sheet Accounts	80,969,175

Balance at End of Year	$115,372,945
	===========

Note: Some beginning balance amounts were reclassified from prior years' ending balance for presentation purposes, total beginning balance deferrals did not change.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

CAPITAL STOCKS (Account 201 and 204)

1. Report below the particulars (details) called for concerning common and preferred stock at end of year, distinguishing separate series of any general class. Show separate totals for common and preferred stock. If information to meet the stock exchange reporting requirement outlined in column (a) is available from the SEC 10-K Report Form filing, a specific reference to report form (i.e., year and company title) may be reported in column (a) provided the fiscal years for both the 10-K report and this report are compatible.
2. Entries in column (b) should represent the number of shares authorized by the articles of incorporation as amended to end of year.

Line No.	Class and Series of Stock and Name of Stock Series (a)	Number of shares Authorized by Charter (b)	Par or Stated Value per share (c)	Call Price at End of Year (d)
1	Common Stock			
2	Common Stock, Without Par Value	80,000,000		
3	Total Common	80,000,000		
4				
5	Preferred and Preference Stock			
6	Preferred Stock, Without Par Value	5,300,000		
7	Preference Stock, Without Par Value	2,000,000		
8	Total Preferred and Preference	7,300,000		
9				
10				
11	Note:			
12	There is no Call Price for Common Stock,			
13	Without Par Value			
14				
15	The Common Stock of Kentucky Utilities Company			
16	is owned by its parent company,			
17	LG&E and KU Energy LLC			
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42				

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

CAPITAL STOCKS (Account 201 and 204) (Continued)

3. Give particulars (details) concerning shares of any class and series of stock authorized to be issued by a regulatory commission which have not yet been issued.
4. The identification of each class of preferred stock should show the dividend rate and whether the dividends are cumulative or non-cumulative.
5. State in a footnote if any capital stock which has been nominally issued is nominally outstanding at end of year.
Give particulars (details) in column (a) of any nominally issued capital stock, reacquired stock, or stock in sinking and other funds which is pledged, stating name of pledgee and purposes of pledge.

OUTSTANDING PER BALANCE SHEET (Total amount outstanding without reduction for amounts held by respondent)		HELD BY RESPONDENT				Line No.
		AS REACQUIRED STOCK (Account 217)		IN SINKING AND OTHER FUNDS		
Shares (e)	Amount (f)	Shares (g)	Cost (h)	Shares (i)	Amount (j)	
						1
37,817,878	308,139,978					2
37,817,878	308,139,978					3
						4
						5
						6
						7
						8
						9
						10
						11
						12
						13
						14
						15
						16
						17
						18
						19
						20
						21
						22
						23
						24
						25
						26
						27
						28
						29
						30
						31
						32
						33
						34
						35
						36
						37
						38
						39
						40
						41
						42

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 250   Line No.: 8   Column: a

No shares of preferred or preference stock remain issued or outstanding.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

OTHER PAID-IN CAPITAL (Accounts 208-211, inc.)

Report below the balance at the end of the year and the information specified below for the respective other paid-in capital accounts. Provide a subheading for each account and show a total for the account, as well as total of all accounts for reconciliation with balance sheet, Page 112. Add more columns for any account if deemed necessary. Explain changes made in any account during the year and give the accounting entries effecting such change.
(a) Donations Received from Stockholders (Account 208)-State amount and give brief explanation of the origin and purpose of each donation.
(b) Reduction in Par or Stated value of Capital Stock (Account 209): State amount and give brief explanation of the capital change which gave rise to amounts reported under this caption including identification with the class and series of stock to which related.
(c) Gain on Resale or Cancellation of Reacquired Capital Stock (Account 210): Report balance at beginning of year, credits, debits, and balance at end of year with a designation of the nature of each credit and debit identified by the class and series of stock to which related.
(d) Miscellaneous Paid-in Capital (Account 211)-Classify amounts included in this account according to captions which, together with brief explanations, disclose the general nature of the transactions which gave rise to the reported amounts.

Line No.	Item (a)	Amount (b)
1		
2	Account 211:	
3	Contributed Capital - Misc. Balance January 1, 2010	315,858,083
4	Purchase Accounting Adjustment November 1, 2010	2,032,588,751
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40	TOTAL	2,348,446,834

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 253 Line No.: 4 Column: b

The balance in Other Paid-in Capital (208-211) was adjusted due to the purchase of KU by PPL in November 2010. To reflect the fair value, the balance was adjusted for a step-up in value compared to the net book value of the investment in EEI net of deferred taxes, the fixed rate pollution control bonds net of taxes and goodwill. The balance also includes elimination of Retained Earnings (215, 215.1, 216) at October 31, 2010. See footnotes for Page 110, Lines 21, Column c, Page 110, Line 78, Column c, Page 110, Line 82, Column c, Page 112, Line 11, Column c, Page 112, Line 21, Column c and Page 112, Line 64, Column c. The following reflects the purchase accounting adjustment:

Other Paid-in Capital (208-211) Without Purchase Accounting	$ 315,858,083
Purchase Accounting Adjustment - Goodwill	607,404,368
Purchase Accounting Adjustment – EEI investment	7,569,645
Purchase Accounting Adjustment – pollution control bonds	(709,649)
Purchase Accounting Adjustment – prior Retained Earnings	1,418,324,387
Total for Other Paid-in Capital (208-211)	$2,348,446,834

BLANK

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

CAPITAL STOCK EXPENSE (Account 214)

1. Report the balance at end of the year of discount on capital stock for each class and series of capital stock.
2. If any change occurred during the year in the balance in respect to any class or series of stock, attach a statement giving particulars (details) of the change. State the reason for any charge-off of capital stock expense and specify the account charged.

Line No.	Class and Series of Stock (a)	Balance at End of Year (b)
1	Expenses on Common Stock	321,289
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22	TOTAL	321,289

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

LONG-TERM DEBT (Account 221, 222, 223 and 224)

1. Report by balance sheet account the particulars (details) concerning long-term debt included in Accounts 221, Bonds, 222, Reacquired Bonds, 223, Advances from Associated Companies, and 224, Other long-Term Debt.
2. In column (a), for new issues, give Commission authorization numbers and dates.
3. For bonds assumed by the respondent, include in column (a) the name of the issuing company as well as a description of the bonds.
4. For advances from Associated Companies, report separately advances on notes and advances on open accounts. Designate demand notes as such. Include in column (a) names of associated companies from which advances were received.
5. For receivers, certificates, show in column (a) the name of the court -and date of court order under which such certificates were issued.
6. In column (b) show the principal amount of bonds or other long-term debt originally issued.
7. In column (c) show the expense, premium or discount with respect to the amount of bonds or other long-term debt originally issued.
8. For column (c) the total expenses should be listed first for each issuance, then the amount of premium (in parentheses) or discount. Indicate the premium or discount with a notation, such as (P) or (D). The expenses, premium or discount should not be netted.
9. Furnish in a footnote particulars (details) regarding the treatment of unamortized debt expense, premium or discount associated with issues redeemed during the year. Also, give in a footnote the date of the Commission's authorization of treatment other than as specified by the Uniform System of Accounts.

Line No.	Class and Series of Obligation, Coupon Rate (For new issue, give commission Authorization numbers and dates) (a)	Principal Amount Of Debt issued (b)	Total expense, Premium or Discount (c)
1	ACCOUNT 221 (1):		
2	Pollution Control Bonds: (2)		
3	Mercer County 2000 Series A, due 05/01/2023, Variable	12,900,000	607,408
4	Carroll County 2002 Series A, due 02/01/2032, Variable	20,930,000	120,138
5	Carroll County 2002 Series B, due 02/01/2032, Variable	2,400,000	83,078
6	Muhlenberg County 2002 Series A, due 02/01/2032, Variable	2,400,000	93,078
7	Mercer County 2002 Series A, due 02/01/2032, Variable	7,400,000	92,678
8	Carroll County 2002 Series C, due 10/01/2032, Variable	96,000,000	2,150,595
9	Carroll County 2004 Series A, due 10/01/2034, Variable	50,000,000	1,483,449
10	Carroll County 2006 Series B, due 10/01/2034, Variable	54,000,000	1,313,275
11	Carroll County 2007 Series A, due 02/01/2026, 5.750%	17,875,000	638,428
12	Trimble County 2007 Series A, due 03/01/2037, 6.000%	8,927,000	471,138
13	Carroll County 2008 Series A, due 02/01/2032, Variable	77,947,405	796,036
14			
15	First Mortgage Bonds: (3)		
16	2010 due 11/01/2015, 1.625%	250,000,000	1,935,849
17			875,000 D
18	2010 due 11/01/2020, 3.250%	500,000,000	3,685,849
19			1,890,000 D
20	2010 due 11/01/2040, 5.125%	750,000,000	6,998,349
21			8,137,500 D
22	TOTAL ACCOUNT 221	1,850,779,405	31,371,848
23			
24	ACCOUNT 223 (4):		
25	Notes Payable to Fidelia, due 11/24/2010, 4.240% - unsecured	33,000,000	
26	Notes Payable to Fidelia, due 01/16/2012, 4.390% - unsecured	50,000,000	
27	Notes Payable to Fidelia, due 04/30/2013, 4.550% - unsecured	100,000,000	
28	Notes Payable to Fidelia, due 08/15/2013, 5.310% - unsecured	75,000,000	
29	Notes Payable to Fidelia, due 12/19/2014, 5.450% - unsecured	100,000,000	
30	Notes Payable to Fidelia, due 07/08/2015, 4.735% - unsecured	50,000,000	
31	Notes Payable to Fidelia, due 12/21/2015, 5.360% - unsecured	75,000,000	
32	Notes Payable to Fidelia, due 10/25/2016, 5.675% - unsecured	50,000,000	
33	TOTAL	4,513,940,860	31,371,848

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

LONG-TERM DEBT (Account 221, 222, 223 and 224) (Continued)

10. Identify separate undisposed amounts applicable to issues which were redeemed in prior years.
11. Explain any debits and credits other than debited to Account 428, Amortization and Expense, or credited to Account 429, Premium on Debt - Credit.
12. In a footnote, give explanatory (details) for Accounts 223 and 224 of net changes during the year. With respect to long-term advances, show for each company: (a) principal advanced during year, (b) interest added to principal amount, and (c) principle repaid during year. Give Commission authorization numbers and dates.
13. If the respondent has pledged any of its long-term debt securities give particulars (details) in a footnote including name of pledgee and purpose of the pledge.
14. If the respondent has any long-term debt securities which have been nominally issued and are nominally outstanding at end of year, describe such securities in a footnote.
15. If interest expense was incurred during the year on any obligations retired or reacquired before end of year, include such interest expense in column (i). Explain in a footnote any difference between the total of column (i) and the total of Account 427, interest on Long-Term Debt and Account 430, Interest on Debt to Associated Companies.
16. Give particulars (details) concerning any long-term debt authorized by a regulatory commission but not yet issued.

Nominal Date of Issue (d)	Date of Maturity (e)	AMORTIZATION PERIOD Date From (f)	Date To (g)	Outstanding (Total amount outstanding without reduction for amounts held by respondent) (h)	Interest for Year Amount (i)	Line No.
						1
						2
05/19/2000	05/01/2023	05/19/2000	05/01/2023	12,900,000	42,209	3
05/23/2002	02/01/2032	05/23/2002	02/01/2032	20,930,000	148,431	4
05/23/2002	02/01/2032	05/23/2002	02/01/2032	2,400,000	17,020	5
05/23/2002	02/01/2032	05/23/2002	02/01/2032	2,400,000	17,020	6
05/23/2002	02/01/2032	05/23/2002	02/01/2032	7,400,000	52,479	7
10/03/2002	10/01/2032	10/03/2002	10/01/2032	96,000,000	687,800	8
10/20/2004	10/01/2034	10/20/2004	10/01/2034	50,000,000	150,301	9
02/23/2007	10/01/2034	02/23/2007	10/01/2034	54,000,000	166,468	10
05/24/2007	02/01/2026	05/24/2007	02/01/2026	17,875,000	1,027,813	11
05/24/2007	03/01/2037	05/24/2007	03/01/2037	8,927,000	535,620	12
10/17/2008	02/01/2032	10/17/2008	02/01/2032	77,947,405	240,227	13
						14
						15
11/16/2010	11/01/2015	11/16/2010	11/01/2015	250,000,000	507,813	16
						17
11/16/2010	11/01/2020	11/16/2010	11/01/2020	500,000,000	2,031,250	18
						19
11/16/2010	11/01/2040	11/16/2010	11/01/2040	750,000,000	4,804,688	20
						21
				1,850,779,405	10,429,139	22
						23
						24
11/24/2003	11/24/2010				1,166,000	25
01/15/2004	01/16/2012				1,829,167	26
04/30/2003	04/30/2013				3,791,667	27
08/15/2003	08/15/2013				3,318,750	28
12/20/2007	12/19/2014				4,526,528	29
07/08/2005	07/08/2015				1,972,917	30
12/19/2005	12/21/2015				3,350,000	31
10/25/2006	10/25/2016				2,364,583	32
				1,851,929,809	74,433,391	33

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

LONG-TERM DEBT (Account 221, 222, 223 and 224)

1. Report by balance sheet account the particulars (details) concerning long-term debt included in Accounts 221, Bonds, 222, Reacquired Bonds, 223, Advances from Associated Companies, and 224, Other long-Term Debt.
2. In column (a), for new issues, give Commission authorization numbers and dates.
3. For bonds assumed by the respondent, include in column (a) the name of the issuing company as well as a description of the bonds.
4. For advances from Associated Companies, report separately advances on notes and advances on open accounts. Designate demand notes as such. Include in column (a) names of associated companies from which advances were received.
5. For receivers, certificates, show in column (a) the name of the court -and date of court order under which such certificates were issued.
6. In column (b) show the principal amount of bonds or other long-term debt originally issued.
7. In column (c) show the expense, premium or discount with respect to the amount of bonds or other long-term debt originally issued.
8. For column (c) the total expenses should be listed first for each issuance, then the amount of premium (in parentheses) or discount. Indicate the premium or discount with a notation, such as (P) or (D). The expenses, premium or discount should not be netted.
9. Furnish in a footnote particulars (details) regarding the treatment of unamortized debt expense, premium or discount associated with issues redeemed during the year. Also, give in a footnote the date of the Commission's authorization of treatment other than as specified by the Uniform System of Accounts.

Line No.	Class and Series of Obligation, Coupon Rate (For new issue, give commission Authorization numbers and dates) (a)	Principal Amount Of Debt issued (b)	Total expense, Premium or Discount (c)
1	Notes Payable to Fidelia, due 04/24/2017, 5.280% - unsecured	50,000,000	
2	Notes Payable to Fidelia, due 06/20/2017, 5.980% - unsecured	50,000,000	
3	Notes Payable to Fidelia, due 07/25/2018, 6.160% - unsecured	50,000,000	
4	Notes Payable to Fidelia, due 08/27/2018, 5.645% - unsecured	50,000,000	
5	Notes Payable to Fidelia, due 12/17/2018, 7.035% - unsecured	75,000,000	
6	Notes Payable to Fidelia, due 07/29/2019, 4.810% - unsecured	50,000,000	
7	Notes Payable to Fidelia, due 10/25/2019, 5.710% - unsecured	70,000,000	
8	Notes Payable to Fidelia, due 11/25/2019, 4.445% - unsecured	50,000,000	
9	Notes Payable to Fidelia, due 02/07/2022, 5.690% - unsecured	53,000,000	
10	Notes Payable to Fidelia, due 05/22/2023, 5.850% - unsecured	75,000,000	
11	Notes Payable to Fidelia, due 09/14/2028, 5.960% - unsecured	100,000,000	
12	Notes Payable to Fidelia, due 06/23/2036, 6.330% - unsecured	50,000,000	
13	Notes Payable to Fidelia, due 03/30/2037, 5.860% - unsecured	75,000,000	
14	Notes Payable to PPL, due 11/24/2010, 4.240% - unsecured	33,000,000	
15	Notes Payable to PPL, due 01/16/2012, 4.390% - unsecured	50,000,000	
16	Notes Payable to PPL, due 04/30/2013, 4.550% - unsecured	100,000,000	
17	Notes Payable to PPL, due 08/15/2013, 5.310% - unsecured	75,000,000	
18	Notes Payable to PPL, due 12/19/2014, 5.450% - unsecured	100,000,000	
19	Notes Payable to PPL, due 07/08/2015, 4.735% - unsecured	50,000,000	
20	Notes Payable to PPL, due 12/21/2015, 5.360% - unsecured	75,000,000	
21	Notes Payable to PPL, due 10/25/2016, 5.675% - unsecured	50,000,000	
22	Notes Payable to PPL, due 04/24/2017, 5.280% - unsecured	50,000,000	
23	Notes Payable to PPL, due 06/20/2017, 5.980% - unsecured	50,000,000	
24	Notes Payable to PPL, due 07/25/2018, 6.160% - unsecured	50,000,000	
25	Notes Payable to PPL, due 08/27/2018, 5.645% - unsecured	50,000,000	
26	Notes Payable to PPL, due 12/17/2018, 7.035% - unsecured	75,000,000	
27	Notes Payable to PPL, due 07/29/2019, 4.810% - unsecured	50,000,000	
28	Notes Payable to PPL, due 10/25/2019, 5.710% - unsecured	70,000,000	
29	Notes Payable to PPL, due 11/25/2019, 4.445% - unsecured	50,000,000	
30	Notes Payable to PPL, due 02/07/2022, 5.690% - unsecured	53,000,000	
31	Notes Payable to PPL, due 05/22/2023, 5.850% - unsecured	75,000,000	
32	Notes Payable to PPL, due 09/14/2028, 5.960% - unsecured	100,000,000	
33	TOTAL	4,513,940,860	31,371,848

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

LONG-TERM DEBT (Account 221, 222, 223 and 224) (Continued)

10. Identify separate undisposed amounts applicable to issues which were redeemed in prior years.
11. Explain any debits and credits other than debited to Account 428, Amortization and Expense, or credited to Account 429, Premium on Debt - Credit.
12. In a footnote, give explanatory (details) for Accounts 223 and 224 of net changes during the year. With respect to long-term advances, show for each company: (a) principal advanced during year, (b) interest added to principal amount, and (c) principle repaid during year. Give Commission authorization numbers and dates.
13. If the respondent has pledged any of its long-term debt securities give particulars (details) in a footnote including name of pledgee and purpose of the pledge.
14. If the respondent has any long-term debt securities which have been nominally issued and are nominally outstanding at end of year, describe such securities in a footnote.
15. If interest expense was incurred during the year on any obligations retired or reacquired before end of year, include such interest expense in column (i). Explain in a footnote any difference between the total of column (i) and the total of Account 427, interest on Long-Term Debt and Account 430, Interest on Debt to Associated Companies.
16. Give particulars (details) concerning any long-term debt authorized by a regulatory commission but not yet issued.

Nominal Date of Issue (d)	Date of Maturity (e)	AMORTIZATION PERIOD Date From (f)	AMORTIZATION PERIOD Date To (g)	Outstanding (Total amount outstanding without reduction for amounts held by respondent) (h)	Interest for Year Amount (i)	Line No.
04/24/2009	04/24/2017				2,207,333	1
06/20/2007	06/20/2017				2,491,667	2
07/25/2008	07/25/2018				2,566,667	3
08/26/2008	08/27/2018				2,352,083	4
12/15/2008	12/17/2018				4,411,531	5
07/27/2009	07/29/2019				2,004,167	6
10/25/2007	10/25/2019				3,319,731	7
11/25/2009	11/25/2019				1,858,257	8
02/07/2007	02/07/2022				2,513,083	9
05/20/2008	05/22/2023				3,656,250	10
09/14/2007	09/14/2028				4,966,667	11
06/23/2006	06/23/2036				2,637,500	12
03/30/2007	03/30/2037				3,662,500	13
11/24/2003	11/24/2010				58,300	14
01/15/2004	01/16/2012				91,458	15
04/30/2003	04/30/2013				189,583	16
08/15/2003	08/15/2013				165,938	17
12/20/2007	12/19/2014				227,083	18
07/08/2005	07/08/2015				98,646	19
12/19/2005	12/21/2015				167,500	20
10/25/2006	10/25/2016				118,229	21
04/24/2009	04/24/2017				110,000	22
06/20/2007	06/20/2017				124,583	23
07/25/2008	07/25/2018				128,333	24
08/26/2008	08/27/2018				117,604	25
12/15/2008	12/17/2018				219,844	26
07/27/2009	07/29/2019				100,208	27
10/25/2007	10/25/2019				166,542	28
11/25/2009	11/25/2019				92,604	29
02/07/2007	02/07/2022				125,654	30
05/20/2008	05/22/2023				182,813	31
09/14/2007	09/14/2028				248,333	32
				1,851,929,809	74,433,391	33

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

LONG-TERM DEBT (Account 221, 222, 223 and 224)

1. Report by balance sheet account the particulars (details) concerning long-term debt included in Accounts 221, Bonds, 222, Reacquired Bonds, 223, Advances from Associated Companies, and 224, Other long-Term Debt.
2. In column (a), for new issues, give Commission authorization numbers and dates.
3. For bonds assumed by the respondent, include in column (a) the name of the issuing company as well as a description of the bonds.
4. For advances from Associated Companies, report separately advances on notes and advances on open accounts. Designate demand notes as such. Include in column (a) names of associated companies from which advances were received.
5. For receivers, certificates, show in column (a) the name of the court -and date of court order under which such certificates were issued.
6. In column (b) show the principal amount of bonds or other long-term debt originally issued.
7. In column (c) show the expense, premium or discount with respect to the amount of bonds or other long-term debt originally issued.
8. For column (c) the total expenses should be listed first for each issuance, then the amount of premium (in parentheses) or discount. Indicate the premium or discount with a notation, such as (P) or (D). The expenses, premium or discount should not be netted.
9. Furnish in a footnote particulars (details) regarding the treatment of unamortized debt expense, premium or discount associated with issues redeemed during the year. Also, give in a footnote the date of the Commission's authorization of treatment other than as specified by the Uniform System of Accounts.

Line No.	Class and Series of Obligation, Coupon Rate (For new issue, give commission Authorization numbers and dates) (a)	Principal Amount Of Debt issued (b)	Total expense, Premium or Discount (c)
1	Notes Payable to PPL, due 06/23/2036, 6.330% - unsecured	50,000,000	
2	Notes Payable to PPL, due 03/30/2037, 5.860% - unsecured	75,000,000	
3	TOTAL ACCOUNT 223	2,662,000,000	
4			
5	ACCOUNT 224 (5):		
6	Purchase Accounting Adjustments for Fair Value Measurement		
7	Carroll County 2007 Series A, due 02/01/2026, 5.750%	804,375	
8	Trimble County 2007 Series A, due 03/01/2037, 6.000%	357,080	
9	TOTAL ACCOUNT 224	1,161,455	
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			
26			
27			
28			
29			
30			
31			
32			
33	TOTAL	4,513,940,860	31,371,848

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

LONG-TERM DEBT (Account 221, 222, 223 and 224) (Continued)

10. Identify separate undisposed amounts applicable to issues which were redeemed in prior years.
11. Explain any debits and credits other than debited to Account 428, Amortization and Expense, or credited to Account 429, Premium on Debt - Credit.
12. In a footnote, give explanatory (details) for Accounts 223 and 224 of net changes during the year. With respect to long-term advances, show for each company: (a) principal advanced during year, (b) interest added to principal amount, and (c) principle repaid during year. Give Commission authorization numbers and dates.
13. If the respondent has pledged any of its long-term debt securities give particulars (details) in a footnote including name of pledgee and purpose of the pledge.
14. If the respondent has any long-term debt securities which have been nominally issued and are nominally outstanding at end of year, describe such securities in a footnote.
15. If interest expense was incurred during the year on any obligations retired or reacquired before end of year, include such interest expense in column (i). Explain in a footnote any difference between the total of column (i) and the total of Account 427, interest on Long-Term Debt and Account 430, Interest on Debt to Associated Companies.
16. Give particulars (details) concerning any long-term debt authorized by a regulatory commission but not yet issued.

Nominal Date of Issue (d)	Date of Maturity (e)	AMORTIZATION PERIOD Date From (f)	Date To (g)	Outstanding (Total amount outstanding without reduction for amounts held by respondent) (h)	Interest for Year Amount (i)	Line No.
06/23/2006	06/23/2036				131,875	1
03/30/2007	03/30/2037				183,125	2
					64,015,303	3
						4
						5
						6
		11/1/2010	02/01/2026	795,584	-8,791	7
		11/1/2010	03/01/2037	354,820	-2,260	8
				1,150,404	-11,051	9
						10
						11
						12
						13
						14
						15
						16
						17
						18
						19
						20
						21
						22
						23
						24
						25
						26
						27
						28
						29
						30
						31
						32
				1,851,929,809	74,433,391	33

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 256 Line No.: 1 Column: a

(1) Per instruction 9 concerning the treatment of unamortized debt expense, premium or discount – debt premium and expenses are being amortized over the lives of the related issues.

(2) Pollution control series bonds are obligations of Kentucky Utilities Company (KU), issued in connection with tax-exempt pollution control revenue bonds issued by various governmental entities, principally counties in Kentucky. A loan agreement obligates KU to make debt service payments to the governmental entities that equate to the debt service due from the governmental entities on the related pollution control revenue bonds.

(3) In November 2010, KU requested and was granted, authorization to issue first mortgage bonds totaling $1.5 billion by the Kentucky Public Service Commission in its September 30, 2010, Order in Case No. 2010-00206, The Commonwealth of Virginia State Corporation Commission in its October 19, 2010, Order in Case No. PUE-2010-00061, and the Tennessee Regulatory Authority in its October 21, 2010, Order in Docket No. 10-00119. KU used the proceeds to repay the loans from a PPL subsidiary and for general corporate purposes. The first mortgage bonds were issued at a discount.

The first mortgage bonds were issued by KU subject to the rules of section 144A of the Securities Act of 1933. KU has entered into a registration rights agreement in which it has agreed to file a registration statement with the SEC relating to an offer to exchange the first mortgage bonds for publicly tradable securities having substantially identical terms. If ultimate registration and/or certain milestones are not completed by certain dates in mid- and late 2011, KU has agreed to pay liquidated damages to the bondholders. The liquidated damages would total 0.25% per annum of the principal amount of the bonds for the first 90 days and 0.50% per annum of the principal amount thereafter until the conditions described above have been cured.

As of December 31, 2010, all of the KU’s long-term debt is collateralized by a first mortgage lien on substantially all of the assets of KU in Kentucky.

(4) KU did have issuances and paid principal payments related to Long-Term Advances from Associated Companies (223). In connection with the PPL acquisition, on November 1, 2010, KU borrowed $1.3 billion from a PPL subsidiary, in order to repay loans from a subsidiary of EON AG. KU used the net proceeds received from the sale of the first mortgage bonds to repay the debt owed to the PPL subsidiary arising from that borrowing.

(5) On November 1, 2010, PPL completed its acquisition of E. ON U.S., the KU's parent. Upon completion of the acquisition, E.ON U.S. was renamed LG&E and KU Energy LLC (LKE). PPL used push-down accounting for the acquisition, and as a result, the Company adjusted its assets and liabilities to reflect their fair values on the acquisition date.

The following pollution control bonds with coupon rates listed below were fair valued a result of the PPL acquisition:

Bond Issue	(221) Principal	(224) Fair Value Adjustment	Total Purchase Accounting
Carroll County 2007 Series A, due 02/01/2026, 5.750%	$ 7,875,000	$ 804,375	$ 8,679,375
Trimble County 2007 Series A, due 03/01/2037, 6.000%	$ 8,927,000	$ 357,080	$ 9,284,080

The purchase accounting adjustments were recorded to Other Long-Term Debt (224) and will be amortized over the lives of the related issues to Interest on Long-Term Debt (427).

Schedule Page: 256 Line No.: 1 Column: i

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Interest Pollution Control Bonds (221/224):

Total Account (221)	$10,429,139
Total Account (224)	(11,051)
Total Account (427)	$10,418,088

Interest on Advances from Associated Companies (223):

Advances from Associated Companies (223)	$64,015,303
Other Short Term Interest	127,043
Total Account (430)	$64,142,346

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

RECONCILIATION OF REPORTED NET INCOME WITH TAXABLE INCOME FOR FEDERAL INCOME TAXES

1. Report the reconciliation of reported net income for the year with taxable income used in computing Federal income tax accruals and show computation of such tax accruals. Include in the reconciliation, as far as practicable, the same detail as furnished on Schedule M-1 of the tax return for the year. Submit a reconciliation even though there is no taxable income for the year. Indicate clearly the nature of each reconciling amount.
2. If the utility is a member of a group which files a consolidated Federal tax return, reconcile reported net income with taxable net income as if a separate return were to be field, indicating, however, intercompany amounts to be eliminated in such a consolidated return. State names of group member, tax assigned to each group member, and basis of allocation, assignment, or sharing of the consolidated tax among the group members.
3. A substitute page, designed to meet a particular need of a company, may be used as Long as the data is consistent and meets the requirements of the above instructions. For electronic reporting purposes complete Line 27 and provide the substitute Page in the context of a footnote.

Line No.	Particulars (Details) (a)	Amount (b)
1	Net Income for the Year (Page 117)	175,430,252
2		
3		
4	Taxable Income Not Reported on Books	
5	See Footnote	74,737,170
6		
7		
8		
9	Deductions Recorded on Books Not Deducted for Return	
10	See Footnote	164,816,021
11		
12		
13		
14	Income Recorded on Books Not Included in Return	
15	See Footnote	959,907
16		
17		
18		
19	Deductions on Return Not Charged Against Book Income	
20	See Footnote	196,770,741
21		
22		
23		
24		
25		
26		
27	Federal Tax Net Income	217,252,795
28	Show Computation of Tax:	
29		
30	Federal Tax Net Income	
31	35% Rounded	76,038,478
32	Add: Adjustments of Prior Years' Taxes to Actual and Other	
33	(Includes 2008 Amended Return)	-16,678,173
34		
35	Total	59,360,305
36		
37		
38		
39		
40		
41		
42		
43		
44		

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 261 Line No.: 5 Column: b

Contributions in Aid of Construction	$ 7,734,400
Environmental Cost Recovery	40,308,020
Trimble County Unit 2 Liquidated Damages	23,874,750
Fuel Adjustment Clause KY	2,820,000

Total	$74,737,170
	==========

Schedule Page: 261 Line No.: 10 Column: b

Federal Income Taxes:	
Utility Operating Income	$ 61,659,449
Provision for Deferred Taxes	27,006,889
Mark-to-Market	219,446
Demand Side Management	1,350,360
Current State Income Tax	1,998,229
Capitalized Interest	65,012,622
MISO Exit Fees-Transmission	2,370,171
Storm Damages	2,476,345
Vacation Pay	612,108
Emission Allowances	470,097
SFAS 143	59,060
Non-Deductible Expenses	644,000
Amortization Loss on Reacquired Debt	541,406
Other	248,158

Total Without Purchase Accounting	$164,668,340
Purchase Accounting Adjustment:	
EEI Investment	147,681

Total	$164,816,021
	==========

Schedule Page: 261 Line No.: 15 Column: b

Customer Advances for Construction	$ 888,807
Amortization of Investment Tax Credit	71,100

Total	$ 959,907
	==========

Schedule Page: 261 Line No.: 20 Column: b

Federal Income Taxes:	
Other Income and Deductions	$ 2,299,144
Tax over Book Depreciation, Net	138,529,726
Cost of Removal	2,493,531
SFAS 106 Postretirement	1,341,186
Over/Under Collections - VA	5,227,854
Repair Allowance	231,230
OMU Excess Amortization	675,305
Amortization of Regulatory Expenses	2,179,716
Pensions	21,996,766
Bad Debt Reserve	666,855
EEI Investment	3,761,027
Life Insurance	2,072,517
IRC 199 Manufacturing Deduction	12,793,030
KCCS Regulatory Asset	825,923
EKPC Regulatory Asset	677,514

BLANK

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

Public Liability Reserve	422,049
Other	534,705

Total without Purchase Accounting	$196,728,078
Purchase Accounting Adjustments:	
FMV Bonds	11,051
FMV Leases	31,612

Total	$196,770,741
	===========

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR

1. Give particulars (details) of the combined prepaid and accrued tax accounts and show the total taxes charged to operations and other accounts during the year. Do not include gasoline and other sales taxes which have been charged to the accounts to which the taxed material was charged. If the actual, or estimated amounts of such taxes are know, show the amounts in a footnote and designate whether estimated or actual amounts.
2. Include on this page, taxes paid during the year and charged direct to final accounts, (not charged to prepaid or accrued taxes.) Enter the amounts in both columns (d) and (e). The balancing of this page is not affected by the inclusion of these taxes.
3. Include in column (d) taxes charged during the year, taxes charged to operations and other accounts through (a) accruals credited to taxes accrued, (b)amounts credited to proportions of prepaid taxes chargeable to current year, and (c) taxes paid and charged direct to operations or accounts other than accrued and prepaid tax accounts.
4. List the aggregate of each kind of tax in such manner that the total tax for each State and subdivision can readily be ascertained.

Line No.	Kind of Tax (See instruction 5) (a)	BALANCE AT BEGINNING OF YEAR Taxes Accrued (Account 236) (b)	Prepaid Taxes (Include in Account 165) (c)	Taxes Charged During Year (d)	Taxes Paid During Year (e)	Adjust-ments (f)
1	Federal:					
2	Income	4,902,409		59,570,305	51,596,700	
3	FICA	570,171		5,962,147	5,893,306	
4						
5	Kentucky:					
6	Income	473,833		11,892,288	10,344,942	
7	Public Service Commission		937,746	1,883,702	1,891,912	
8	Sales & Use	684,856		4,908,495	5,011,692	
9	Vehicle License			137,759	137,759	
10						
11	Federal & Kentucky:					
12	Unemployment Insurance	74,509		136,189	134,970	
13						
14	Kentucky & Indiana:					
15	Property Taxes	7,470,683		11,187,470	10,226,695	
16	Vehicle Tax					
17	Miscellaneous				10,266	
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41	TOTAL	14,176,461	937,746	95,678,355	85,248,242	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR (Continued)

5. If any tax (exclude Federal and State income taxes)- covers more then one year, show the required information separately for each tax year, identifying the year in column (a).
6. Enter all adjustments of the accrued and prepaid tax accounts in column (f) and explain each adjustment in a foot- note. Designate debit adjustments by parentheses.
7. Do not include on this page entries with respect to deferred income taxes or taxes collected through payroll deductions or otherwise pending transmittal of such taxes to the taxing authority.
8. Report in columns (i) through (l) how the taxes were distributed. Report in column (I) only the amounts charged to Accounts 408.1 and 409.1 pertaining to electric operations. Report in column (l) the amounts charged to Accounts 408.1 and 109.1 pertaining to other utility departments and amounts charged to Accounts 408.2 and 409.2. Also shown in column (l) the taxes charged to utility plant or other balance sheet accounts.
9. For any tax apportioned to more than one utility department or account, state in a footnote the basis (necessity) of apportioning such tax.

BALANCE AT END OF YEAR		DISTRIBUTION OF TAXES CHARGED				Line No.
(Taxes accrued Account 236) (g)	Prepaid Taxes (Incl. in Account 165) (h)	Electric (Account 408.1, 409.1) (i)	Extraordinary Items (Account 409.3) (j)	Adjustments to Ret. Earnings (Account 439) (k)	Other (l)	
						1
12,876,014		61,659,449			-2,089,144	2
639,011		7,270,620			-1,308,473	3
						4
						5
2,021,179		12,756,393			-864,105	6
	945,956	1,883,702				7
581,660					4,908,495	8
		42,220			95,538	9
						10
						11
75,728		193,462			-57,273	12
						13
						14
8,431,457		10,464,347			723,123	15
						16
-10,266		39,128			-39,128	17
						18
						19
						20
						21
						22
						23
						24
						25
						26
						27
						28
						29
						30
						31
						32
						33
						34
						35
						36
						37
						38
						39
						40
24,614,783	945,956	94,309,321			1,369,033	41

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 262 Line No.: 1 Column: a

Segregation of Other	Column L Other	Page 117 Other Inc & Deductions 408.2 – 409.2	Other Accounts
Federal:			
Income	$(2,089,144)	$(2,299,144)	$210,000
FICA	(1,308,473)		(1,308,473)
Kentucky:			
Income	(864,105)	(413,222)	(450,883)
6% Use (Kentucky)	4,908,495		4,908,495
Vehicle License	95,538		95,538
Federal & Kentucky:			
Unemployment Ins	(57,273)		(57,273)
Kentucky & Indiana:			
Property Taxes	723,123	2,004	721,119
Federal, State & Local:			
Vehicle Tax			
Miscellaneous	(39,128)		(39,128)
Total	$1,369,033	$(2,710,362)	$4,079,395

Reconciliation to page 114, line 14:

Other:	
Electric Total	$94,309,321
Less Federal	(61,659,449)
Less State	(12,756,393)
Total	$19,893,479

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

ACCUMULATED DEFERRED INVESTMENT TAX CREDITS (Account 255)

Report below information applicable to Account 255. Where appropriate, segregate the balances and transactions by utility and nonutility operations. Explain by footnote any correction adjustments to the account balance shown in column (g).Include in column (i) the average period over which the tax credits are amortized.

Line No.	Account Subdivisions (a)	Balance at Beginning of Year (b)	Deferred for Year Account No. (c)	Deferred for Year Amount (d)	Allocations to Current Year's Income Account No. (e)	Allocations to Current Year's Income Amount (f)	Adjustments (g)
1	Electric Utility						
2	3%						
3	4%						
4	7%						
5	10%						
6		2,915,269			420	71,100	
7	15%	101,250,000					
8	TOTAL	104,165,269				71,100	
9	Other (List separately and show 3%, 4%, 7%, 10% and TOTAL)						
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
30							
31							
32							
33							
34							
35							
36							
37							
38							
39							
40							
41							
42							
43							
44							
45							
46							
47							
48							

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

ACCUMULATED DEFERRED INVESTMENT TAX CREDITS (Account 255) (continued)

Balance at End of Year (h)	Average Period of Allocation to Income (i)	ADJUSTMENT EXPLANATION	Line No.
			1
			2
			3
			4
			5
2,844,169	41 years		6
101,250,000	37 years		7
104,094,169			8
			9
			10
			11
			12
			13
			14
			15
			16
			17
			18
			19
			20
			21
			22
			23
			24
			25
			26
			27
			28
			30
			31
			32
			33
			34
			35
			36
			37
			38
			39
			40
			41
			42
			43
			44
			45
			46
			47
			48

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

OTHER DEFFERED CREDITS (Account 253)

1. Report below the particulars (details) called for concerning other deferred credits.
2. For any deferred credit being amortized, show the period of amortization.
3. Minor items (5% of the Balance End of Year for Account 253 or amounts less than $100,000, whichever is greater) may be grouped by classes.

Line No.	Description and Other Deferred Credits (a)	Balance at Beginning of Year (b)	DEBITS Contra Account (c)	DEBITS Amount (d)	Credits (e)	Balance at End of Year (f)
1	Coal Contracts					
2	(Nov-10 to Dec-15)		254	4,728,247	22,605,479	17,877,232
3						
4	Brown CT Long-Term Service					
5	Agreement	8,510,578	232/107/553	1,373,563	165,438	7,302,453
6						
7	Corporate Headquarters Lease					
8	(Nov-10 to Jul-15)		931	31,612	900,950	869,338
9						
10	Uncertain Tax Position - State	36,000	236	11,128	462,011	486,883
11						
12	Unearned Revenue -					
13	Pole Attachments				384,210	384,210
14						
15	Deferred Compensation	130,523			4,306	134,829
16						
17	Uncertain Tax Positions - Interest				90,458	90,458
18						
19	Carrollton Sale/Leaseback					
20	(Aug-06 to Jul-23)	59,509	421.1	4,381		55,128
21						
22	Deferred Rent Payable					
23	(Aug-06 to Jul-23)	28,995			8,487	37,482
24						
25	EKPC Settlement	764,720	232	764,720		
26						
27	VA Levelized Fuel Factor	432,854	440-445/254	2,710,443	2,277,589	
28						
29	Uncertain Tax Position - Federal	210,000	236	210,000		
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
44						
45						
46						
47	TOTAL	10,173,179		9,834,094	26,898,928	27,238,013

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 269 Line No.: 2 Column: a

Resubmitted to restate the Coal Contract amortization period.

Schedule Page: 269 Line No.: 2 Column: f

The balance of 417,877,232 relates to the fair value measurement of $22,605,479 for Kentucky Utilities Company's cial contracts that was recognized as a result of the 2010 acquisition by PPL Corporation in November 2010. The difference is 2 months of amortization.

Schedule Page: 269 Line No.: 8 Column: f

The balance of $869,338 relates to the revaluation of $900,950 for Kentucky Utilities Company's rent commitment for the Corporate Headquarters building that was recognized as a result of the acquisition by PPL Corporation in November 2010. The variance is 2 months of amortization in 2010.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

ACCUMULATED DEFFERED INCOME TAXES - OTHER PROPERTY (Account 282)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes rating to property not subject to accelerated amortization
2. For other (Specify),include deferrals relating to other income and deductions.

Line No.	Account (a)	Balance at Beginning of Year (b)	CHANGES DURING YEAR Amounts Debited to Account 410.1 (c)	CHANGES DURING YEAR Amounts Credited to Account 411.1 (d)
1	Account 282			
2	Electric	303,110,975	171,452,318	130,635,790
3	Gas			
4				
5	TOTAL (Enter Total of lines 2 thru 4)	303,110,975	171,452,318	130,635,790
6				
7				
8				
9	TOTAL Account 282 (Enter Total of lines 5 thru	303,110,975	171,452,318	130,635,790
10	Classification of TOTAL			
11	Federal Income Tax	262,789,602	148,597,362	113,288,257
12	State Income Tax	40,321,373	22,854,956	17,347,533
13	Local Income Tax			

NOTES

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

ACCUMULATED DEFERRED INCOME TAXES - OTHER PROPERTY (Account 282) (Continued)

3. Use footnotes as required.

CHANGES DURING YEAR		ADJUSTMENTS						
Amounts Debited to Account 410.2	Amounts Credited to Account 411.2	Debits		Credits		Balance at End of Year	Line No.
		Account Credited	Amount	Account Debited	Amount		
(e)	(f)	(g)	(h)	(i)	(j)	(k)	
							1
		182/254	548,980	182/254	3,466,115	346,844,638	2
							3
							4
			548,980		3,466,115	346,844,638	5
							6
							7
							8
			548,980		3,466,115	346,844,638	9
							10
			369,783		2,720,452	300,449,376	11
			179,197		745,663	46,395,262	12
							13

NOTES (Continued)

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

ACCUMULATED DEFFERED INCOME TAXES - OTHER (Account 283)

1. Report the information called for below concerning the respondent's accounting for deferred income taxes relating to amounts recorded in Account 283.
2. For other (Specify),include deferrals relating to other income and deductions.

Line No.	Account (a)	Balance at Beginning of Year (b)	CHANGES DURING YEAR Amounts Debited to Account 410.1 (c)	Amounts Credited to Account 411.1 (d)
1	Account 283			
2	Electric			
3	Ice Storm Damages - Capital	10,892,000	588,000	11,480,000
4	Loss on Reacquired Debt	5,050,970	11,370	221,977
5	Asset Retirement Obligation	9,392,119	1,411,674	10,803,793
6	FAC Under-Recovery	8,102,142	2,704,483	3,801,463
7	Casualty Loss - Storm Damages	23,119,155	2,619,693	3,697,077
8	Other	13,506,498	1,582,760	3,711,991
9	TOTAL Electric (Total of lines 3 thru 8)	70,062,884	8,917,980	33,716,301
10	Gas			
11				
12				
13				
14				
15				
16				
17	TOTAL Gas (Total of lines 11 thru 16)			
18	Other	4,150,043		
19	TOTAL (Acct 283) (Enter Total of lines 9, 17 and 18)	74,212,927	8,917,980	33,716,301
20	Classification of TOTAL			
21	Federal Income Tax	62,883,050	7,857,171	28,947,403
22	State Income Tax	11,329,877	1,060,809	4,768,898
23	Local Income Tax			

NOTES

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

ACCUMULATED DEFERRED INCOME TAXES - OTHER (Account 283) (Continued)

3. Provide in the space below explanations for Page 276 and 277. Include amounts relating to insignificant items listed under Other.
4. Use footnotes as required.

CHANGES DURING YEAR		ADJUSTMENTS					
		Debits		Credits			
Amounts Debited to Account 410.2 (e)	Amounts Credited to Account 411.2 (f)	Account Credited (g)	Amount (h)	Account Debited (i)	Amount (j)	Balance at End of Year (k)	Line No.
							1
							2
							3
						4,840,363	4
							5
						7,005,162	6
						22,041,771	7
		Various	6,233,829	Various	93,683,299	98,826,737	8
			6,233,829		93,683,299	132,714,033	9
							10
							11
							12
							13
							14
							15
							16
							17
2,844,131	1,413,409	219	1,915	219	98	5,578,948	18
2,844,131	1,413,409		6,235,744		93,683,397	138,292,981	19
							20
2,437,444	1,227,399		6,024,851		79,984,435	116,962,447	21
406,687	186,010		210,893		13,698,962	21,330,534	22
							23

NOTES (Continued)

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 276 Line No.: 8 Column: b

Beginning Balance:

Rate Case Expenses	$ 35,932
Mark-to-Market	473,868
SFAS 109 Regulatory Tax Adjustments	5,159,516
MISO Exit Fees	2,665,974
Deferred Gain	4,484,257
OMU & Other Emission Allowances	403,265
Other	283,686

Total	$13,506,498

Schedule Page: 276 Line No.: 8 Column: c

The balance was adjusted due to the purchase of KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Debit Change Account 410.1:

Rate Case Expenses	$1,462,932
MISO Exit Fees	49,776
Deferred Gain	57,077
OMU & Other Emission Allowances	9,874

Without Purchase Accounting	$1,579,659
Purchase Accounting Adjustment:	
EEI Investment	3,101

Total	$1,582,760

Schedule Page: 276 Line No.: 8 Column: d

The balance was adjusted due to the purchase of KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Credit Change Account 411.1:

Rate Case Expenses	$ 615,018
MISO Exit Fees	971,770
Deferred Gain	1,114,360
OMU & Other Emission Allowances	192,740
Mark-to-Market	473,868
Other	283,686

Without Purchase Accounting	$3,651,442
Purchase Accounting Adjustment:	
EEI Investment	60,549

Total	$3,711,991

Schedule Page: 276 Line No.: 8 Column: h

The balance was adjusted due to the purchase or KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Debit Adjustments:

SFAS 109 Regulatory Tax Adjustments	$ 115,545
Purchase Accounting Adjustments:	
Equity Investment EEI - OCI	1,404,329
EEI Investments	372,155
Coal Contract	3,348,623
Emission Allowances	173,782
FMV Leases	18,920
OVEC	800,475

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

Total Debit Adjustments	$6,233,829

Schedule Page: 276 Line No.: 8 Column: j

The balance was adjusted due to the purchase or KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Credit Adjustments:	
SFAS 109 Regulatory Tax Adjustments	$ 244,609
Purchase Accounting Adjustments:	
Equity Investment EEI - OCI	1,404,329
EEI Investments	7,265,890
Coal Contract	65,377,875
Emission Allowances	3,392,877
FMV Leases	369,390
OVEC	15,628,329

Total Credit Adjustments	$93,683,299

Schedule Page: 276 Line No.: 8 Column: k

The balance was adjusted due to the purchase or KU by PPL in November 2010. The following reflects the purchase accounting adjustment:

Ending Balance:	
Rate Case Expenses	$ 883,846
SFAS 109 Regulatory Tax Adjustments	5,288,580
MISO Exit Fees	1,743,980
Deferred Gain	3,426,974
OMU & Other Emission Allowances	220,399

Total without Purchase Accounting	$11,563,779
Purchase Accounting Adjustments:	
EEI Investments	6,836,287
Coal Contract	62,029,252
Emission Allowances	3,219,096
FMV Leases	350,470
OVEC	14,827,853

Total	$98,826,737

Schedule Page: 276 Line No.: 18 Column: b

Beginning Balance:	
EEI Investment	$4,151,163
FIN 48 Interest	(1,120)

Total	$4,150,043

Schedule Page: 276 Line No.: 18 Column: e

Debit Change Account 410.2:	
EEI Investment	$2,842,386
FIN 48 Interest	1,745

Total	$2,844,131

Schedule Page: 276 Line No.: 18 Column: f

Credit Change Account 411.2:	
EEI Investment	$1,379,346
FIN 48 Interest	34,063

Total	$1,413,409

Schedule Page: 276 Line No.: 18 Column: h

Debit Adjustments:	
OCI EEI Investment	$ 1,915

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Total Debit Adjustments	$ 1,915

Schedule Page: 276 Line No.: 18 Column: j

Credit Adjustments:	
OCI EEI Investment	$ 98

Total Credit Adjustments	$ 98

Schedule Page: 276 Line No.: 18 Column: k

Ending Balance:	
EEI Investment	$5,614,203
FIN 48 Interest	(33,438)
OCI EEI Investment	(1,817)

Total	$5,578,948

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

OTHER REGULATORY LIABILITIES (Account 254)

1. Report below the particulars (details) called for concerning other regulatory liabilities, including rate order docket number, if applicable.
2. Minor items (5% of the Balance in Account 254 at end of period, or amounts less than $100,000 which ever is less), may be grouped by classes.
3. For Regulatory Liabilities being amortized, show period of amortization.

Line No.	Description and Purpose of Other Regulatory Liabilities	Balance at Begining of Current Quarter/Year	DEBITS		Credits	Balance at End of Current Quarter/Year
			Account Credited	Amount		
	(a)	(b)	(c)	(d)	(e)	(f)
1	Coal Contracts (Nov-10 to Dec-16)		186	3,338,879	144,919,879	141,581,000
2	OVEC Power Purchase Contract (Nov-10 to Mar-26)		186	464,152	38,582,028	38,117,876
3	SFAS 109 - Income Taxes	21,622,815	190/282	2,831,653	992,974	19,784,136
4	Environmental Cost Recovery		440-445/182.3	8,923,399	20,854,331	11,930,932
5	SFAS 158 - Pension and Postretirement	9,286,377	228.3/182	633,446	1,134,159	9,787,090
6	Emission Allowances (Nov-10 to Dec-40)		158.1	983,780	9,259,090	8,275,310
7	DSM Cost Recovery	3,153,151	440-445	2,865,170	4,215,531	4,503,512
8	Asset Retirement Obligation	4,142,125			238,911	4,381,036
9	KY Fuel Adjustment Clause		440-445/182.3	1,168,000	3,313,000	2,145,000
10			511/512-514/			
11			184.6/503/506/			
12	Spare Parts	1,703,932	502	522,015	761,386	1,943,303
13	MISO Exit Fee Refund	836,537	143/575.7/182.3	716,633	517,717	637,621
14	MISO Schedule 10 Charges	3,030,276	182.3	3,096,561	66,285	
15	Rates Subject to Refund in VA	469,231	449	1,457,000	987,769	
16						
17						
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41	TOTAL	44,244,444		27,000,688	225,843,060	243,086,816

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 278 Line No.: 1 Column: f

The balance of $141,581,000 relates to the regulatory offset for the fair value measurement of $144,919,879 for KU's coal contracts that was recognized as a result of the acquisition by PPL in November 2010. The variance is 2 months of amortization in 2010.

Schedule Page: 278 Line No.: 2 Column: f

The balance of $38,117,876 relates to the regulatory offset for the fair value measurement of $38,582,028 for the power purchase contract between KU and Ohio Valley Electric Corporation that was recognized as a result of the acquisition by PPL in November 2010. The variance is 2 months of amortization in 2010.

Schedule Page: 278 Line No.: 6 Column: f

The balance of $8,275,310 relates to the regulatory offset for the fair value measurement of $9,259,090 for KU's emission allowances that was recognized as a result of the acquisition by PPL in November 2010. The variance is 2 months of amortization in 2010.

Schedule Page: 278 Line No.: 14 Column: d

The balance for MISO Schedule 10 Charges was reclassed to account 182.3, MISO Exit Fees, for reporting purposes during the 3rd quarter of 2010 since these amounts were allowed to be netted as a result of the Kentucky Commission Order, Case No. 2008-00251 and Case No. 2009-00548.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

ELECTRIC OPERATING REVENUES (Account 400)

1. The following instructions generally apply to the annual version of these pages. Do not report quarterly data in columns (c), (e), (f), and (g). Unbilled revenues and MWH related to unbilled revenues need not be reported separately as required in the annual version of these pages.
2. Report below operating revenues for each prescribed account, and manufactured gas revenues in total.
3. Report number of customers, columns (f) and (g), on the basis of meters, in addition to the number of flat rate accounts; except that where separate meter readings are added for billing purposes, one customer should be counted for each group of meters added. The -average number of customers means the average of twelve figures at the close of each month.
4. If increases or decreases from previous period (columns (c),(e), and (g)), are not derived from previously reported figures, explain any inconsistencies in a footnote.
5. Disclose amounts of $250,000 or greater in a footnote for accounts 451, 456, and 457.2.

Line No.	Title of Account (a)	Operating Revenues Year to Date Quarterly/Annual (b)	Operating Revenues Previous year (no Quarterly) (c)
1	Sales of Electricity		
2	(440) Residential Sales	545,709,127	480,270,452
3	(442) Commercial and Industrial Sales		
4	Small (or Comm.) (See Instr. 4)	342,592,061	320,837,831
5	Large (or Ind.) (See Instr. 4)	362,330,512	315,992,363
6	(444) Public Street and Highway Lighting	10,907,521	10,185,756
7	(445) Other Sales to Public Authorities	109,603,458	100,120,024
8	(446) Sales to Railroads and Railways		
9	(448) Interdepartmental Sales		
10	TOTAL Sales to Ultimate Consumers	1,371,142,679	1,227,406,426
11	(447) Sales for Resale	117,277,200	110,853,470
12	TOTAL Sales of Electricity	1,488,419,879	1,338,259,896
13	(Less) (449.1) Provision for Rate Refunds	632,384	469,231
14	TOTAL Revenues Net of Prov. for Refunds	1,487,787,495	1,337,790,665
15	Other Operating Revenues		
16	(450) Forfeited Discounts	10,084,782	5,730,043
17	(451) Miscellaneous Service Revenues	2,309,143	1,416,641
18	(453) Sales of Water and Water Power		
19	(454) Rent from Electric Property	990,054	1,338,110
20	(455) Interdepartmental Rents		
21	(456) Other Electric Revenues	1,364,815	-141,872
22	(456.1) Revenues from Transmission of Electricity of Others	9,173,423	6,801,688
23	(457.1) Regional Control Service Revenues		
24	(457.2) Miscellaneous Revenues		
25			
26	TOTAL Other Operating Revenues	23,922,217	15,144,610
27	TOTAL Electric Operating Revenues	1,511,709,712	1,352,935,275

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

ELECTRIC OPERATING REVENUES (Account 400)

6. Commercial and industrial Sales, Account 442, may be classified according to the basis of classification (Small or Commercial, and Large or Industrial) regularly used by the respondent if such basis of classification is not generally greater than 1000 Kw of demand. (See Account 442 of the Uniform System of Accounts. Explain basis of classification in a footnote.)
7. See pages 108-109, Important Changes During Period, for important new territory added and important rate increase or decreases.
8. For Lines 2,4,5,and 6, see Page 304 for amounts relating to unbilled revenue by accounts.
9. Include unmetered sales. Provide details of such Sales in a footnote.

MEGAWATT HOURS SOLD		AVG.NO. CUSTOMERS PER MONTH		Line No.
Year to Date Quarterly/Annual (d)	Amount Previous year (no Quarterly) (e)	Current Year (no Quarterly) (f)	Previous Year (no Quarterly) (g)	
				1
7,181,625	6,594,160	447,809	445,203	2
				3
4,570,183	4,518,586	84,851	84,022	4
6,458,351	5,652,615	2,244	2,039	5
55,934	53,939	1,418	1,414	6
1,669,816	1,593,207	7,963	7,940	7
				8
				9
19,935,909	18,412,507	544,285	540,618	10
2,446,009	2,507,765	22	31	11
22,381,918	20,920,272	544,307	540,649	12
				13
22,381,918	20,920,272	544,307	540,649	14

Line 12, column (b) includes $ -19,648,802 of unbilled revenues.
Line 12, column (d) includes 152,611 MWH relating to unbilled revenues

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 300 Line No.: 4 Column: b

Small (or Comm.) category includes Small and Large Commercial accounts.

Small	$ 176,546,390
Large	166,045,671
Total Small (or Comm.)	$ 342,592,061

Schedule Page: 300 Line No.: 4 Column: d

Small (or Comm.) category includes Small and Large Commercial accounts.

Small	2,072,008
Large	2,498,175
Total Small (or Comm.)	4,570,183 MWH

Schedule Page: 300 Line No.: 5 Column: b

Large (or Ind.) category includes Industrial and Mine Power accounts.

Industrial	$ 316,887,228
Mine Power	45,443,284
Total Large (or Industrial)	$ 362,330,512

Schedule Page: 300 Line No.: 5 Column: d

Large (or Ind.) category includes Industrial and Mine Power accounts.

Industrial	5,764,354
Mine Power	693,997
Total Large (or Industrial)	6,458,351 MWH

Schedule Page: 300 Line No.: 7 Column: b

Other Sales to Public Authorities category includes Other Sales to Public Authorities and Municipal Pumping accounts.

Other Sales to Public Authorities	$ 104,865,628
Municipal Pumping	4,737,830
Total Other Sales to Public Authorities	$ 109,603,458

Schedule Page: 300 Line No.: 7 Column: d

Other Sales to Public Authorities category includes Other Sales to Public Authorities and Municipal Pumping accounts.

Other Sales to Public Authorities	1,600,139
Municipal Pumping	69,677
Total Other Sales to Public Authorities	1,669,816 MWH

Schedule Page: 300 Line No.: 22 Column: b

Items which compose this Account's year-to-date 2010 activity:

2010 invoices to East Kentucky Power Cooperative	$ 3,131,324
Other items less than $250,000 each	6,042,099
Total Other Electric Revenues	$ 9,173,423

The intracompany transmission revenues are eliminated from operating revenues:

December 31, 2010 Balance	$ 10,386,856
Elimination of intracompany transmission revenues	(1,213,433)
Current December 31, 2010 Balance	$ 9,173,423

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 300 Line No.: 1 Column: $

This value contains unbilled revenue of $19,468,000 and accrued revenue of $(39,116,802). The accrued revenue represents the following:

Energy Revenue Accrual	$ 5,227,854
FAC Accrual	(2,820,000)
DSM Accrual	(1,221,303)
ECR Accrual	(40,303,111)
MSR Accrual	(242)
Total Accrual	$(39,116,802)

Schedule Page: 300 Line No.: 1 Column: MWH

Unbilled revenue of 152,611 Mwh represents the net change of unbilled MWH from the previous period, and as a result could be positive or negative.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SALES OF ELECTRICITY BY RATE SCHEDULES

1. Report below for each rate schedule in effect during the year the MWH of electricity sold, revenue, average number of customer, average Kwh per customer, and average revenue per Kwh, excluding date for Sales for Resale which is reported on Pages 310-311.
2. Provide a subheading and total for each prescribed operating revenue account in the sequence followed in "Electric Operating Revenues," Page 300-301. If the sales under any rate schedule are classified in more than one revenue account, List the rate schedule and sales data under each applicable revenue account subheading.
3. Where the same customers are served under more than one rate schedule in the same revenue account classification (such as a general residential schedule and an off peak water heating schedule), the entries in column (d) for the special schedule should denote the duplication in number of reported customers.
4. The average number of customers should be the number of bills rendered during the year divided by the number of billing periods during the year (12 if all billings are made monthly).
5. For any rate schedule having a fuel adjustment clause state in a footnote the estimated additional revenue billed pursuant thereto.
6. Report amount of unbilled revenue as of end of year for each applicable revenue account subheading.

Line No.	Number and Title of Rate schedule (a)	MWh Sold (b)	Revenue (c)	Average Number of Customers (d)	KWh of Sales Per Customer (e)	Revenue Per KWh Sold (f)
1	Account 440					
2	Residential Service - Ky	6,617,981	512,406,595	420,909	15,723	0.0774
3	Power Service - Ky	105	11,560			0.1101
4	General Service - Ky	1,404	128,268	744	1,887	0.0914
5	Volunteer Fire Department - Ky	83	6,537	7	11,857	0.0788
6	Outdoor Lighting - Ky	25,213	4,332,989	43,204	584	0.1719
7	Residential Service - Tn	120	3,722	4	30,000	0.0310
8	Outdoor Lighting - Tn	2	143	5	400	0.0715
9	Residential Service - Va	434,778	34,269,015	24,765	17,556	0.0788
10	General Service - Va	45	5,234	234	192	0.1163
11	Outdoor Lighting - Va	3,525	822,315	4,627	762	0.2333
12	Duplicate Customers			-46,690		
13						
14	Reclassifications and Adjustments	4,020	283,047			0.0704
15						
16						
17						
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38	Subtotal	7,087,276	552,269,425	447,809	15,827	0.0779
39	Unbilled	94,349	-6,560,298			-0.0695
40	Total	7,181,625	545,709,127	447,809	16,037	0.0760
41	TOTAL Billed	19,783,298	1,390,791,481	544,285	36,347	0.0703
42	Total Unbilled Rev.(See Instr. 6)	152,611	-19,648,802	0	0	-0.1288
43	TOTAL	19,935,909	1,371,142,679	544,285	36,628	0.0688

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SALES OF ELECTRICITY BY RATE SCHEDULES

1. Report below for each rate schedule in effect during the year the MWH of electricity sold, revenue, average number of customer, average Kwh per customer, and average revenue per Kwh, excluding date for Sales for Resale which is reported on Pages 310-311.
2. Provide a subheading and total for each prescribed operating revenue account in the sequence followed in "Electric Operating Revenues," Page 300-301. If the sales under any rate schedule are classified in more than one revenue account, List the rate schedule and sales data under each applicable revenue account subheading.
3. Where the same customers are served under more than one rate schedule in the same revenue account classification (such as a general residential schedule and an off peak water heating schedule), the entries in column (d) for the special schedule should denote the duplication in number of reported customers.
4. The average number of customers should be the number of bills rendered during the year divided by the number of billing periods during the year (12 if all billings are made monthly).
5. For any rate schedule having a fuel adjustment clause state in a footnote the estimated additional revenue billed pursuant thereto.
6. Report amount of unbilled revenue as of end of year for each applicable revenue account subheading.

Line No.	Number and Title of Rate schedule (a)	MWh Sold (b)	Revenue (c)	Average Number of Customers (d)	KWh of Sales Per Customer (e)	Revenue Per KWh Sold (f)
1	Account 442					
2	Residential Service - Ky	1,493	113,300	211	7,076	0.0759
3	Volunteer Fire Department - Ky	5	408	1	5,000	0.0816
4	General Service - Ky	1,813,182	161,300,176	73,891	24,539	0.0890
5	All Electric School - Ky	18,419	1,258,692	87	211,713	0.0683
6	Time-of-Day Secondary - Ky	322,419	19,397,060	52	6,200,365	0.0602
7	Combined Lighting & Power - Ky	47,893	6,686,125	24,116	1,986	0.1396
8	Time-of-Day Primary - Ky	2,532,523	141,686,521	18	140,695,722	0.0559
9	Traffic Energy Service - Ky	240	21,195	73	3,288	0.0883
10	Power Service - Ky	3,899,232	259,545,134	6,709	581,194	0.0666
11	Fluctuating Load Service - Ky	457,272	23,082,876	1	457,272,000	0.0505
12	Curtailable Service Rider - Ky		-6,519,855	3		
13	Retail Transmission Service - Ky	1,486,487	81,116,770	32	46,452,719	0.0546
14	Residential Service - Va	115	9,152	35	3,286	0.0796
15	General Service - Va	90,341	8,169,590	3,418	26,431	0.0904
16	Combined Lighting & Power - Va	1,245	254,819	908	1,371	0.2047
17	Curtailable Service Rider - Va		-19,200	1		
18	Power Service - Va	146,207	10,591,827	214	683,210	0.0724
19	Time-of-Day - Va	26,459	1,769,471	2	13,229,500	0.0669
20	School Service - Va	1,075	69,703	6	179,167	0.0648
21	Transmission Services - Va	145,998	8,982,089	10	14,599,800	0.0615
22	Duplicate Customers			-22,693		
23						
24	Reclassifications and Adjustments	-1,381	-432,276			0.3130
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38	Subtotal	10,989,224	717,083,577	87,095	126,175	0.0653
39	Unbilled	39,310	-12,161,004			-0.3094
40	Total	11,028,534	704,922,573	87,095	126,626	0.0639
41	TOTAL Billed	19,783,298	1,390,791,481	544,285	36,347	0.0703
42	Total Unbilled Rev.(See Instr. 6)	152,611	-19,648,802	0	0	-0.1288
43	TOTAL	19,935,909	1,371,142,679	544,285	36,628	0.0688

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

SALES OF ELECTRICITY BY RATE SCHEDULES

1. Report below for each rate schedule in effect during the year the MWH of electricity sold, revenue, average number of customer, average Kwh per customer, and average revenue per Kwh, excluding date for Sales for Resale which is reported on Pages 310-311.
2. Provide a subheading and total for each prescribed operating revenue account in the sequence followed in "Electric Operating Revenues," Page 300-301. If the sales under any rate schedule are classified in more than one revenue account, List the rate schedule and sales data under each applicable revenue account subheading.
3. Where the same customers are served under more than one rate schedule in the same revenue account classification (such as a general residential schedule and an off peak water heating schedule), the entries in column (d) for the special schedule should denote the duplication in number of reported customers.
4. The average number of customers should be the number of bills rendered during the year divided by the number of billing periods during the year (12 if all billings are made monthly).
5. For any rate schedule having a fuel adjustment clause state in a footnote the estimated additional revenue billed pursuant thereto.
6. Report amount of unbilled revenue as of end of year for each applicable revenue account subheading.

Line No.	Number and Title of Rate schedule (a)	MWh Sold (b)	Revenue (c)	Average Number of Customers (d)	KWh of Sales Per Customer (e)	Revenue Per KWh Sold (f)
1	Account 444					
2	Residential Service - Ky	54	4,235	1	54,000	0.0784
3	General Service - Ky	3,333	371,504	610	5,464	0.1115
4	Combined Power & Lighting - Ky	44,937	9,973,488	1,444	31,120	0.2219
5	Power Service - Ky	6,611	481,991	25	264,440	0.0729
6	Traffic Energy Service - Ky	454	41,605			0.0916
7	General Service - Va	36	6,022	7	5,143	0.1673
8	Street Lighting - Va	1,632	290,490	79	20,658	0.1780
9	Duplicate Customers			-748		
10						
11	Reclassifications and Adjustments	-2,094	-176,150			0.0841
12						
13						
14						
15						
16						
17						
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38	Subtotal	54,963	10,993,185	1,418	38,761	0.2000
39	Unbilled	971	-85,664			-0.0882
40	Total	55,934	10,907,521	1,418	39,446	0.1950
41	TOTAL Billed	19,783,298	1,390,791,481	544,285	36,347	0.0703
42	Total Unbilled Rev.(See Instr. 6)	152,611	-19,648,802	0	0	-0.1288
43	TOTAL	19,935,909	1,371,142,679	544,285	36,628	0.0688

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

SALES OF ELECTRICITY BY RATE SCHEDULES

1. Report below for each rate schedule in effect during the year the MWH of electricity sold, revenue, average number of customer, average Kwh per customer, and average revenue per Kwh, excluding date for Sales for Resale which is reported on Pages 310-311.
2. Provide a subheading and total for each prescribed operating revenue account in the sequence followed in "Electric Operating Revenues," Page 300-301. If the sales under any rate schedule are classified in more than one revenue account, List the rate schedule and sales data under each applicable revenue account subheading.
3. Where the same customers are served under more than one rate schedule in the same revenue account classification (such as a general residential schedule and an off peak water heating schedule), the entries in column (d) for the special schedule should denote the duplication in number of reported customers.
4. The average number of customers should be the number of bills rendered during the year divided by the number of billing periods during the year (12 if all billings are made monthly).
5. For any rate schedule having a fuel adjustment clause state in a footnote the estimated additional revenue billed pursuant thereto.
6. Report amount of unbilled revenue as of end of year for each applicable revenue account subheading.

Line No.	Number and Title of Rate schedule (a)	MWh Sold (b)	Revenue (c)	Average Number of Customers (d)	KWh of Sales Per Customer (e)	Revenue Per KWh Sold (f)
1	Account 445					
2	Residential Service - Ky	2,522	210,209	339	7,440	0.0834
3	Volunteer Fire Department - Ky	787	59,617	34	23,147	0.0758
4	General Service - Ky	141,425	12,459,128	4,815	29,372	0.0881
5	All Electric School - Ky	126,482	8,661,527	403	313,851	0.0685
6	Power Service - Ky	814,766	55,576,886	1,271	641,043	0.0682
7	Combined Lighting & Power - Ky	6,770	1,016,348	2,770	2,444	0.1501
8	Time-of-Day Service - Ky	449,494	24,973,341	6	74,915,667	0.0556
9	Traffic Energy Service - Ky	80	6,931			0.0866
10	Retail Transmission Service	24,801	1,370,047	1	24,801,000	0.0552
11	Residential Service - Va	602	48,364	38	15,842	0.0803
12	General Service - Va	14,855	1,332,698	523	28,403	0.0897
13	School Service - Va	24,444	1,597,332	142	172,141	0.0653
14	Outdoor Lighting - Va	665	135,820	23	28,913	0.2042
15	Power Service - Va	43,887	2,945,608	40	1,097,175	0.0671
16	Municipal Water Pumping - Va	794	48,004	11	72,182	0.0605
17	Duplicate Customers			-2,453		
18						
19	Reclassifications and Adjustments	-540	3,434			-0.0064
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38	Subtotal	1,651,834	110,445,294	7,963	207,439	0.0669
39	Unbilled	17,982	-841,836			-0.0468
40	Total	1,669,816	109,603,458	7,963	209,697	0.0656
41	TOTAL Billed	19,783,298	1,390,791,481	544,285	36,347	0.0703
42	Total Unbilled Rev.(See Instr. 6)	152,611	-19,648,802	0	0	-0.1288
43	TOTAL	19,935,909	1,371,142,679	544,285	36,628	0.0688

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 304 Line No.: 2 Column: c
Includes Fuel Adjustment Clause of $6,252,925

Schedule Page: 304 Line No.: 3 Column: c
Includes Fuel Adjustment Clause of $149

Schedule Page: 304 Line No.: 4 Column: c
Includes Fuel Adjustment Clause of $1,445

Schedule Page: 304 Line No.: 5 Column: c
Includes Fuel Adjustment Clause of $96

Schedule Page: 304 Line No.: 6 Column: a
Average number of customers served under this rate schedule is 43,204 - included in revenue class subtotal. These are deducted on line 11 to avoid duplication.

Schedule Page: 304 Line No.: 6 Column: c
Includes Fuel Adjustment Clause of $20,592

Schedule Page: 304 Line No.: 8 Column: a
Average number of customers served under this rate schedule is 4 - included in revenue class subtotal. These are deducted on line 11 to avoid duplication.

Schedule Page: 304 Line No.: 11 Column: a
Average number of customers served under this rate schedule is 3,482 - included in revenue class subtotal. These are deducted on line 11 to avoid duplication.

Schedule Page: 304 Line No.: 14 Column: a
Reclassification between FERC accounts and net billing adjustments for prior periods.

Schedule Page: 304 Line No.: 39 Column: b
The MWH relating to unbilled revenues represents the net change of unbilled MWH from the previous period and could be positive or negative.

Schedule Page: 304.1 Line No.: 2 Column: c
Includes Fuel Adjustment Clause of $525

Schedule Page: 304.1 Line No.: 3 Column: c
Includes Fuel Adjustment Clause of $9

Schedule Page: 304.1 Line No.: 4 Column: c
Includes Fuel Adjustment Clause of $1,909,445

Schedule Page: 304.1 Line No.: 5 Column: c
Includes Fuel Adjustment Clause of $18,459

Schedule Page: 304.1 Line No.: 6 Column: c
Includes Fuel Adjustment Clause of $390,235

Schedule Page: 304.1 Line No.: 7 Column: a
Average number of customers served under this rate schedule is 22,693 - included in revenue class subtotal. These are deducted on line 22 to avoid duplication.

Schedule Page: 304.1 Line No.: 7 Column: c
Includes Fuel Adjustment Clause of $39,362

Schedule Page: 304.1 Line No.: 8 Column: c
Includes Fuel Adjustment Clause of $2,636,974

Schedule Page: 304.1 Line No.: 9 Column: c
Includes Fuel Adjustment Clause of $286

Schedule Page: 304.1 Line No.: 10 Column: c
Includes Fuel Adjustment Clause of $4,159,120

Schedule Page: 304.1 Line No.: 11 Column: c
Includes Fuel Adjustment Clause of $441,154

Schedule Page: 304.1 Line No.: 13 Column: c
Includes Fuel Adjustment Clause of $1,456,479

Schedule Page: 304.1 Line No.: 24 Column: a
Reclassification between FERC accounts and net billing adjustments for prior periods.

Schedule Page: 304.1 Line No.: 39 Column: b
The MWH relating to unbilled revenues represents the net change of unbilled MWH from the previous period and could be positive or negative.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 304.2 Line No.: 2 Column: c
Includes Fuel Adjustment Clause of $45

Schedule Page: 304.2 Line No.: 3 Column: c
Includes Fuel Adjustment Clause of $2,728

Schedule Page: 304.2 Line No.: 4 Column: a
Average number of customers served under this rate schedule is 748 - included in revenue class subtotal. These are deducted on line 7 to avoid duplication.

Schedule Page: 304.2 Line No.: 4 Column: c
Includes Fuel Adjustment Clause of $43,438

Schedule Page: 304.2 Line No.: 5 Column: c
Includes Fuel Adjustment Clause of $6,784

Schedule Page: 304.2 Line No.: 6 Column: c
Includes Fuel Adjustment Clause of $562

Schedule Page: 304.2 Line No.: 11 Column: a
Reclassification between FERC accounts and net billing adjustments for prior periods.

Schedule Page: 304.2 Line No.: 39 Column: b
The MWH relating to unbilled revenues represents the net change of unbilled MWH from the previous period and could be positive or negative.

Schedule Page: 304.3 Line No.: 2 Column: c
Includes Fuel Adjustment Clause of $2,862

Schedule Page: 304.3 Line No.: 3 Column: c
Includes Fuel Adjustment Clause of $666

Schedule Page: 304.3 Line No.: 4 Column: c
Includes Fuel Adjustment Clause of $148,914

Schedule Page: 304.3 Line No.: 5 Column: c
Includes Fuel Adjustment Clause of $116,838

Schedule Page: 304.3 Line No.: 6 Column: c
Includes Fuel Adjustment Clause of $930,311

Schedule Page: 304.3 Line No.: 7 Column: a
Average number of customers served under this rate schedule is 2,453 - included in revenue class subtotal. These are deducted on line 15 to avoid duplication.

Schedule Page: 304.3 Line No.: 7 Column: c
Includes Fuel Adjustment Clause of $5,859

Schedule Page: 304.3 Line No.: 8 Column: c
Includes Fuel Adjustment Clause of $510,244

Schedule Page: 304.3 Line No.: 9 Column: c
Includes Fuel Adjustment Clause of $74

Schedule Page: 304.3 Line No.: 10 Column: c
Includes Fuel Adjustment Clause of $27,012

Schedule Page: 304.3 Line No.: 19 Column: a
Reclassification between FERC accounts and net billing adjustments for prior periods.

Schedule Page: 304.3 Line No.: 39 Column: b
The MWH relating to unbilled revenues represents the net change of unbilled MWH from the previous period and could be positive or negative.

Schedule Page: 304 Line No.: 42 Column: b
The MWH relating to unbilled revenues represents the net change of unbilled MWH from the previous period and could be positive or negative.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SALES FOR RESALE (Account 447)

1. Report all sales for resale (i.e., sales to purchasers other than ultimate consumers) transacted on a settlement basis other than power exchanges during the year. Do not report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges on this schedule. Power exchanges must be reported on the Purchased Power schedule (Page 326-327).
2. Enter the name of the purchaser in column (a). Do note abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the purchaser.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:
RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projected load for this service in its system resource planning). In addition, the reliability of requirements service must be the same as, or second only to, the supplier's service to its own ultimate consumers.
LF - for tong-term service. "Long-term" means five years or Longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for Long-term firm service which meets the definition of RQ service. For all transactions identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or setter can unilaterally get out of the contract.
IF - for intermediate-term firm service. The same as LF service except that "intermediate-term" means longer than one year but Less than five years.
SF - for short-term firm service. Use this category for all firm services where the duration of each period of commitment for service is one year or less.
LU - for Long-term service from a designated generating unit. "Long-term" means five years or Longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of designated unit.
IU - for intermediate-term service from a designated generating unit. The same as LU service except that "intermediate-term" means Longer than one year but Less than five years.

Line No.	Name of Company or Public Authority (Footnote Affiliations)	Statistical Classifi-cation	FERC Rate Schedule or Tariff Number	Average Monthly Billing Demand (MW)	Actual Demand (MW) Average Monthly NCP Demand	Average Monthly CP Demand
	(a)	(b)	(c)	(d)	(e)	(f)
1	City of Barbourville	RQ	184	16	18	18
2	City of Bardstown	RQ	185	28	33	33
3	City of Bardwell	RQ	186	2	2	2
4	City of Benham	RQ	187	1	2	1
5	City of Berea	RQ	197	21	25	25
6	City of Corbin	RQ	188	14	16	16
7	City of Falmouth	RQ	189	3	4	4
8	City of Frankfort	RQ	190	106	125	116
9	City of Madisonville	RQ	161	47	54	50
10	City of Nicholasville	RQ	157	28	34	34
11	City of Paris	RQ	83	1	12	9
12	City of Providence	RQ	195	5	6	5
13	American Electric Power Service Corp.	OS	(2)	N/A	N/A	N/A
14	American Electric Power Service Corp.	OS	(2)	N/A	N/A	N/A
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			**0**	**0**	**0**

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SALES FOR RESALE (Account 447) (Continued)

OS - for other service. use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote.
AD - for Out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.
4. Group requirements RQ sales together and report them starting at line number one. After listing all RQ sales, enter "Subtotal - RQ" in column (a). The remaining sales may then be listed in any order. Enter "Subtotal-Non-RQ" in column (a) after this Listing. Enter "Total" in column (a) as the Last Line of the schedule. Report subtotals and total for columns (9) through (k)
5. In Column (c), identify the FERC Rate Schedule or Tariff Number. On separate Lines, List all FERC rate schedules or tariffs under which service, as identified in column (b), is provided.
6. For requirements RQ sales and any type of-service involving demand charges imposed on a monthly (or Longer) basis, enter the average monthly billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP)
demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
7. Report in column (g) the megawatt hours shown on bills rendered to the purchaser.
8. Report demand charges in column (h), energy charges in column (i), and the total of any other types of charges, including out-of-period adjustments, in column (j). Explain in a footnote all components of the amount shown in column (j). Report in column (k) the total charge shown on bills rendered to the purchaser.
9. The data in column (g) through (k) must be subtotaled based on the RQ/Non-RQ grouping (see instruction 4), and then totaled on the Last -line of the schedule. The "Subtotal - RQ" amount in column (g) must be reported as Requirements Sales For Resale on Page 401, line 23. The "Subtotal - Non-RQ" amount in column (g) must be reported as Non-Requirements Sales For Resale on Page 401,iine 24.
10. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Sold (g)	REVENUE Demand Charges ($) (h)	Energy Charges ($) (i)	Other Charges ($) (j)	Total ($) (h+i+j) (k)	Line No.
113,567	2,441,579	3,165,461	360,450	5,967,490	1
207,312	4,249,330	5,785,853	672,764	10,707,947	2
9,720	229,752	271,508	33,316	534,576	3
7,548	203,223	210,333	21,042	434,598	4
144,916	3,137,884	4,037,622	452,733	7,628,239	5
91,380	2,024,230	2,547,518	297,277	4,869,025	6
20,883	532,988	582,991	69,291	1,185,270	7
756,952	15,799,672	21,098,395	2,418,181	39,316,248	8
336,761	6,955,121	9,403,413	1,113,714	17,472,248	9
214,734	4,313,931	5,984,830	663,649	10,962,410	10
64,284	379,769	1,791,754	202,350	2,373,873	11
34,227	768,523	955,840	115,516	1,839,879	12
206		8,907		8,907	13
					14
2,002,284	41,036,002	55,835,518	6,420,283	103,291,803	
443,725	0	13,965,677	19,720	13,985,397	
2,446,009	**41,036,002**	**69,801,195**	**6,440,003**	**117,277,200**	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SALES FOR RESALE (Account 447)

1. Report all sales for resale (i.e., sales to purchasers other than ultimate consumers) transacted on a settlement basis other than power exchanges during the year. Do not report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges on this schedule. Power exchanges must be reported on the Purchased Power schedule (Page 326-327).
2. Enter the name of the purchaser in column (a). Do note abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the purchaser.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:
RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projected load for this service in its system resource planning). In addition, the reliability of requirements service must be the same as, or second only to, the supplier's service to its own ultimate consumers.
LF - for tong-term service. "Long-term" means five years or Longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for Long-term firm service which meets the definition of RQ service. For all transactions identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or setter can unilaterally get out of the contract.
IF - for intermediate-term firm service. The same as LF service except that "intermediate-term" means longer than one year but Less than five years.
SF - for short-term firm service. Use this category for all firm services where the duration of each period of commitment for service is one year or less.
LU - for Long-term service from a designated generating unit. "Long-term" means five years or Longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of designated unit.
IU - for intermediate-term service from a designated generating unit. The same as LU service except that "intermediate-term" means Longer than one year but Less than five years.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classifi-cation (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW) Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Associated Electric Coop Inc.	OS	(3)	N/A	N/A	N/A
2	Associated Electric Coop Inc.	OS	(3)	N/A	N/A	N/A
3	Ameren Energy Marketing Company	OS	(3)	N/A	N/A	N/A
4	Big Rivers Electric Corp.	OS	(4)	N/A	N/A	N/A
5	BNP Paribas Energy Trading	OS	(3)	N/A	N/A	N/A
6	Cargill Power Markets, LLC	OS	(3)	N/A	N/A	N/A
7	Cargill Power Markets, LLC	OS	(3)	N/A	N/A	N/A
8	Citigroup Energy Inc.	OS	(3)	N/A	N/A	N/A
9	Citigroup Energy Inc.	OS	(3)	N/A	N/A	N/A
10	Duke Energy Carolinas, LLC	OS	(3)	N/A	N/A	N/A
11	Endure Energy	OS	(3)	N/A	N/A	N/A
12	Endure Energy	OS	(3)	N/A	N/A	N/A
13	Hoosier Energy Rural Electric Coop.	OS	(4)	N/A	N/A	N/A
14	Illinois Municipal Electric Agency	OS	(5)	N/A	N/A	N/A
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			**0**	**0**	**0**

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SALES FOR RESALE (Account 447) (Continued)

OS - for other service. use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote.
AD - for Out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.
4. Group requirements RQ sales together and report them starting at line number one. After listing all RQ sales, enter "Subtotal - RQ" in column (a). The remaining sales may then be listed in any order. Enter "Subtotal-Non-RQ" in column (a) after this Listing. Enter "Total" in column (a) as the Last Line of the schedule. Report subtotals and total for columns (9) through (k)
5. In Column (c), identify the FERC Rate Schedule or Tariff Number. On separate Lines, List all FERC rate schedules or tariffs under which service, as identified in column (b), is provided.
6. For requirements RQ sales and any type of-service involving demand charges imposed on a monthly (or Longer) basis, enter the average monthly billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP)
demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
7. Report in column (g) the megawatt hours shown on bills rendered to the purchaser.
8. Report demand charges in column (h), energy charges in column (i), and the total of any other types of charges, including out-of-period adjustments, in column (j). Explain in a footnote all components of the amount shown in column (j). Report in column (k) the total charge shown on bills rendered to the purchaser.
9. The data in column (g) through (k) must be subtotaled based on the RQ/Non-RQ grouping (see instruction 4), and then totaled on the Last -line of the schedule. The "Subtotal - RQ" amount in column (g) must be reported as Requirements Sales For Resale on Page 401, line 23. The "Subtotal - Non-RQ" amount in column (g) must be reported as Non-Requirements Sales For Resale on Page 401,iine 24.
10. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Sold (g)	REVENUE Demand Charges ($) (h)	Energy Charges ($) (i)	Other Charges ($) (j)	Total ($) (h+i+j) (k)	Line No.
133		5,725		5,725	1
					2
8		321		321	3
5		234		234	4
18		877		877	5
167		7,811		7,811	6
					7
3		179		179	8
					9
17		676		676	10
63		2,880		2,880	11
					12
30		1,593		1,593	13
21		1,276		1,276	14
2,002,284	41,036,002	55,835,518	6,420,283	103,291,803	
443,725	0	13,965,677	19,720	13,985,397	
2,446,009	**41,036,002**	**69,801,195**	**6,440,003**	**117,277,200**	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SALES FOR RESALE (Account 447)

1. Report all sales for resale (i.e., sales to purchasers other than ultimate consumers) transacted on a settlement basis other than power exchanges during the year. Do not report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges on this schedule. Power exchanges must be reported on the Purchased Power schedule (Page 326-327).
2. Enter the name of the purchaser in column (a). Do note abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the purchaser.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:
RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projected load for this service in its system resource planning). In addition, the reliability of requirements service must be the same as, or second only to, the supplier's service to its own ultimate consumers.
LF - for tong-term service. "Long-term" means five years or Longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for Long-term firm service which meets the definition of RQ service. For all transactions identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or setter can unilaterally get out of the contract.
IF - for intermediate-term firm service. The same as LF service except that "intermediate-term" means longer than one year but Less than five years.
SF - for short-term firm service. Use this category for all firm services where the duration of each period of commitment for service is one year or less.
LU - for Long-term service from a designated generating unit. "Long-term" means five years or Longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of designated unit.
IU - for intermediate-term service from a designated generating unit. The same as LU service except that "intermediate-term" means Longer than one year but Less than five years.

Line No.	Name of Company or Public Authority (Footnote Affiliations)	Statistical Classifi-cation	FERC Rate Schedule or Tariff Number	Average Monthly Billing Demand (MW)	Actual Demand (MW) Average Monthly NCP Demand	Actual Demand (MW) Average Monthly CP Demand
	(a)	(b)	(c)	(d)	(e)	(f)
1	Illinois Municipal Electric Agency	OS	(5)	N/A	N/A	N/A
2	Illinois Municipal Electric Agency	OS	(3)	N/A	N/A	N/A
3	Illinois Municipal Electric Agency	OS	(3)	N/A	N/A	N/A
4	Indiana Municipal Power Agency	OS	(5)	N/A	N/A	N/A
5	Indiana Municipal Power Agency	OS	(5)	N/A	N/A	N/A
6	Kentucky Municipal Power Agency	OS	(4)	N/A	N/A	N/A
7	Kentucky Municipal Power Agency	OS	(4)	N/A	N/A	N/A
8	Louisville Gas & Electric Company	SF	(1)	N/A	N/A	N/A
9	MF Global Inc.	OS		N/A	N/A	N/A
10	Merrill Lynch Commodities, Inc.	OS	(3)	N/A	N/A	N/A
11	Midwest Independent Transmission System	OS	(3)	N/A	N/A	N/A
12	Midwest Independent Transmission System	OS	(3)	N/A	N/A	N/A
13	Owensboro Municipal Utilities	OS	(6)	N/A	N/A	N/A
14	Owensboro Municipal Utilities	OS	(4)	N/A	N/A	N/A
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			**0**	**0**	**0**

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [ ] An Original (2) [X] A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report End of 2010/Q4

SALES FOR RESALE (Account 447) (Continued)

OS - for other service. use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote.
AD - for Out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.
4. Group requirements RQ sales together and report them starting at line number one. After listing all RQ sales, enter "Subtotal - RQ" in column (a). The remaining sales may then be listed in any order. Enter "Subtotal-Non-RQ" in column (a) after this Listing. Enter "Total" in column (a) as the Last Line of the schedule. Report subtotals and total for columns (9) through (k)
5. In Column (c), identify the FERC Rate Schedule or Tariff Number. On separate Lines, List all FERC rate schedules or tariffs under which service, as identified in column (b), is provided.
6. For requirements RQ sales and any type of-service involving demand charges imposed on a monthly (or Longer) basis, enter the average monthly billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP)
demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
7. Report in column (g) the megawatt hours shown on bills rendered to the purchaser.
8. Report demand charges in column (h), energy charges in column (i), and the total of any other types of charges, including out-of-period adjustments, in column (j). Explain in a footnote all components of the amount shown in column (j). Report in column (k) the total charge shown on bills rendered to the purchaser.
9. The data in column (g) through (k) must be subtotaled based on the RQ/Non-RQ grouping (see instruction 4), and then totaled on the Last -line of the schedule. The "Subtotal - RQ" amount in column (g) must be reported as Requirements Sales For Resale on Page 401, line 23. The "Subtotal - Non-RQ" amount in column (g) must be reported as Non-Requirements Sales For Resale on Page 401,iine 24.
10. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Sold (g)	REVENUE Demand Charges ($) (h)	Energy Charges ($) (i)	Other Charges ($) (j)	Total ($) (h+i+j) (k)	Line No.
					1
26		2,574		2,574	2
					3
96		5,225		5,225	4
					5
16		1,434		1,434	6
					7
439,210		13,775,334		13,775,334	8
			19,720	19,720	9
53		2,430		2,430	10
187		8,144		8,144	11
					12
1,212		37,379		37,379	13
					14
2,002,284	41,036,002	55,835,518	6,420,283	103,291,803	
443,725	0	13,965,677	19,720	13,985,397	
2,446,009	**41,036,002**	**69,801,195**	**6,440,003**	**117,277,200**	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SALES FOR RESALE (Account 447)

1. Report all sales for resale (i.e., sales to purchasers other than ultimate consumers) transacted on a settlement basis other than power exchanges during the year. Do not report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges on this schedule. Power exchanges must be reported on the Purchased Power schedule (Page 326-327).
2. Enter the name of the purchaser in column (a). Do note abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the purchaser.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:
RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projected load for this service in its system resource planning). In addition, the reliability of requirements service must be the same as, or second only to, the supplier's service to its own ultimate consumers.
LF - for tong-term service. "Long-term" means five years or Longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for Long-term firm service which meets the definition of RQ service. For all transactions identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or setter can unilaterally get out of the contract.
IF - for intermediate-term firm service. The same as LF service except that "intermediate-term" means longer than one year but Less than five years.
SF - for short-term firm service. Use this category for all firm services where the duration of each period of commitment for service is one year or less.
LU - for Long-term service from a designated generating unit. "Long-term" means five years or Longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of designated unit.
IU - for intermediate-term service from a designated generating unit. The same as LU service except that "intermediate-term" means Longer than one year but Less than five years.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classifi-cation (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW) Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	PJM Interconnection Association	OS	(3)	N/A	N/A	N/A
2	PJM Interconnection Association	OS	(3)	N/A	N/A	N/A
3	Progress Energy Carolinas Inc	OS	(3)	N/A	N/A	N/A
4	Progress Energy Carolinas Inc	OS	(3)	N/A	N/A	N/A
5	Rainbow Energy Marketing Corp.	OS	(3)	N/A	N/A	N/A
6	Sempra Energy Trading Corp.	OS	(2)	N/A	N/A	N/A
7	Tenaska Power Services Co.	OS	(3)	N/A	N/A	N/A
8	Tennessee Valley Authority	OS	(3)	N/A	N/A	N/A
9	Tennessee Valley Authority	OS	(3)	N/A	N/A	N/A
10	The Energy Authority	OS	(3)	N/A	N/A	N/A
11	The Energy Authority	OS	(3)	N/A	N/A	N/A
12	Union Electric Co (d/b/a Ameren MO)	OS	(3)	N/A	N/A	N/A
13	Westar Energy, Inc.	OS	(3)	N/A	N/A	N/A
14						
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	Total			**0**	**0**	**0**

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SALES FOR RESALE (Account 447) (Continued)

OS - for other service. use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote.
AD - for Out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.
4. Group requirements RQ sales together and report them starting at line number one. After listing all RQ sales, enter "Subtotal - RQ" in column (a). The remaining sales may then be listed in any order. Enter "Subtotal-Non-RQ" in column (a) after this Listing. Enter "Total" in column (a) as the Last Line of the schedule. Report subtotals and total for columns (9) through (k)
5. In Column (c), identify the FERC Rate Schedule or Tariff Number. On separate Lines, List all FERC rate schedules or tariffs under which service, as identified in column (b), is provided.
6. For requirements RQ sales and any type of-service involving demand charges imposed on a monthly (or Longer) basis, enter the average monthly billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP)
demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
7. Report in column (g) the megawatt hours shown on bills rendered to the purchaser.
8. Report demand charges in column (h), energy charges in column (i), and the total of any other types of charges, including out-of-period adjustments, in column (j). Explain in a footnote all components of the amount shown in column (j). Report in column (k) the total charge shown on bills rendered to the purchaser.
9. The data in column (g) through (k) must be subtotaled based on the RQ/Non-RQ grouping (see instruction 4), and then totaled on the Last -line of the schedule. The "Subtotal - RQ" amount in column (g) must be reported as Requirements Sales For Resale on Page 401, line 23. The "Subtotal - Non-RQ" amount in column (g) must be reported as Non-Requirements Sales For Resale on Page 401,iine 24.
10. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Sold (g)	REVENUE: Demand Charges ($) (h)	REVENUE: Energy Charges ($) (i)	REVENUE: Other Charges ($) (j)	Total ($) (h+i+j) (k)	Line No.
1,365		61,562		61,562	1
					2
322		16,098		16,098	3
					4
32		1,507		1,507	5
12		447		447	6
20		842		842	7
440		19,511		19,511	8
					9
56		2,424		2,424	10
					11
6		249		249	12
1		38		38	13
					14
2,002,284	41,036,002	55,835,518	6,420,283	103,291,803	
443,725	0	13,965,677	19,720	13,985,397	
2,446,009	**41,036,002**	**69,801,195**	**6,440,003**	**117,277,200**	

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 310 Line No.: 1 Column: c
3rd Revised Rate Schedule FERC No. 184 effective May 2009.
Schedule Page: 310 Line No.: 1 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.
Schedule Page: 310 Line No.: 2 Column: c
2nd Revised Rate Schedule FERC No. 186 effective May 2009.
Schedule Page: 310 Line No.: 2 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.
Schedule Page: 310 Line No.: 3 Column: c
3rd Revised Rate Schedule FERC No. 186 effective May 2009.
Schedule Page: 310 Line No.: 3 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.
Schedule Page: 310 Line No.: 4 Column: c
3rd Revised Rate Schedule FERC No. 187 effective May 2009.
Schedule Page: 310 Line No.: 4 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.
Schedule Page: 310 Line No.: 5 Column: c
2nd Revised Rate Schedule FERC No. 197 effective May 2009.
Schedule Page: 310 Line No.: 5 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.
Schedule Page: 310 Line No.: 6 Column: c
3rd Revised Rate Schedule FERC No. 188 effective May 2009.
Schedule Page: 310 Line No.: 6 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.
Schedule Page: 310 Line No.: 7 Column: c
3rd Revised Rate Schedule FERC No. 189 effective May 2009.
Schedule Page: 310 Line No.: 7 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.
Schedule Page: 310 Line No.: 8 Column: c
3rd Revised Rate Schedule FERC No. 190 effective May 2009.
Schedule Page: 310 Line No.: 8 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.
Schedule Page: 310 Line No.: 9 Column: c
3rd Revised Rate Schedule FERC No. 161 effective May 2009.
Schedule Page: 310 Line No.: 9 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.
Schedule Page: 310 Line No.: 10 Column: c
3rd Revised Rate Schedule FERC No. 157 effective May 2009.
Schedule Page: 310 Line No.: 10 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.
Schedule Page: 310 Line No.: 11 Column: c
3rd Revised Rate Schedule FERC No. 83 effective May 2009.
Schedule Page: 310 Line No.: 11 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 310 Line No.: 12 Column: c
4th Revised Rate Schedule FERC No. 195 effective May 2009.

Schedule Page: 310 Line No.: 12 Column: j
All amounts in column J (other charges) for RQ's relate to wholesale municipal fuel adjustment clause.

Schedule Page: 310 Line No.: 13 Column: b
Market Based Sale

Schedule Page: 310 Line No.: 13 Column: c
(2) FERC Electric Tariff, Original Volume No. 2 through 6/21/2010; effective 6/22/2010 LGE MBRT Tariff.

Schedule Page: 310 Line No.: 14 Column: b
Market Based Sale of Test Power

Schedule Page: 310 Line No.: 14 Column: c
(2) FERC Electric Tariff, Original Volume No. 2 through 6/21/2010; effective 6/22/2010 LGE MBRT Tariff.

Schedule Page: 310 Line No.: 14 Column: g
In May 2010, a newly constructed generating unit began producing test power. In 2010, 1,368 MWHs of test power was assigned to Kentucky Utilities Company’s off-system sales to American Electric Power Service Corp. that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310 Line No.: 14 Column: i
In May 2010, a newly constructed generating unit began producing test power. In 2010, $55,871 of test power was assigned to Kentucky Utilities Company’s off-system sales to American Electric Power Service Corp. that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.1 Line No.: 1 Column: b
Market Based Sale

Schedule Page: 310.1 Line No.: 1 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.1 Line No.: 2 Column: b
Market Based Sale of Test Power

Schedule Page: 310.1 Line No.: 2 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.1 Line No.: 2 Column: g
In May 2010, a newly constructed generating unit began producing test power. In 2010, 280 MWHs of test power was assigned to Kentucky Utilities Company’s off-system sales to Associated Electric Coop Inc. that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.1 Line No.: 2 Column: i
In May 2010, a newly constructed generating unit began producing test power. In 2010, $9,834 of test power was assigned to Kentucky Utilities Company’s off-system sales to Associated Electric Coop Inc. that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.1 Line No.: 3 Column: b
Market Based Sale

Schedule Page: 310.1 Line No.: 3 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.1 Line No.: 4 Column: b
Imbalance Energy

Schedule Page: 310.1 Line No.: 4 Column: c
(4) E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 310.1 Line No.: 5 Column: b

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Market Based Sale

Schedule Page: 310.1 Line No.: 5 Column: c

(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.1 Line No.: 6 Column: b

Market Based Sale

Schedule Page: 310.1 Line No.: 6 Column: c

(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.1 Line No.: 7 Column: b

Market Based Sale of Test Power

Schedule Page: 310.1 Line No.: 7 Column: c

(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.1 Line No.: 7 Column: g

In May 2010, a newly constructed generating unit began producing test power. In 2010, 320 MWHs of test power was assigned to Kentucky Utilities Company’s off-system sales to Cargill Power Markets, LLC that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.1 Line No.: 7 Column: i

In May 2010, a newly constructed generating unit began producing test power. In 2010, $12,475 of test power was assigned to Kentucky Utilities Company’s off-system sales to Cargill Power Markets, LLC that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.1 Line No.: 8 Column: b

Market Based Sale

Schedule Page: 310.1 Line No.: 8 Column: c

(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.1 Line No.: 9 Column: b

Market Based Sale of Test Power

Schedule Page: 310.1 Line No.: 9 Column: c

(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.1 Line No.: 9 Column: g

In May 2010, a newly constructed generating unit began producing test power. In 2010, 316 MWHs of test power was assigned to Kentucky Utilities Company’s off-system sales to Citigroup Energy Inc. that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.1 Line No.: 9 Column: i

In May 2010, a newly constructed generating unit began producing test power. In 2010, $13,931 of test power was assigned to Kentucky Utilities Company’s off-system sales to Citigroup Energy Inc. that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.1 Line No.: 10 Column: b

Market Based Sale

Schedule Page: 310.1 Line No.: 10 Column: c

(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.1 Line No.: 11 Column: b

Market Based Sale

Schedule Page: 310.1 Line No.: 11 Column: c

(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.1 Line No.: 12 Column: b

Market Based Sale of Test Power

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 310.1 Line No.: 12 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.1 Line No.: 12 Column: g
In May 2010, a newly constructed generating unit began producing test power. In 2010, 307 MWHs of test power was assigned to Kentucky Utilities Company's off-system sales to Endure Energy that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.1 Line No.: 12 Column: i
In May 2010, a newly constructed generating unit began producing test power. In 2010, $11,552 of test power was assigned to Kentucky Utilities Company's off-system sales to Endure Energy that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.1 Line No.: 13 Column: b
Energy Imbalance

Schedule Page: 310.1 Line No.: 13 Column: c
(4) E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 310.1 Line No.: 14 Column: b
Cost Based Sale

Schedule Page: 310.1 Line No.: 14 Column: c
(5) Interchange Agreement FERC Schedule No. 33

Schedule Page: 310.2 Line No.: 1 Column: b
Cost Based Sale of Test Power

Schedule Page: 310.2 Line No.: 1 Column: c
(5) Interchange Agreement FERC Schedule No. 33

Schedule Page: 310.2 Line No.: 1 Column: g
In May 2010, a newly constructed generating unit began producing test power. In 2010, 35 MWHs of test power was assigned to Kentucky Utilities Company's off-system sales to Illinois Municipal Electric Agency that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 1 Column: i
In May 2010, a newly constructed generating unit began producing test power. In 2010, $1,900 of test power was assigned to Kentucky Utilities Company's off-system sales to Illinois Municipal Electric Agency that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 2 Column: b
Energy Imbalance

Schedule Page: 310.2 Line No.: 2 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.2 Line No.: 3 Column: b
Energy Imbalance Sale of Test Power

Schedule Page: 310.2 Line No.: 3 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.2 Line No.: 3 Column: g
In May 2010, a newly constructed generating unit began producing test power. In 2010, 689 MWHs of test power was assigned to Kentucky Utilities Company's off-system sales to Illinois Municipal Electric Agency that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 3 Column: i
In May 2010, a newly constructed generating unit began producing test power. In 2010, $68,900 of test power was assigned to Kentucky Utilities Company's off-system sales to Illinois Municipal Electric Agency that were credited to the capital project (Account 107) and are excluded from this report.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

Schedule Page: 310.2 Line No.: 4 Column: b
Cost Based Sale

Schedule Page: 310.2 Line No.: 4 Column: c
(5) Interchange Agreement FERC Schedule No. 31

Schedule Page: 310.2 Line No.: 5 Column: b
Cost Based Sale of Test Power

Schedule Page: 310.2 Line No.: 5 Column: c
(5) Interchange Agreement FERC Schedule No. 31

Schedule Page: 310.2 Line No.: 5 Column: g
In May 2010, a newly constructed generating unit began producing test power. In 2010, 406 MWHs of test power was assigned to Kentucky Utilities Company's off-system sales to Indiana Municipal Power Agency that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 5 Column: i
In May 2010, a newly constructed generating unit began producing test power. In 2010, $21,389 of test power was assigned to Kentucky Utilities Company's off-system sales to Indiana Municipal Power Agency that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 6 Column: b
Energy Imbalance

Schedule Page: 310.2 Line No.: 6 Column: c
(4) E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 310.2 Line No.: 7 Column: b
Energy Imbalance Sale of Test Energy

Schedule Page: 310.2 Line No.: 7 Column: c
(4) E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 310.2 Line No.: 7 Column: g
In May 2010, a newly constructed generating unit began producing test power. In 2010, 172 MWHs of test power was assigned to Kentucky Utilities Company's off-system sales to Kentucky Municipal Power Agency that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 7 Column: i
In May 2010, a newly constructed generating unit began producing test power. In 2010, $8,894 of test power was assigned to Kentucky Utilities Company's off-system sales to Kentucky Municipal Power Agency that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 8 Column: a
Kentucky Utilities Company and Louisville Gas and Electric Company were both owned by E.ON U.S. LLC. until November 1, 2010. As of November 1, 2010, Kentucky Utilities Company and Louisville Gas and Electric Company are both owned by PPL Corporation

Schedule Page: 310.2 Line No.: 8 Column: c
(1) FERC Rate Schedule No. 1. The Power Supply System Agreement, FERC Docket No. ER98-111-000

Schedule Page: 310.2 Line No.: 9 Column: b
Financial Swap

Schedule Page: 310.2 Line No.: 10 Column: b
Market Based Sale

Schedule Page: 310.2 Line No.: 10 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.2 Line No.: 11 Column: b
Market Based Sale

Schedule Page: 310.2 Line No.: 11 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.2 Line No.: 12 Column: b
Market Based Sale of Test Power

Schedule Page: 310.2 Line No.: 12 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.2 Line No.: 12 Column: g
In May 2010, a newly constructed generating unit began producing test power. In 2010, 25 MWHs of test power was assigned to Kentucky Utilities Company’s off-system sales to Midwest Independent Transmission System that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 12 Column: i
In May 2010, a newly constructed generating unit began producing test power. In 2010, $1,065 of test power was assigned to Kentucky Utilities Company’s off-system sales to Midwest Independent Transmission System that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 13 Column: b
Backup Power

Schedule Page: 310.2 Line No.: 13 Column: c
(6) FERC Electric Tariff FPC 74

Schedule Page: 310.2 Line No.: 14 Column: b
Energy Imbalance Sale of Test Energy

Schedule Page: 310.2 Line No.: 14 Column: c
(4) E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 310.2 Line No.: 14 Column: g
In May 2010, a newly constructed generating unit began producing test power. In 2010, 52 MWHs of test power was assigned to Kentucky Utilities Company’s off-system sales to Owensboro Municipal Utilities that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.2 Line No.: 14 Column: i
In May 2010, a newly constructed generating unit began producing test power. In 2010, $1,849 of test power was assigned to Kentucky Utilities Company’s off-system sales to Owensboro Municipal Utilities that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.3 Line No.: 1 Column: b
Market Based Sale

Schedule Page: 310.3 Line No.: 1 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 2 Column: b
Market Based Sale of Test Power

Schedule Page: 310.3 Line No.: 2 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 2 Column: g
In May 2010, a newly constructed generating unit began producing test power. In 2010, 4,418 MWHs of test power was assigned to Kentucky Utilities Company’s off-system sales to PJM Interconnection Association that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.3 Line No.: 2 Column: i
In May 2010, a newly constructed generating unit began producing test power. In 2010, $180,500 of test power was assigned to Kentucky Utilities Company’s off-system sales to PJM Interconnection Association that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.3 Line No.: 3 Column: b

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

Market Based Sale

Schedule Page: 310.3 Line No.: 3 Column: c

(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 4 Column: b

Market Based Sale of Test Power

Schedule Page: 310.3 Line No.: 4 Column: c

(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 4 Column: g

In May 2010, a newly constructed generating unit began producing test power. In 2010, 3 MWHs of test power was assigned to Kentucky Utilities Company's off-system sales to Progress Energy Carolinas Inc that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.3 Line No.: 4 Column: i

In May 2010, a newly constructed generating unit began producing test power. In 2010, $173 of test power was assigned to Kentucky Utilities Company's off-system sales to Progress Energy Carolinas Inc that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.3 Line No.: 5 Column: b

Market Based Sale

Schedule Page: 310.3 Line No.: 5 Column: c

(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 6 Column: b

Market Based Sale

Schedule Page: 310.3 Line No.: 6 Column: c

(2) FERC Electric Tariff, Original Volume No. 2 through 6/21/2010; effective 6/22/2010 LGE MBRT Tariff.

Schedule Page: 310.3 Line No.: 7 Column: b

Market Based Sale

Schedule Page: 310.3 Line No.: 7 Column: c

(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 8 Column: b

Market Based Sale

Schedule Page: 310.3 Line No.: 8 Column: c

(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 9 Column: b

Market Based Sale of Test Power

Schedule Page: 310.3 Line No.: 9 Column: c

(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 9 Column: g

In May 2010, a newly constructed generating unit began producing test power. In 2010, 1,471 MWHs of test power was assigned to Kentucky Utilities Company's off-system sales to the Tennessee Valley Authority that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.3 Line No.: 9 Column: i

In May 2010, a newly constructed generating unit began producing test power. In 2010, $66,382 of test power was assigned to Kentucky Utilities Company's off-system sales to the Tennessee Valley Authority that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.3 Line No.: 10 Column: b

Market Based Sale

Name of Respondent Kentucky Utilities Company	This Report is: (1) __ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

Schedule Page: 310.3 Line No.: 10 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 11 Column: b
Market Based Sale of Test Power

Schedule Page: 310.3 Line No.: 11 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 11 Column: g
In May 2010, a newly constructed generating unit began producing test power. In 2010, 301 MWHs of test power was assigned to Kentucky Utilities Company’s off-system sales to The Energy Authority that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.3 Line No.: 11 Column: i
In May 2010, a newly constructed generating unit began producing test power. In 2010, $10,130 of test power was assigned to Kentucky Utilities Company’s off-system sales to The Energy Authority that were credited to the capital project (Account 107) and are excluded from this report.

Schedule Page: 310.3 Line No.: 12 Column: b
Market Based Sale

Schedule Page: 310.3 Line No.: 12 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Schedule Page: 310.3 Line No.: 13 Column: b
Market Based Sale

Schedule Page: 310.3 Line No.: 13 Column: c
(3)FERC Electric Tariff, Second Revised Volume No. 3 through 6/21/2010; effective 6/22/2010 LGE MBRT Short Form Tariff.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

ELECTRIC OPERATION AND MAINTENANCE EXPENSES

If the amount for previous year is not derived from previously reported figures, explain in footnote.

Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)
1	1. POWER PRODUCTION EXPENSES		
2	A. Steam Power Generation		
3	Operation		
4	(500) Operation Supervision and Engineering	5,052,876	3,812,215
5	(501) Fuel	456,018,872	415,456,996
6	(502) Steam Expenses	15,369,118	12,683,781
7	(503) Steam from Other Sources		
8	(Less) (504) Steam Transferred-Cr.		
9	(505) Electric Expenses	6,019,436	5,475,237
10	(506) Miscellaneous Steam Power Expenses	18,657,073	17,161,081
11	(507) Rents	14,886	
12	(509) Allowances	465,665	1,076,442
13	TOTAL Operation (Enter Total of Lines 4 thru 12)	501,597,926	455,665,752
14	Maintenance		
15	(510) Maintenance Supervision and Engineering	7,827,044	8,032,502
16	(511) Maintenance of Structures	5,750,632	5,465,692
17	(512) Maintenance of Boiler Plant	33,706,581	30,085,584
18	(513) Maintenance of Electric Plant	7,472,160	10,030,450
19	(514) Maintenance of Miscellaneous Steam Plant	2,338,458	1,186,672
20	TOTAL Maintenance (Enter Total of Lines 15 thru 19)	57,094,875	54,800,900
21	TOTAL Power Production Expenses-Steam Power (Entr Tot lines 13 & 20)	558,692,801	510,466,652
22	B. Nuclear Power Generation		
23	Operation		
24	(517) Operation Supervision and Engineering		
25	(518) Fuel		
26	(519) Coolants and Water		
27	(520) Steam Expenses		
28	(521) Steam from Other Sources		
29	(Less) (522) Steam Transferred-Cr.		
30	(523) Electric Expenses		
31	(524) Miscellaneous Nuclear Power Expenses		
32	(525) Rents		
33	TOTAL Operation (Enter Total of lines 24 thru 32)		
34	Maintenance		
35	(528) Maintenance Supervision and Engineering		
36	(529) Maintenance of Structures		
37	(530) Maintenance of Reactor Plant Equipment		
38	(531) Maintenance of Electric Plant		
39	(532) Maintenance of Miscellaneous Nuclear Plant		
40	TOTAL Maintenance (Enter Total of lines 35 thru 39)		
41	TOTAL Power Production Expenses-Nuc. Power (Entr tot lines 33 & 40)		
42	C. Hydraulic Power Generation		
43	Operation		
44	(535) Operation Supervision and Engineering	7,910	7,472
45	(536) Water for Power		
46	(537) Hydraulic Expenses		
47	(538) Electric Expenses		
48	(539) Miscellaneous Hydraulic Power Generation Expenses	42,443	66,166
49	(540) Rents		
50	TOTAL Operation (Enter Total of Lines 44 thru 49)	50,353	73,638
51	C. Hydraulic Power Generation (Continued)		
52	Maintenance		
53	(541) Mainentance Supervision and Engineering	104,647	102,893
54	(542) Maintenance of Structures	179,432	304,520
55	(543) Maintenance of Reservoirs, Dams, and Waterways	50,194	204,843
56	(544) Maintenance of Electric Plant	188,802	90,818
57	(545) Maintenance of Miscellaneous Hydraulic Plant	14,839	4,890
58	TOTAL Maintenance (Enter Total of lines 53 thru 57)	537,914	707,964
59	TOTAL Power Production Expenses-Hydraulic Power (tot of lines 50 & 58)	588,267	781,602

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)

If the amount for previous year is not derived from previously reported figures, explain in footnote.

Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)
60	D. Other Power Generation		
61	Operation		
62	(546) Operation Supervision and Engineering	160,466	151,335
63	(547) Fuel	40,065,316	18,240,318
64	(548) Generation Expenses	293,562	245,405
65	(549) Miscellaneous Other Power Generation Expenses	126,894	115,234
66	(550) Rents	30,246	
67	TOTAL Operation (Enter Total of lines 62 thru 66)	40,676,484	18,752,292
68	Maintenance		
69	(551) Maintenance Supervision and Engineering	92,453	94,877
70	(552) Maintenance of Structures	411,346	273,434
71	(553) Maintenance of Generating and Electric Plant	3,909,806	1,355,144
72	(554) Maintenance of Miscellaneous Other Power Generation Plant	788,094	526,041
73	TOTAL Maintenance (Enter Total of lines 69 thru 72)	5,201,699	2,249,496
74	TOTAL Power Production Expenses-Other Power (Enter Tot of 67 & 73)	45,878,183	21,001,788
75	E. Other Power Supply Expenses		
76	(555) Purchased Power	174,621,937	198,813,399
77	(556) System Control and Load Dispatching	1,948,261	1,770,747
78	(557) Other Expenses	232,429	858,038
79	TOTAL Other Power Supply Exp (Enter Total of lines 76 thru 78)	176,802,627	201,442,184
80	TOTAL Power Production Expenses (Total of lines 21, 41, 59, 74 & 79)	781,961,878	733,692,226
81	2. TRANSMISSION EXPENSES		
82	Operation		
83	(560) Operation Supervision and Engineering	1,249,234	938,282
84	(561) Load Dispatching	1,465,344	1,142,269
85	(561.1) Load Dispatch-Reliability		
86	(561.2) Load Dispatch-Monitor and Operate Transmission System		
87	(561.3) Load Dispatch-Transmission Service and Scheduling		
88	(561.4) Scheduling, System Control and Dispatch Services	772	5,367
89	(561.5) Reliability, Planning and Standards Development	730,443	421,156
90	(561.6) Transmission Service Studies	11,316	-90,921
91	(561.7) Generation Interconnection Studies		
92	(561.8) Reliability, Planning and Standards Development Services	55	385
93	(562) Station Expenses	742,671	427,272
94	(563) Overhead Lines Expenses	403,446	382,898
95	(564) Underground Lines Expenses		
96	(565) Transmission of Electricity by Others	3,520,121	2,968,189
97	(566) Miscellaneous Transmission Expenses	11,541,244	5,244,100
98	(567) Rents	138,597	151,270
99	TOTAL Operation (Enter Total of lines 83 thru 98)	19,803,243	11,590,267
100	Maintenance		
101	(568) Maintenance Supervision and Engineering		
102	(569) Maintenance of Structures		
103	(569.1) Maintenance of Computer Hardware		
104	(569.2) Maintenance of Computer Software		
105	(569.3) Maintenance of Communication Equipment		
106	(569.4) Maintenance of Miscellaneous Regional Transmission Plant		
107	(570) Maintenance of Station Equipment	1,374,877	1,328,766
108	(571) Maintenance of Overhead Lines	5,044,766	4,955,410
109	(572) Maintenance of Underground Lines		
110	(573) Maintenance of Miscellaneous Transmission Plant	408,213	383,109
111	TOTAL Maintenance (Total of lines 101 thru 110)	6,827,856	6,667,285
112	TOTAL Transmission Expenses (Total of lines 99 and 111)	26,631,099	18,257,552

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)

If the amount for previous year is not derived from previously reported figures, explain in footnote.

Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)
113	3. REGIONAL MARKET EXPENSES		
114	Operation		
115	(575.1) Operation Supervision		
116	(575.2) Day-Ahead and Real-Time Market Facilitation		
117	(575.3) Transmission Rights Market Facilitation		
118	(575.4) Capacity Market Facilitation		
119	(575.5) Ancillary Services Market Facilitation		
120	(575.6) Market Monitoring and Compliance		
121	(575.7) Market Facilitation, Monitoring and Compliance Services	1,883,682	1,638,767
122	(575.8) Rents		
123	Total Operation (Lines 115 thru 122)	1,883,682	1,638,767
124	Maintenance		
125	(576.1) Maintenance of Structures and Improvements		
126	(576.2) Maintenance of Computer Hardware		
127	(576.3) Maintenance of Computer Software		
128	(576.4) Maintenance of Communication Equipment		
129	(576.5) Maintenance of Miscellaneous Market Operation Plant		
130	Total Maintenance (Lines 125 thru 129)		
131	TOTAL Regional Transmission and Market Op Expns (Total 123 and 130)	1,883,682	1,638,767
132	4. DISTRIBUTION EXPENSES		
133	Operation		
134	(580) Operation Supervision and Engineering	1,679,744	2,948,316
135	(581) Load Dispatching	793,223	732,823
136	(582) Station Expenses	1,211,630	1,104,093
137	(583) Overhead Line Expenses	3,134,659	3,661,640
138	(584) Underground Line Expenses	275,541	72,193
139	(585) Street Lighting and Signal System Expenses		
140	(586) Meter Expenses	7,565,943	6,331,754
141	(587) Customer Installations Expenses	-84,261	-52,277
142	(588) Miscellaneous Expenses	5,079,901	4,255,583
143	(589) Rents	15,262	16,020
144	TOTAL Operation (Enter Total of lines 134 thru 143)	19,671,642	19,070,145
145	Maintenance		
146	(590) Maintenance Supervision and Engineering	122,617	75,226
147	(591) Maintenance of Structures		
148	(592) Maintenance of Station Equipment	794,447	627,174
149	(593) Maintenance of Overhead Lines	24,778,802	26,088,493
150	(594) Maintenance of Underground Lines	651,909	525,538
151	(595) Maintenance of Line Transformers	84,192	163,309
152	(596) Maintenance of Street Lighting and Signal Systems		24,802
153	(597) Maintenance of Meters		
154	(598) Maintenance of Miscellaneous Distribution Plant	-130,430	1,890,125
155	TOTAL Maintenance (Total of lines 146 thru 154)	26,301,537	29,394,667
156	TOTAL Distribution Expenses (Total of lines 144 and 155)	45,973,179	48,464,812
157	5. CUSTOMER ACCOUNTS EXPENSES		
158	Operation		
159	(901) Supervision	2,527,610	2,162,211
160	(902) Meter Reading Expenses	4,513,214	3,980,247
161	(903) Customer Records and Collection Expenses	14,571,794	14,908,295
162	(904) Uncollectible Accounts	7,067,022	3,879,137
163	(905) Miscellaneous Customer Accounts Expenses	514,885	381,731
164	TOTAL Customer Accounts Expenses (Total of lines 159 thru 163)	29,194,525	25,311,621

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)

If the amount for previous year is not derived from previously reported figures, explain in footnote.

Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)
165	6. CUSTOMER SERVICE AND INFORMATIONAL EXPENSES		
166	Operation		
167	(907) Supervision	207,951	169,903
168	(908) Customer Assistance Expenses	11,521,815	11,302,051
169	(909) Informational and Instructional Expenses	174,962	152,470
170	(910) Miscellaneous Customer Service and Informational Expenses	376,752	2,718,541
171	TOTAL Customer Service and Information Expenses (Total 167 thru 170)	12,281,480	14,342,965
172	7. SALES EXPENSES		
173	Operation		
174	(911) Supervision		
175	(912) Demonstrating and Selling Expenses		7,959
176	(913) Advertising Expenses	42,130	52,319
177	(916) Miscellaneous Sales Expenses		
178	TOTAL Sales Expenses (Enter Total of lines 174 thru 177)	42,130	60,278
179	8. ADMINISTRATIVE AND GENERAL EXPENSES		
180	Operation		
181	(920) Administrative and General Salaries	20,342,719	17,889,542
182	(921) Office Supplies and Expenses	7,105,951	5,425,432
183	(Less) (922) Administrative Expenses Transferred-Credit	1,624,418	2,091,217
184	(923) Outside Services Employed	6,856,825	6,534,631
185	(924) Property Insurance	4,682,557	3,300,729
186	(925) Injuries and Damages	2,451,761	1,840,624
187	(926) Employee Pensions and Benefits	39,239,991	38,828,205
188	(927) Franchise Requirements	3,186	3,490
189	(928) Regulatory Commission Expenses	1,123,535	1,200,955
190	(929) (Less) Duplicate Charges-Cr.	3,186	3,490
191	(930.1) General Advertising Expenses	558,382	760,367
192	(930.2) Miscellaneous General Expenses	2,381,131	1,949,580
193	(931) Rents	2,199,215	1,970,871
194	TOTAL Operation (Enter Total of lines 181 thru 193)	85,317,649	77,609,719
195	Maintenance		
196	(935) Maintenance of General Plant	11,850,104	9,453,795
197	TOTAL Administrative & General Expenses (Total of lines 194 and 196)	97,167,753	87,063,514
198	TOTAL Elec Op and Maint Expns (Total 80,112,131,156,164,171,178,197)	995,135,726	928,831,735

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 320 Line No.: 90 Column: c

Credit Balance is due to adjustments for transmission studies expenses that were performed for and billed to Southwest Power Pool.

Schedule Page: 320 Line No.: 141 Column: b

The credit is due to meter tampering charges billed to customers to offset the cost of meter maintenance. The cost is recorded in several accounts.

Schedule Page: 320 Line No.: 141 Column: c

The credit is due to meter tampering charges billed to customers to offset the cost of meter maintenance. The cost is recorded in several accounts.

Schedule Page: 320 Line No.: 154 Column: b

The credit balance is due to over-accrual of 2009 mountain winter storm in Eastern Kentucky and Virginia.

Schedule Page: 320 Line No.: 193 Column: b

The balance in Rents (931) was adjusted due to the purchase of KU by PPL in November 2010. The balance was adjusted to include amortization of the purchase accounting adjustment related to the rent commitment for the Corporate Headquarters building. The rent commitment amortization inadvertently charged to Rents in 2010 was reclassified to Other Regulatory Liabilities (254) in January 2011. The following reflects the purchase accounting adjustment:

Rents (931) Without Purchase Accounting	$ 2,230,827
Purchase Accounting Adjustment - rent commitment	(31,612)
Total for Rents (931)	$ 2,199,215

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

PURCHASED POWER (Account 555)
(Including power exchanges)

1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.
2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:

RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.

LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.

IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.

SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.

LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.

IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.

EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.

OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW) Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Ameren Energy Marketing Company	OS	(1)	N/A	N/A	N/A
2	American Electric Power Service Corp	OS	(1)	N/A	N/A	N/A
3	Associated Electric Coop Inc	OS	(1)	N/A	N/A	N/A
4	Bluegrass Generation Company LLC	OS	(5)	N/A	N/A	N/A
5	Bluegrass Generation Company LLC	AD	(5)	N/A	N/A	N/A
6	Bluegrass Generation Company LLC	AD	(5)	N/A	N/A	N/A
7	Cargill Power Markets, LLC	OS	(1)	N/A	N/A	N/A
8	Citigroup Energy Inc.	OS	(1)	N/A	N/A	N/A
9	Constellation Energy Conds. Group Inc.	OS	(1)	N/A	N/A	N/A
10	EDF Trading North America, LLC	OS	(1)	N/A	N/A	N/A
11	East Kentucky Power Coop. Inc.	OS	(1)	N/A	N/A	N/A
12	East Kentucky Power Coop. Inc.	OS	(1)	N/A	N/A	N/A
13	Illinois Municipal Electric Agency	OS	(4)	N/A	N/A	N/A
14	Illinois Municipal Electric Agency	OS	(1)	N/A	N/A	N/A
	Total					

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

PURCHASED POWER(Account 555) (Continued)
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.
5. For requirements RQ purchases and any type of service involving demand charges imposed on a monnthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.
7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.
8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.
9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	COST/SETTLEMENT OF POWER Demand Charges ($) (j)	Energy Charges ($) (k)	Other Charges ($) (l)	Total (j+k+l) of Settlement ($) (m)	Line No.
119,561				5,136,816		5,136,816	1
11,782				520,919		520,919	2
13,979				640,790		640,790	3
1,510				108,849		108,849	4
					43	43	5
					126	126	6
17,580				768,155		768,155	7
1,566				61,776		61,776	8
3,800				145,225		145,225	9
85,177				6,389,494		6,389,494	10
675				33,750		33,750	11
20				2,032		2,032	12
137				3,544		3,544	13
481				10,963		10,963	14
6,271,057	172,820	74,374	16,582,026	158,053,122	-13,211	174,621,937	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

PURCHASED POWER (Account 555)
(Including power exchanges)

1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.
2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:

RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.

LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.

IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.

SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.

LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.

IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.

EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.

OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW) Average Monthly NCP Demand (e)	Actual Demand (MW) Average Monthly CP Demand (f)
1	Indiana Municipal Power Agency	OS	(1)	N/A	N/A	N/A
2	Indiana Municipal Power Agency	OS	(4)	N/A	N/A	N/A
3	Kentucky Municipal Power Agency	OS	(3)	N/A	N/A	N/A
4	Kentucky Municipal Power Agency	AD	(3)	N/A	N/A	N/A
5	Louisville Gas & Electric Co.	SF	(2)	N/A	N/A	N/A
6	Merrill Lynch Commodities, Inc.	OS	(1)	N/A	N/A	N/A
7	Midwest Independent Transmission Oper.	OS	(1)	N/A	N/A	N/A
8	Ohio Valley Electric Corporation	OS	(6)	N/A	N/A	N/A
9	Ohio Valley Electric Corporation	AD	(6)	N/A	N/A	N/A
10	Owensboro Municipal Utilities	RQ	(7)	189	280	
11	Owensboro Municipal Utilities	AD	(7)	N/A	N/A	N/A
12	Owensboro Municipal Utilities	OS	(3)	N/A	N/A	N/A
13	PJM Interconnection Association	OS	(1)	N/A	N/A	N/A
14	Progressive Energy Carolinas Inc.	OS	(1)	N/A	N/A	N/A
	Total					

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

PURCHASED POWER(Account 555) (Continued)
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.
5. For requirements RQ purchases and any type of service involving demand charges imposed on a monnthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.
7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.
8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.
9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES: MegaWatt Hours Received (h)	POWER EXCHANGES: MegaWatt Hours Delivered (i)	COST/SETTLEMENT OF POWER: Demand Charges ($) (j)	COST/SETTLEMENT OF POWER: Energy Charges ($) (k)	COST/SETTLEMENT OF POWER: Other Charges ($) (l)	COST/SETTLEMENT OF POWER: Total (j+k+l) of Settlement ($) (m)	Line No.
47,930				1,271,619		1,271,619	1
11				271		271	2
3,656				160,539		160,539	3
7					213	213	4
4,709,981				99,275,772		99,275,772	5
3,170				131,609		131,609	6
7,389				255,049		255,049	7
373,139			7,886,336	9,236,572		17,122,908	8
					-25,857	-25,857	9
580,296			8,695,690	19,921,899		28,617,589	10
					12,264	12,264	11
4,348				194,372		194,372	12
233,866				11,443,463		11,443,463	13
100				3,800		3,800	14
6,271,057	172,820	74,374	16,582,026	158,053,122	-13,211	174,621,937	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

PURCHASED POWER (Account 555)
(Including power exchanges)

1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.
2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.
3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:

RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.

LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.

IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.

SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.

LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.

IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.

EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.

OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW) Average Monthly NCP Demand (e)	Actual Demand (MW) Average Monthly CP Demand (f)
1	Sempra Energy Trading Corp.	OS	(1)	N/A	N/A	N/A
2	Southern Company Services, Inc.	OS	(1)	N/A	N/A	N/A
3	The Energy Authority	OS	(1)	N/A	N/A	N/A
4	Tennessee Valley Authority	OS	(1)	N/A	N/A	N/A
5	Tennessee Valley Authority	OS	(1)	N/A	N/A	N/A
6	Union Electric Co (d/b/a Ameren MO)	OS	(1)	N/A	N/A	N/A
7	Westar Energy, Inc.	OS	(1)	N/A	N/A	N/A
8	Inadvertent Interchange					
9						
10						
11						
12						
13						
14						
	Total					

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [ ] An Original (2) [X] A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report End of 2010/Q4

PURCHASED POWER(Account 555) (Continued)
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.
5. For requirements RQ purchases and any type of service involving demand charges imposed on a monnthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.
7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.
8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.
9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges ($) (j)	Energy Charges ($) (k)	Other Charges ($) (l)	Total (j+k+l) of Settlement ($) (m)	
375				20,625		20,625	1
848				39,832		39,832	2
7,886				327,526		327,526	3
2,030				121,468		121,468	4
641				69,387		69,387	5
37,551				1,659,761		1,659,761	6
1,565				97,245		97,245	7
	172,820	74,374					8
							9
							10
							11
							12
							13
							14
6,271,057	172,820	74,374	16,582,026	158,053,122	-13,211	174,621,937	

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 326 Line No.: 1 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 1 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 2 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 2 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 3 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 3 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 4 Column: b
Energy Imbalance
Schedule Page: 326 Line No.: 4 Column: c
(5) FERC Electric Tariff, Original Volume No. 2, Service Agreement No. 255.
Schedule Page: 326 Line No.: 5 Column: b
December 2008 correction made in 2010.
Schedule Page: 326 Line No.: 5 Column: c
(5) FERC Electric Tariff, Original Volume No. 2, Service Agreement No. 255.
Schedule Page: 326 Line No.: 5 Column: l
December 2008 correction made in 2010.
Schedule Page: 326 Line No.: 6 Column: b
March 2009 correction made in 2010.
Schedule Page: 326 Line No.: 6 Column: c
(5) FERC Electric Tariff, Original Volume No. 2, Service Agreement No. 255.
Schedule Page: 326 Line No.: 6 Column: l
March 2009 correction made in 2010.
Schedule Page: 326 Line No.: 7 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 7 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 8 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 8 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 9 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 9 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 10 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 10 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 11 Column: b
Market Based Purchase
Schedule Page: 326 Line No.: 11 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 12 Column: b
Emergency Power
Schedule Page: 326 Line No.: 12 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326 Line No.: 13 Column: b
Market Based Purchase

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

Schedule Page: 326 Line No.: 13 Column: c
(4) Interchange Agreement FERC Schedule No. 33
Schedule Page: 326 Line No.: 14 Column: b
Energy Imbalance
Schedule Page: 326 Line No.: 14 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326.1 Line No.: 1 Column: b
Cost Based Purchase
Schedule Page: 326.1 Line No.: 1 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326.1 Line No.: 2 Column: b
Market Based Purchase
Schedule Page: 326.1 Line No.: 2 Column: c
(4) Interchange Agreement FERC Schedule No. 31
Schedule Page: 326.1 Line No.: 3 Column: b
Energy Imbalance
Schedule Page: 326.1 Line No.: 3 Column: c
(3) E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.
Schedule Page: 326.1 Line No.: 4 Column: b
December 2009 correction made in 2010.
Schedule Page: 326.1 Line No.: 4 Column: c
(3) E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.
Schedule Page: 326.1 Line No.: 4 Column: g
December 2009 correction made in 2010.
Schedule Page: 326.1 Line No.: 4 Column: l
December 2009 correction made in 2010.
Schedule Page: 326.1 Line No.: 5 Column: a
Kentucky Utilities Company and Louisville Gas and Electric Company were both owned by E.ON U.S. LLC until November 1, 2010. As of November 1, 2010, Kentucky Utilities Company and Louisville Gas and Electric Company are owned by PPL Corporation.
Schedule Page: 326.1 Line No.: 5 Column: c
(2) FERC Rate Schedule No. 1. The Power Supply System Agreement, FERC Docket No. ER98-111-000
Schedule Page: 326.1 Line No.: 6 Column: b
Market Based Purchase
Schedule Page: 326.1 Line No.: 6 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326.1 Line No.: 7 Column: b
Market Based Purchase
Schedule Page: 326.1 Line No.: 7 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.
Schedule Page: 326.1 Line No.: 8 Column: a
OVEC 3rd Revised Rate Schedule FERC No. 4. The Company owns 2.5% of the common stock of Ohio Valley Electric Corporation (OVEC). Purchase of surplus power pursuant to Article 4 of the Amended and Restated Inter-company Power Agreement among OVEC and Sponsoring Companies dated March 13, 2006
Schedule Page: 326.1 Line No.: 8 Column: b
Surplus Power
Schedule Page: 326.1 Line No.: 8 Column: c
(6) Purchase of surplus power pursuant to Article 4 of the Amended and Restated Inter-company Power Agreement among OVEC and Sponsoring Companies dated March 13, 2006.
Schedule Page: 326.1 Line No.: 9 Column: a
OVEC 3rd Revised Rate Schedule FERC No. 4. The Company owns 2.5% of the common stock of

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

Ohio Valley Electric Corporation (OVEC). Purchase of surplus power pursuant to Article 4 of the Amended and Restated Inter-company Power Agreement among OVEC and Sponsoring Companies dated March 13, 2006

Schedule Page: 326.1 Line No.: 9 Column: b
December 2009 true-up of accrual estimate for both energy and demand charges booked in 2010.

Schedule Page: 326.1 Line No.: 9 Column: c
(6) Purchase of surplus power pursuant to Article 4 of the Amended and Restated Inter-company Power Agreement among OVEC and Sponsoring Companies dated March 13, 2006.

Schedule Page: 326.1 Line No.: 9 Column: l
December 2009 true-up of accrual estimates for both energy (-$32,327) and demand charges ($6,470) made in 2010.

Schedule Page: 326.1 Line No.: 10 Column: c
(7) FERC Electric Tariff FPC 74

Schedule Page: 326.1 Line No.: 10 Column: d
Kentucky Utilities Company's contract with Owensboro Municipal Utilities ended on May 16, 2010. Information to calculate the supplier's Average Monthly Billing Demand (MW) was only available for the first four months of the year.

Schedule Page: 326.1 Line No.: 10 Column: e
Kentucky Utilities Company's contract with Owensboro Municipal Utilities ended on May 16, 2010. Information to calculate the supplier's Actual Average Monthly NCP Demand was only available for the first four months of the year.

Schedule Page: 326.1 Line No.: 10 Column: f
The supplier's system monthly peak is not available to Kentucky Utilities Company.

Schedule Page: 326.1 Line No.: 11 Column: b
December 2009 true-up of accrual estimate for both energy and demand charges booked in 2010.

Schedule Page: 326.1 Line No.: 11 Column: c
(7) FERC Electric Tariff FPC 74

Schedule Page: 326.1 Line No.: 11 Column: l
December 2009 true-up of accrual estimates for both energy (-$60,485) and demand charges ($72,749) made in 2010.

Schedule Page: 326.1 Line No.: 12 Column: b
Energy Imbalance

Schedule Page: 326.1 Line No.: 12 Column: c
(3) E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 326.1 Line No.: 13 Column: b
Market Based Purchase

Schedule Page: 326.1 Line No.: 13 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Schedule Page: 326.1 Line No.: 14 Column: b
Market Based Purchase

Schedule Page: 326.1 Line No.: 14 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Schedule Page: 326.2 Line No.: 1 Column: b
Market Based Purchase

Schedule Page: 326.2 Line No.: 1 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Schedule Page: 326.2 Line No.: 2 Column: b
Market Based Purchase

Schedule Page: 326.2 Line No.: 2 Column: c
(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Schedule Page: 326.2 Line No.: 3 Column: b
Market Based Purchase

Schedule Page: 326.2 Line No.: 3 Column: c

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

FOOTNOTE DATA

(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Schedule Page: 326.2 Line No.: 4 Column: b

Market Based Purchase

Schedule Page: 326.2 Line No.: 4 Column: c

(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Schedule Page: 326.2 Line No.: 5 Column: b

Emergency Power

Schedule Page: 326.2 Line No.: 5 Column: c

(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Schedule Page: 326.2 Line No.: 6 Column: b

Market Based Purchase

Schedule Page: 326.2 Line No.: 6 Column: c

(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Schedule Page: 326.2 Line No.: 7 Column: b

Market Based Purchase

Schedule Page: 326.2 Line No.: 7 Column: c

(1) FERC-approved tariff and/or rate schedule as on file with the Commission.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1)
(Including transactions referred to as 'wheeling')

1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.
2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).
3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)
4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.

Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classifi-cation (d)
1	East Kentucky Power Cooperative	East Kentucky Power Cooperative	East Kentucky Power Cooperative	FNO
2	East Kentucky Power Cooperative	East Kentucky Power Cooperative	East Kentucky Power Cooperative	AD
3	East Kentucky Power Cooperative	East Kentucky Power Cooperative	East Kentucky Power Cooperative	NF
4	Tennessee Valley Authority	Tennessee Valley Authority	Tennessee Valley Authority	OLF
5	Tennessee Valley Authority	Tennessee Valley Authority	Tennessee Valley Authority	AD
6	Tennessee Valley Authority	Tennessee Valley Authority	Tennessee Valley Authority	NF
7	Tennessee Valley Authority	Tennessee Valley Authority	Tennessee Valley Authority	AD
8	Big Rivers Electric Corporation	Big Rivers Electric Corporation	Big Rivers Electric Corporation	FNO
9	Big Rivers Electric Corporation	Big Rivers Electric Corporation	Big Rivers Electric Corporation	AD
10	Big Rivers Electric Corporation	Big Rivers Electric Corporation	Big Rivers Electric Corporation	NF
11	Kentucky Municipal Power Agency	Midwest ISO	Kentucky Municipal Power Agency	FNO
12	Kentucky Municipal Power Agency	N/A	N/A	OS
13	Owensboro Municipal Utilities	Owensboro Municipal Utilities	Various	FNO
14	Owensboro Municipal Utilities	Owensboro Municipal Utilities	Various	LFP
15	Owensboro Municipal Utilities	Owensboro Municipal Utilities	Various	SFP
16	Owensboro Municipal Utilities	Owensboro Municipal Utilities	Various	NF
17	KU/LG&E	Various	Various	NF
18	KU/LG&E	Various	Various	SFP
19	KU/LG&E	Various	Various	LFP
20	Cargill Power Markets, LLC	Various	Various	SFP
21	Cargill Power Markets, LLC	Various	Various	AD
22	Cargill Power Markets, LLC	Various	Various	NF
23	Ameren Energy Marketing	Various	Various	SFP
24	Ameren Energy Marketing	Various	Various	AD
25	American Electric Power Service Corporation	Various	Various	NF
26	American Electric Power Service Corporation	Various	Various	AD
27	Eagle Energy	Various	Various	NF
28	The Energy Authority	Various	Various	NF
29	Constellation Energy Commodities Group	PJM	Tennessee Valley Authority	SFP
30	Constellation Energy Commodities Group	PJM	Tennessee Valley Authority	AD
31	City of Barbourville	Various	City of Barbourville	FNO
32	City of Barbourville	Various	City of Barbourville	AD
33	City of Bardstown	Various	City of Bardstown	FNO
34	City of Bardstown	Various	City of Bardstown	AD
	TOTAL			

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(Including transactions reffered to as 'wheeling')

5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.
6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.
7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.
8. Report in column (i) and (j) the total megawatthours received and delivered.

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Subsatation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY MegaWatt Hours Received (i)	TRANSFER OF ENERGY MegaWatt Hours Delivered (j)	Line No.
LGE/KU Joint	East Kentucky Power	East Kentucky Power	343	2,235,413	2,170,731	1
LGE/KU Joint	East Kentucky Power	East Kentucky Power				2
LGE/KU Joint	East Kentucky Power	East Kentucky Power				3
SA 11	TVA	TVA	51	356,200	347,659	4
SA 11	TVA	TVA				5
LGE/KU Joint	TVA	TVA		53	40	6
LGE/KU Joint	TVA	TVA				7
LGE/KU Joint	Big Rivers Electric	Big Rivers Electric	2	9,638	9,167	8
LGE/KU Joint	Big Rivers Electric	Big Rivers Electric				9
LGE/KU Joint	Various	Various		40,874	38,981	10
SA 13	Various	LGEE.KMPA	76	496,482	481,790	11
402	N/A	N/A				12
SA 15	Owensboro Municipal	Various	106	105,597	105,892	13
SA 15	Owensboro Municipal	Various	95	743,255	725,964	14
LGE/KU Joint	Owensboro Municipal	Various	69			15
LGE/KU Joint	Owensboro Municipals	Various		44,882	46,356	16
LGE/KU Joint	Various	Various				17
LGE/KU Joint	Various	Various	61			18
LGE/KU Joint	Various	Various	89			19
LGE/KU Joint	Various	Various		120,271	116,583	20
LGE/KU Joint	Various	Various				21
LGE/KU Joint	Various	Various		42,020	41,342	22
LGE/KU Joint	Various	Various		289	278	23
LGE/KU Joint	Various	Various				24
LGE/KU Joint	Various	Various				25
LGE/KU Joint	Various	Various				26
LGE/KU Joint	Various	Various				27
LGE/KU Joint	Various	Various				28
LGE/KU Joint	PJM	TVA				29
LGE/KU Joint	PJM	TVA				30
184	Various	City of Barbourville	11			31
184	Various	City of Barbourville				32
185	Various	City of Bardstown	20			33
185	Various	City of Bardstown				34
			1,082	**4,194,974**	**4,084,783**	

BLANK

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions reffered to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.
10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.
11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges ($) (k)	Energy Charges ($) (l)	(Other Charges) ($) (m)	Total Revenues ($) (k+l+m) (n)	Line No.
2,659,283		148,805	2,808,088	1
-271,190		277	-270,913	2
	-3,815		-3,815	3
578,084	10,288	27,672	616,044	4
12,883		1,140	14,023	5
	-15,162	6	-15,156	6
	-50,457		-50,457	7
14,817		655	15,472	8
-905			-905	9
	97,668	3,502	101,170	10
850,016		206,465	1,056,481	11
-874,377		-46,890	-921,267	12
519,494		161,900	681,394	13
602,389		47,351	649,740	14
169,156		8,350	177,506	15
	320,737	14,699	335,436	16
539,944	560,097	37,394	1,137,435	17
207,631		11,080	218,711	18
1,031,589		50,485	1,082,074	19
	206,059	6,547	212,606	20
	-39,460		-39,460	21
	115,371	5,774	121,145	22
1,551		74	1,625	23
-299			-299	24
-25			-25	25
-257			-257	26
	1,034	45	1,079	27
	132	5	137	28
-91			-91	29
-5,578			-5,578	30
149,530		3,612	153,142	31
-6,600			-6,600	32
255,666		6,180	261,846	33
-11,313			-11,313	34
8,438,151	**1,202,492**	**746,213**	**10,386,856**	

Name of Respondent Kentucky Utilities Company	This Report Is: (1) ☐ An Original (2) ☒ A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report End of 2010/Q4

TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1)
(Including transactions referred to as 'wheeling')

1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.
2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).
3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)
4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.

Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)
1	City of Bardwell	Various	City of Bardwell	FNO
2	City of Bardwell	Various	City of Bardwell	AD
3	City of Benhem	Various	City of Benhem	FNO
4	City of Benhem	Various	City of Benhem	AD
5	City of Berea	Various	City of Berea	FNO
6	City of Berea	Various	City of Berea	AD
7	City of Corbin	Various	City of Corbin	FNO
8	City of Corbin	Various	City of Corbin	AD
9	City of Falmouth	Various	City of Falmouth	FNO
10	City of Falmouth	Various	City of Falmouth	AD
11	City of Frankfort	Various	City of Frankfort	FNO
12	City of Frankfort	Various	City of Frankfort	AD
13	City of Madisonville	Various	City of Madisonville	FNO
14	City of Madisonville	Various	City of Madisonville	AD
15	City of Nicholasville	Various	City of Nicholasville	FNO
16	City of Nicholasville	Various	City of Nicholasville	AD
17	City of Paris	Various	City of Paris	FNO
18	City of Paris	Various	City of Paris	AD
19	City of Providence	Various	City of Providence	FNO
20	City of Providence	Various	City of Providence	AD
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
	TOTAL			

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued)
(Including transactions reffered to as 'wheeling')

5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.
6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.
7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.
8. Report in column (i) and (j) the total megawatthours received and delivered.

FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Subsatation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
186	Various	City of Bardwell	1			1
186	Various	City of Bardwell				2
187	Various	City of Benham	1			3
187	Various	City of Benham				4
197	Various	City of Berea	14			5
197	Various	City of Berea				6
188	Various	City of Corbin	9			7
188	Various	City of Corbin				8
189	Various	City of Falmouth	2			9
189	Various	City of Falmouth				10
190	Various	City of Frankfort	74			11
190	Various	City of Frankfort				12
161	Various	City of Madisonville	33			13
161	Various	City of Madisonville				14
157	Various	City of Nicholasvill	20			15
157	Various	City of Nicholasvill				16
83	Various	City of Paris	1			17
83	Various	City of Paris				18
195	Various	City of Providence	4			19
195	Various	City of Providence				20
						21
						22
						23
						24
						25
						26
						27
						28
						29
						30
						31
						32
						33
						34
			1,082	**4,194,974**	**4,084,783**	

BLANK

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued)
(Including transactions reffered to as 'wheeling')

9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (I), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.
10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.
11. Footnote entries and provide explanations following all required data.

REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS

Demand Charges ($) (k)	Energy Charges ($) (l)	(Other Charges) ($) (m)	Total Revenues ($) (k+l+m) (n)	Line No.
12,952		316	13,268	1
-570			-570	2
10,263		242	10,505	3
-402			-402	4
194,126		4,660	198,786	5
-8,010			-8,010	6
122,711		2,972	125,683	7
-5,383			-5,383	8
27,411		669	28,080	9
-1,171			-1,171	10
975,830		23,577	999,407	11
-43,129			-43,129	12
390,668		9,514	400,182	13
-18,440			-18,440	14
262,908		6,327	269,235	15
-11,443			-11,443	16
71,995		1,820	73,815	17
-2,271			-2,271	18
40,658		988	41,646	19
-1,950			-1,950	20
				21
				22
				23
				24
				25
				26
				27
				28
				29
				30
				31
				32
				33
				34
8,438,151	**1,202,492**	**746,213**	**10,386,856**	

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 328 Line No.: 1 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 1 Column: m
The total consists of East Kentucky Power Cooperative Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 2 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 2 Column: k
The total consists of a true-up of prior periods, a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company and the reversal of a liability recorded in 2007 pertaining to the East Kentucky Power Cooperative (EKPC) Interconnection Agreement with Kentucky Utilities Company pursuant to a settlement reached with EKPC.

True-up	$ 9,005
Schedule 10 Refund	(358,379)
EKPC Interconnect Adjustment	78,184
	$(271,190)

Schedule Page: 328 Line No.: 2 Column: m
The total consists of a true-up of prior periods for East Kentucky Power Cooperative Schedule 1 and Schedule 2 charges related to firm transmission.

Schedule Page: 328 Line No.: 3 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 3 Column: l
The total consists of the amortization of a regulatory asset authorized by the settlement agreement between Kentucky Utilities Company, Louisville Gas and Electric Company and East Kentucky Power Cooperative regarding the Network Integration Transmission Service Agreement. FERC Docket Nos. ER06-1458-000, ER06-1458-001 and ER06-1458-002.

Schedule Page: 328 Line No.: 4 Column: d
The OLF transmission service agreement between Kentucky Utilities Company and Tennessee Valley Authority has a termination date of 12/31/2011.

Schedule Page: 328 Line No.: 4 Column: m
The total consists of Tennessee Valley Authority Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 5 Column: k
The total consists of a true-up of prior periods.

Schedule Page: 328 Line No.: 5 Column: m
The total consists of a true-up of prior period Tennessee Valley Authority Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 6 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 6 Column: l
The total consists in part of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $15,466 for 2010.

It also consists of Revenue from Energy charges of $304.

ITO/RC refund	$(15,466)
Revenue from Energy Charges	304
	$(15,162)

Schedule Page: 328 Line No.: 6 Column: m
The total consists of Tennessee Valley Authority Schedule 1 and Schedule 2 charges.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 328 Line No.: 7 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 7 Column: l
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(50,457) for prior years.

Schedule Page: 328 Line No.: 8 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 8 Column: m
The total consists of Big Rivers Electric Corporation Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 9 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 9 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(905) for prior years.

Schedule Page: 328 Line No.: 10 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 10 Column: m
The total consists of Big Rivers Electric Corporation Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 11 Column: k
The amount consists of Kentucky Municipal Power Agency transmission revenue of $874,377 and a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(24,361).

Schedule Page: 328 Line No.: 11 Column: m
The total consists of Kentucky Municipal Power Agency Schedule 1, Schedule 2, Schedule 3, Schedule 5 and Schedule 6 charges.

Schedule Page: 328 Line No.: 12 Column: k
The amount consists of Kentucky Municipal Power Agency depancaking credits related to Kentucky Utilities Company's exit from the MISO, pursuant to Rate Schedule 402 as filed with and accepted by the FERC.

Schedule Page: 328 Line No.: 12 Column: m
The total consists of Kentucky Municipal Power Agency Schedule 1 and Schedule 2 charges for depancaking credits related to Kentucky Utilities Company's exit from the MISO, pursuant to Rate Schedule 402 as filed with and accepted by the FERC.

Schedule Page: 328 Line No.: 13 Column: m
The total consists of Owensboro Municipal Utilities Schedule 1, Schedule 2, Schedule 3, Schedule 5 and Schedule 6 charges.

Schedule Page: 328 Line No.: 14 Column: m
The total consists of Owensboro Municipal Utilities Schedule 1, Schedule 2, Schedule 3, Schedule 5 and Schedule 6 charges.

Schedule Page: 328 Line No.: 15 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 15 Column: m
The total consists of Owensboro Municipal Utilities Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 16 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 16 Column: m
The total consists of Owensboro Municipal Utilities Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 17 Column: a

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

Kentucky Utilities Company and Louisville Gas and Electric Company were both owned by E.ON U.S. LLC until November 1, 2010. As of November 1, 2010, Kentucky Utilities Company and Louisville Gas and Electric Company are owned by PPL Corporation.

Schedule Page: 328 Line No.: 17 Column: e

E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 17 Column: m

The total consists of Schedule 1 and Schedule 2 charges related to various counterparties.

Schedule Page: 328 Line No.: 18 Column: a

Kentucky Utilities Company and Louisville Gas and Electric Company were both owned by E.ON U.S. LLC until November 1, 2010. As of November 1, 2010, Kentucky Utilities Company and Louisville Gas and Electric Company are owned by PPL Corporation.

Schedule Page: 328 Line No.: 18 Column: e

E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 18 Column: m

The total consists of Schedule 1 and Schedule 2 charges related to various counterparties.

Schedule Page: 328 Line No.: 19 Column: a

Kentucky Utilities Company and Louisville Gas and Electric Company were both owned by E.ON U.S. LLC until November 1, 2010. As of November 1, 2010, Kentucky Utilities Company and Louisville Gas and Electric Company are owned by PPL Corporation.

Schedule Page: 328 Line No.: 19 Column: d

Long-term Firm purchases by Kentucky Utilities Company and Louisville Gas and Electric Company take place under the Open Access Transmission Tariff with intercompany allocations for revenues and expenses determined by the Transmission Coordination Agreement between the Companies. The Tariff is evergreen and the Transmission Coordination Agreement automatically renews unless terminated.

Schedule Page: 328 Line No.: 19 Column: e

E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 19 Column: m

The total consists of Schedule 1 and Schedule 2 charges related to various counterparties.

Schedule Page: 328 Line No.: 20 Column: e

E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 20 Column: m

The total consists of Cargill Power Markets, LLC Corporation Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 21 Column: e

E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 21 Column: l

The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(39,460).

Schedule Page: 328 Line No.: 22 Column: e

E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 22 Column: m

The total consists of Cargill Power Markets, LLC Corporation Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 23 Column: e

E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 23 Column: m

The total consists of Ameren Energy Marketing Schedule 1 and Schedule 2 charges.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

Schedule Page: 328 Line No.: 24 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 24 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(299) for prior years.

Schedule Page: 328 Line No.: 25 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 25 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(25) for 2010.

Schedule Page: 328 Line No.: 26 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 26 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(257) for prior years.

Schedule Page: 328 Line No.: 27 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 27 Column: m
The total consists of Eagle Energy Corporation Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 28 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 28 Column: m
The total consists of The Energy Authority Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 29 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 29 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(91) for 2010.

Schedule Page: 328 Line No.: 30 Column: e
E.ON U.S. OATT FERC Electric Tariff Fourth Rev. Vol. 1 through 6/21/2010; effective 6/22/2010 LGE and KU Joint Pro Forma Open Access Transmission Tariff Schedule 4.

Schedule Page: 328 Line No.: 30 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(5,578) for prior years.

Schedule Page: 328 Line No.: 31 Column: e
3rd Revised Rate Schedule FERC No. 184 effective May 2009.

Schedule Page: 328 Line No.: 31 Column: m
The total consists of the City of Barbourville Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 32 Column: e
3rd Revised Rate Schedule FERC No. 184 effective May 2009.

Schedule Page: 328 Line No.: 32 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(6,600) for prior years.

Schedule Page: 328 Line No.: 33 Column: e

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

3rd Revised Rate Schedule FERC No. 185 effective May 2009.

Schedule Page: 328 Line No.: 33 Column: m
The total consists of the City of Bardstown Schedule 1 and Schedule 2 charges.

Schedule Page: 328 Line No.: 34 Column: e
3rd Revised Rate Schedule FERC No. 185 effective May 2009.

Schedule Page: 328 Line No.: 34 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(11,313) for prior years.

Schedule Page: 328.1 Line No.: 1 Column: e
3rd Revised Rate Schedule FERC No. 186 effective May 2009.

Schedule Page: 328.1 Line No.: 1 Column: m
The total consists of the City of Bardwell Schedule 1 and Schedule 2 charges.

Schedule Page: 328.1 Line No.: 2 Column: e
3rd Revised Rate Schedule FERC No. 186 effective May 2009.

Schedule Page: 328.1 Line No.: 2 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(570) for prior years.

Schedule Page: 328.1 Line No.: 3 Column: e
3rd Revised Rate Schedule FERC No. 187 effective May 2009.

Schedule Page: 328.1 Line No.: 3 Column: m
The total consists of the City of Benhem Schedule 1 and Schedule 2 charges.

Schedule Page: 328.1 Line No.: 4 Column: e
3rd Revised Rate Schedule FERC No. 187 effective May 2009.

Schedule Page: 328.1 Line No.: 4 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(402) for prior years.

Schedule Page: 328.1 Line No.: 5 Column: e
2nd Revised Rate Schedule FERC No. 197 effective May 2009.

Schedule Page: 328.1 Line No.: 5 Column: m
The total consists of the City of Berea Schedule 1 and Schedule 2 charges.

Schedule Page: 328.1 Line No.: 6 Column: e
2nd Revised Rate Schedule FERC No. 197 effective May 2009.

Schedule Page: 328.1 Line No.: 6 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(8,010) for prior years.

Schedule Page: 328.1 Line No.: 7 Column: e
3rd Revised Rate Schedule FERC No. 188 effective May 2009.

Schedule Page: 328.1 Line No.: 7 Column: m
The total consists of the City of Corbin Schedule 1 and Schedule 2 charges.

Schedule Page: 328.1 Line No.: 8 Column: e
3rd Revised Rate Schedule FERC No. 188 effective May 2009.

Schedule Page: 328.1 Line No.: 8 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(5,383) for prior years.

Schedule Page: 328.1 Line No.: 9 Column: e
3rd Revised Rate Schedule FERC No. 189 effective May 2009.

Schedule Page: 328.1 Line No.: 9 Column: m
The total consists of the City of Falmouth Schedule 1 and Schedule 2 charges.

Schedule Page: 328.1 Line No.: 10 Column: e
3rd Revised Rate Schedule FERC No. 189 effective May 2009.

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 328.1 Line No.: 10 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(1,171) for prior years.

Schedule Page: 328.1 Line No.: 11 Column: e
3rd Revised Rate Schedule FERC No. 190 effective May 2009.

Schedule Page: 328.1 Line No.: 11 Column: m
The total consists of the City of Frankfort Schedule 1 and Schedule 2 charges.

Schedule Page: 328.1 Line No.: 12 Column: e
3rd Revised Rate Schedule FERC No. 190 effective May 2009.

Schedule Page: 328.1 Line No.: 12 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(43,129) for prior years.

Schedule Page: 328.1 Line No.: 13 Column: e
3rd Revised Rate Schedule FERC No. 161 effective May 2009.

Schedule Page: 328.1 Line No.: 13 Column: m
The total consists of the City of Madisonville Schedule 1 and Schedule 2 charges.

Schedule Page: 328.1 Line No.: 14 Column: e
3rd Revised Rate Schedule FERC No. 161 effective May 2009.

Schedule Page: 328.1 Line No.: 14 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(18,440) for prior years.

Schedule Page: 328.1 Line No.: 15 Column: e
3rd Revised Rate Schedule FERC No. 157 effective May 2009.

Schedule Page: 328.1 Line No.: 15 Column: m
The total consists of the City of Nicholasville Schedule 1 and Schedule 2 charges.

Schedule Page: 328.1 Line No.: 16 Column: e
3rd Revised Rate Schedule FERC No. 157 effective May 2009.

Schedule Page: 328.1 Line No.: 16 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(11,443) for prior years.

Schedule Page: 328.1 Line No.: 17 Column: e
3rd Revised Rate Schedule FERC No. 83 effective May 2009.

Schedule Page: 328.1 Line No.: 17 Column: m
The total consists of the City of Paris Schedule 1 and Schedule 2 charges.

Schedule Page: 328.1 Line No.: 18 Column: e
3rd Revised Rate Schedule FERC No. 83 effective May 2009.

Schedule Page: 328.1 Line No.: 18 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(2,271) for prior years.

Schedule Page: 328.1 Line No.: 19 Column: e
4th Revised Rate Schedule FERC No. 195 effective May 2009.

Schedule Page: 328.1 Line No.: 19 Column: m
The total consists of the City of Providence Schedule 1 and Schedule 2 charges.

Schedule Page: 328.1 Line No.: 20 Column: e
4th Revised Rate Schedule FERC No. 195 effective May 2009.

Schedule Page: 328.1 Line No.: 20 Column: k
The total consists of a refund of a certain portion of Open Access Transmission Tariff Schedule 10 charges for Kentucky Utilities Company and Louisville Gas and Electric Company of $(1,950) for prior years.

Schedule Page: 328.1 Line No.: 20 Column: n
This footnote is not to reference this cell, but the total on line 35 column (n).

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

The total amount does not agree to page 300, line 22, column (b) due to intracompany transmission revenues that must be eliminated in consolidation:

Page 330, line 35, column (n)	$ 10,386,856
Elimination of intracompany transmission revenues	(1,213,433)
Page 300, line 22, column (b)	$ 9,173,423

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

TRANSMISSION OF ELECTRICITY BY OTHERS (Account 565)
(Including transactions referred to as "wheeling")

1. Report all transmission, i.e. wheeling or electricity provided by other electric utilities, cooperatives, municipalities, other public authorities, qualifying facilities, and others for the quarter.
2. In column (a) report each company or public authority that provided transmission service. Provide the full name of the company, abbreviate if necessary, but do not truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation with the transmission service provider. Use additional columns as necessary to report all companies or public authorities that provided transmission service for the quarter reported.
3. In column (b) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNS - Firm Network Transmission Service for Self, LFP - Long-Term Firm Point-to-Point Transmission Reservations. OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point-to- Point Transmission Reservations, NF - Non-Firm Transmission Service, and OS - Other Transmission Service. See General Instructions for definitions of statistical classifications.
4. Report in column (c) and (d) the total megawatt hours received and delivered by the provider of the transmission service.
5. Report in column (e), (f) and (g) expenses as shown on bills or vouchers rendered to the respondent. In column (e) report the demand charges and in column (f) energy charges related to the amount of energy transferred. On column (g) report the total of all other charges on bills or vouchers rendered to the respondent, including any out of period adjustments. Explain in a footnote all components of the amount shown in column (g). Report in column (h) the total charge shown on bills rendered to the respondent. If no monetary settlement was made, enter zero in column (h). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.
6. Enter "TOTAL" in column (a) as the last line.
7. Footnote entries and provide explanations following all required data.

Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	TRANSFER OF ENERGY Magawatt-hours Received (c)	Magawatt-hours Delivered (d)	EXPENSES FOR TRANSMISSION OF ELECTRICITY BY OTHERS Demand Charges ($) (e)	Energy Charges ($) (f)	Other Charges ($) (g)	Total Cost of Transmission ($) (h)
1	Midwest ISO	NF	7,759	7,759		37,092	5,586	42,678
2	Midwest ISO	AD				-1,444	-333	-1,777
3	East Kentucky Power	LFP			1,658,770		120,320	1,779,090
4	East Kentucky Power	AD			9,961		11,880	21,841
5	KU/LG&E	LFP	239,822	239,822	615,016		43,179	658,195
6	KU/LG&E	SFP	131,296	131,296	281,576		23,466	305,042
7	KU/LG&E	NF	217,998	217,998		776,675	43,143	819,818
8	PJM Interconnect	SFP	334,731	334,731	811,148		26,657	837,805
9	PJM Interconnect	NF	150,922	150,922		101,117	164,936	266,053
10	PJM Interconnect	AD					-2,747	-2,747
11	Tennessee Valley Auth	NF	1,677	1,677		7,448		7,448
12	The Energy Authority	NF	41	41		108		108
13								
14								
15								
16								
	TOTAL		1,084,246	1,084,246	3,376,471	920,996	436,087	4,733,554

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 332 Line No.: 1 Column: g
The total consists of Schedule 1, Schedule 2 and Schedule 26 charges.

Schedule Page: 332 Line No.: 2 Column: f
The total consists of a true-up of prior period energy charges.

Schedule Page: 332 Line No.: 2 Column: g
The total consists of a true-up of prior period Schedule 1, Schedule 2, Schedule 26 charges and a pass-through of a reduction in Schedule 2 expense for the period of November 2008 - June 2009, as per FERC order ER07-1383-000.

Schedule 1 true-up:	$ 252
Schedule 2 true-up:	611
Schedule 26 true-up:	438
Pass-through expense reduction:	(1,634)
	$ (333)

Schedule Page: 332 Line No.: 3 Column: b
The LFP transmission service agreement between East Kentucky Power Cooperative and Kentucky Utilities Company and Louisville Gas and Electric Company has a termination date of 9/30/2016.

Schedule Page: 332 Line No.: 3 Column: g
The total consists of Schedule 1 and Schedule 2 charges.

Schedule Page: 332 Line No.: 4 Column: g
The total consists of true-ups of Schedule 1 and Schedule 2 charges for prior periods.

Schedule Page: 332 Line No.: 5 Column: a
Kentucky Utilities Company and Louisville Gas and Electric Company were both owned by E.ON U.S. LLC until November 1, 2010. As of November 1, 2010, Kentucky Utilities Company and Louisville Gas and Electric Company are owned by PPL Corporation.

Schedule Page: 332 Line No.: 5 Column: b
Long-term Firm purchases by Kentucky Utilities Company and Louisville Gas and Electric Company take place under the Open Access Transmission Tariff with intercompany allocations for revenues and expenses determined by the Transmission Coordination Agreement between the Companies. The Tariff is evergreen and the Transmission Coordination Agreement automatically renews unless terminated.

Schedule Page: 332 Line No.: 5 Column: g
The total consists of Schedule 1 and Schedule 2 charges.

Schedule Page: 332 Line No.: 6 Column: a
Kentucky Utilities Company and Louisville Gas and Electric Company were both owned by E.ON U.S. LLC until November 1, 2010. As of November 1, 2010, Kentucky Utilities Company and Louisville Gas and Electric Company are owned by PPL Corporation.

Schedule Page: 332 Line No.: 6 Column: g
The total consists of Schedule 1 and Schedule 2 charges.

Schedule Page: 332 Line No.: 7 Column: a
Kentucky Utilities Company and Louisville Gas and Electric Company were both owned by E.ON U.S. LLC until November 1, 2010. As of November 1, 2010, Kentucky Utilities Company and Louisville Gas and Electric Company are owned by PPL Corporation.

Schedule Page: 332 Line No.: 7 Column: g
The total consists of Schedule 1 and Schedule 2 charges.

Schedule Page: 332 Line No.: 8 Column: g
The total consists of Schedule 1, Schedule 2, Black Start service and charges for other short-term firm point-to-point transmission without energy.

Schedule Page: 332 Line No.: 9 Column: g
The total consists of Schedule 1, Schedule 2, Black Start service and charges for other non-firm point-to-point without energy.

Schedule Page: 332 Line No.: 10 Column: g
The total consists of true-ups of prior period Schedule 1, Schedule 2, Black Start service and charges for other non-firm point-to-point without energy.

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule 1 Non-firm:	$ 5
Schedule 2 Non-firm:	(2,579)
Other Non-firm Point-to-Point without energy:	(173)
	$ (2,747)

Schedule Page: 332 Line No.: 13 Column: h

This footnote is not to reference this cell, but the total for column (h).

The total amount does not agree to page 321, line 96, column (b) due to the elimination of intracompany transmission expenses:

Page 332, the total for column (h)	$ 4,733,554
Elimination of intracompany transmission expenses	(1,213,433)
Page 321, line 96, column (b)	$ 3,520,121

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

MISCELLANEOUS GENERAL EXPENSES (Account 930.2) (ELECTRIC)

Line No.	Description (a)	Amount (b)
1	Industry Association Dues	507,358
2	Nuclear Power Research Expenses	
3	Other Experimental and General Research Expenses	1,783,232
4	Pub & Dist Info to Stkhldrs...expn servicing outstanding Securities	
5	Oth Expn >=5,000 show purpose, recipient, amount. Group if < $5,000	-53,866
6	Water Use Fees	86,097
7	Marketing Research & Consulting Expenses	
8	Chartwell, Inc.	13,995
9	FGI Research Inc.	13,950
10	Bellomy Research Inc.	12,158
11	Websurveyor Corp.	9,130
12	Miscellaneous	9,077
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		
42		
43		
44		
45		
46	TOTAL	2,381,131

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 335 Line No.: 5 Column: b

Balance includes an adjustment of $68,391 for miscellaneous bank reconciling items written off in October 2010.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Account 403, 404, 405)
(Except amortization of aquisition adjustments)

1. Report in section A for the year the amounts for : (b) Depreciation Expense (Account 403; (c) Depreciation Expense for Asset Retirement Costs (Account 403.1; (d) Amortization of Limited-Term Electric Plant (Account 404); and (e) Amortization of Other Electric Plant (Account 405).
2. Report in Section 8 the rates used to compute amortization charges for electric plant (Accounts 404 and 405). State the basis used to compute charges and whether any changes have been made in the basis or rates used from the preceding report year.
3. Report all available information called for in Section C every fifth year beginning with report year 1971, reporting annually only changes to columns (c) through (g) from the complete report of the preceding year.
Unless composite depreciation accounting for total depreciable plant is followed, list numerically in column (a) each plant subaccount, account or functional classification, as appropriate, to which a rate is applied. Identify at the bottom of Section C the type of plant included in any sub-account used.
In column (b) report all depreciable plant balances to which rates are applied showing subtotals by functional Classifications and showing composite total. Indicate at the bottom of section C the manner in which column balances are obtained. If average balances, state the method of averaging used.
For columns (c), (d), and (e) report available information for each plant subaccount, account or functional classification Listed in column (a). If plant mortality studies are prepared to assist in estimating average service Lives, show in column (f) the type mortality curve selected as most appropriate for the account and in column (g), if available, the weighted average remaining life of surviving plant. If composite depreciation accounting is used, report available information called for in columns (b) through (g) on this basis.
4. If provisions for depreciation were made during the year in addition to depreciation provided by application of reported rates, state at the bottom of section C the amounts and nature of the provisions and the plant items to which related.

A. Summary of Depreciation and Amortization Charges

Line No.	Functional Classification (a)	Depreciation Expense (Account 403) (b)	Depreciation Expense for Asset Retirement Costs (Account 403.1) (c)	Amortization of Limited Term Electric Plant (Account 404) (d)	Amortization of Other Electric Plant (Acc 405) (e)	Total (f)
1	Intangible Plant			6,603,464		6,603,464
2	Steam Production Plant	71,881,337	1,646,303			73,527,640
3	Nuclear Production Plant					
4	Hydraulic Production Plant-Conventional	122,833	317			123,150
5	Hydraulic Production Plant-Pumped Storage					
6	Other Production Plant	17,106,659	1,768			17,108,427
7	Transmission Plant	10,288,600	615			10,289,215
8	Distribution Plant	32,647,995	1,649			32,649,644
9	Regional Transmission and Market Operation					
10	General Plant	5,583,964				5,583,964
11	Common Plant-Electric					
12	TOTAL	137,631,388	1,650,652	6,603,464		145,885,504

B. Basis for Amortization Charges

ACCOUNT	RATE	PLANT BALANCE @12/31/2010	AMORTIZATION
130200	0 - 5% (1)	83,453 (2)	-
130300	20%	14,386,105 (2)	2,892,489
130310	10%	37,812,357 (2)	3,710,975

Notes:
(1) Amortization rates vary from 0 to 5%
(2) Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Continued)

C. Factors Used in Estimating Depreciation Charges

Line No.	Account No. (a)	Depreciable Plant Base (In Thousands) (b)	Estimated Avg. Service Life (c)	Net Salvage (Percent) (d)	Applied Depr. rates (Percent) (e)	Mortality Curve Type (f)	Average Remaining Life (g)
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
29							
30							
31							
32							
33							
34							
35							
36							
37							
38							
39							
40							
41							
42							
43							
44							
45							
46							
47							
48							
49							
50							

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

REGULATORY COMMISSION EXPENSES

1. Report particulars (details) of regulatory commission expenses incurred during the current year (or incurred in previous years, if being amortized) relating to format cases before a regulatory body, or cases in which such a body was a party.
2. Report in columns (b) and (c), only the current year's expenses that are not deferred and the current year's amortization of amounts deferred in previous years.

Line No.	Description (Furnish name of regulatory commission or body the docket or case number and a description of the case) (a)	Assessed by Regulatory Commission (b)	Expenses of Utility (c)	Total Expense for Current Year (b) + (c) (d)	Deferred in Account 182.3 at Beginning of Year (e)
1	Federal Energy Regulatory Commission				
2	Annual Charge	330,901		330,901	
3	2008 Rate Case		8,792	8,792	
4					
5	Tennessee Regulatory Authority				
6	2008 Rate Filing		25	25	
7					
8	State Corporation Commission of Virginia				
9	2008 Rate Case		42,730	42,730	
10	2010 Rate Case		727	727	
11					
12	Kentucky Public Service Commission				
13	2008 Rate Case (Mar-09 to Feb-12)		460,559	460,559	997,877
14	2009 Rate Case (Aug-10 to Jul-13)		279,801	279,801	
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46	TOTAL	330,901	792,634	1,123,535	997,877

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

REGULATORY COMMISSION EXPENSES (Continued)

3. Show in column (k) any expenses incurred in prior years which are being amortized. List in column (a) the period of amortization.
4. List in column (f), (g), and (h) expenses incurred during year which were charged currently to income, plant, or other accounts.
5. Minor items (less than $25,000) may be grouped.

EXPENSES INCURRED DURING YEAR				AMORTIZED DURING YEAR			
CURRENTLY CHARGED TO							
Department (f)	Account No. (g)	Amount (h)	Deferred to Account 182.3 (i)	Contra Account (j)	Amount (k)	Deferred in Account 182.3 End of Year (l)	Line No.
							1
Electric	928	330,901					2
Electric	928	8,792					3
							4
							5
Electric	928	25					6
							7
							8
Electric	928	42,730					9
Electric	928	727					10
							11
							12
Electric	928	460,559		928	460,559	537,318	13
Electric	928	279,801					14
Electric	186	1,289,306	2,014,568	928	279,801	1,734,767	15
							16
							17
							18
							19
							20
							21
							22
							23
							24
							25
							26
							27
							28
							29
							30
							31
							32
							33
							34
							35
							36
							37
							38
							39
							40
							41
							42
							43
							44
							45
		2,412,841	2,014,568		740,360	2,272,085	46

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

RESEARCH, DEVELOPMENT, AND DEMONSTRATION ACTIVITIES

1. Describe and show below costs incurred and accounts charged during the year for technological research, development, and demonstration (R, D & D) project initiated, continued or concluded during the year. Report also support given to others during the year for jointly-sponsored projects.(Identify recipient regardless of affiliation.) For any R, D & D work carried with others, show separately the respondent's cost for the year and cost chargeable to others (See definition of research, development, and demonstration in Uniform System of Accounts).
2. Indicate in column (a) the applicable classification, as shown below:

Classifications:

A. Electric R, D & D Performed Internally:
- (1) Generation
  - a. hydroelectric
    - i. Recreation fish and wildlife
    - ii Other hydroelectric
  - b. Fossil-fuel steam
  - c. Internal combustion or gas turbine
  - d. Nuclear
  - e. Unconventional generation
  - f. Siting and heat rejection
- (2) Transmission
  - a. Overhead
  - b. Underground
- (3) Distribution
- (4) Regional Transmission and Market Operation
- (5) Environment (other than equipment)
- (6) Other (Classify and include items in excess of $50,000.)
- (7) Total Cost Incurred

B. Electric, R, D & D Performed Externally:
- (1) Research Support to the electrical Research Council or the Electric Power Research Institute

Line No.	Classification (a)	Description (b)
1	EPRI (1)	Tailored Collaboration
2	EPRI (1)	BSA Power Plant Parameter Derivation Software User's Group
3	EPRI (1)	Tailored Collaboration
4	EPRI (1)	CF Artificial Neural Network Short Term Load Forecaster
5	EPRI (1)	Annual Membership and Annual Research Portfolio
6	EPRI (1)	Annual Membership and Annual Research Portfolio
7	EPRI (1)	CF Effluent Guidelines Information Collection and Evaluation
8	EPRI (1)	Tailored Collaboration
9	Black and Veatch LLC (4)	Biomass Feasibility Study
10	Kentucky Consortium for Carbon Storage (4)	Amortization of Carbon Storage Project Regulatory Asset
11	University of Kentucky Research Foundation (4)	Power Flow and Stability Analysis
12	University of Kentucky Research Foundation (4)	Evaluation of Geologic Carbon Storage
13	UofL Center for Infrastructure Research (4)	Annual Membership
14	University of Kentucky Research Foundation (4)	Carbon Capturing Research
15	Moore Ventures LLC (4)	Biomass Feasibility Study
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

RESEARCH, DEVELOPMENT, AND DEMONSTRATION ACTIVITIES (Continued)

(2) Research Support to Edison Electric Institute
(3) Research Support to Nuclear Power Groups
(4) Research Support to Others (Classify)
(5) Total Cost Incurred

3. Include in column (c) all R, D & D items performed internally and in column (d) those items performed outside the company costing $50,000 or more, briefly describing the specific area of R, D & D (such as safety, corrosion control, pollution, automation, measurement, insulation, type of appliance, etc.). Group items under $50,000 by classifications and indicate the number of items grouped. Under Other, (A (6) and B (4)) classify items by type of R, D & D activity.
4. Show in column (e) the account number charged with expenses during the year or the account to which amounts were capitalized during the year, listing Account 107, Construction Work in Progress, first. Show in column (f) the amounts related to the account charged in column (e)
5. Show in column (g) the total unamortized accumulating of costs of projects. This total must equal the balance in Account 188, Research, Development, and Demonstration Expenditures, Outstanding at the end of the year.
6. If costs have not been segregated for R, D &D activities or projects, submit estimates for columns (c), (d), and (f) with such amounts identified by "Est."
7. Report separately research and related testing facilities operated by the respondent.

Costs Incurred Internally Current Year (c)	Costs Incurred Externally Current Year (d)	AMOUNTS CHARGED IN CURRENT YEAR		Unamortized Accumulation (g)	Line No.
		Account (e)	Amount (f)		
	12,000	107	12,000		1
	3,600	500	3,600		2
	20,952	500	20,952		3
	9,360	556	9,360		4
	55,665	908	55,665		5
	1,380,471	930	1,380,471		6
	19,500	930	19,500		7
	232,040	930	232,040		8
	72,879	923	72,879		9
	96,038	930	96,038		10
	8,050	561	8,050		11
	5,337	923	5,337		12
	12,500	930	12,500		13
	42,683	930	42,683		14
	21,546	923	21,546		15
					16
					17
	1,992,621		1,992,621		18
					19
					20
					21
					22
					23
					24
					25
					26
					27
					28
					29
					30
					31
					32
					33
					34
					35
					36
					37
					38

BLANK

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

Schedule Page: 352 Line No.: 10 Column: e

The amount reported for account 930 represents the amortization of costs previously recorded to account 182.

Schedule Page: 352 Line No.: 13 Column: e

The amount reported for account 930 represents the amortization of costs previously recorded to account 165.

Schedule Page: 352 Line No.: 14 Column: e

The amount reported for account 930 represents the amortization of costs previously recorded to account 182.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

DISTRIBUTION OF SALARIES AND WAGES

Report below the distribution of total salaries and wages for the year. Segregate amounts originally charged to clearing accounts to Utility Departments, Construction, Plant Removals, and Other Accounts, and enter such amounts in the appropriate lines and columns provided. In determining this segregation of salaries and wages originally charged to clearing accounts, a method of approximation giving substantially correct results may be used.

Line No.	Classification (a)	Direct Payroll Distribution (b)	Allocation of Payroll charged for Clearing Accounts (c)	Total (d)
1	Electric			
2	Operation			
3	Production	19,196,688		
4	Transmission	2,769,806		
5	Regional Market			
6	Distribution	9,167,197		
7	Customer Accounts	8,535,558		
8	Customer Service and Informational	755,486		
9	Sales			
10	Administrative and General	15,261,989		
11	TOTAL Operation (Enter Total of lines 3 thru 10)	55,686,724		
12	Maintenance			
13	Production	12,715,095		
14	Transmission	656,868		
15	Regional Market			
16	Distribution	5,131,432		
17	Administrative and General	4,252,561		
18	TOTAL Maintenance (Total of lines 13 thru 17)	22,755,956		
19	Total Operation and Maintenance			
20	Production (Enter Total of lines 3 and 13)	31,911,783		
21	Transmission (Enter Total of lines 4 and 14)	3,426,674		
22	Regional Market (Enter Total of Lines 5 and 15)			
23	Distribution (Enter Total of lines 6 and 16)	14,298,629		
24	Customer Accounts (Transcribe from line 7)	8,535,558		
25	Customer Service and Informational (Transcribe from line 8)	755,486		
26	Sales (Transcribe from line 9)			
27	Administrative and General (Enter Total of lines 10 and 17)	19,514,550		
28	TOTAL Oper. and Maint. (Total of lines 20 thru 27)	78,442,680	23,642,145	102,084,825
29	Gas			
30	Operation			
31	Production-Manufactured Gas			
32	Production-Nat. Gas (Including Expl. and Dev.)			
33	Other Gas Supply			
34	Storage, LNG Terminaling and Processing			
35	Transmission			
36	Distribution			
37	Customer Accounts			
38	Customer Service and Informational			
39	Sales			
40	Administrative and General			
41	TOTAL Operation (Enter Total of lines 31 thru 40)			
42	Maintenance			
43	Production-Manufactured Gas			
44	Production-Natural Gas (Including Exploration and Development)			
45	Other Gas Supply			
46	Storage, LNG Terminaling and Processing			
47	Transmission			

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

DISTRIBUTION OF SALARIES AND WAGES (Continued)

.

Line No.	Classification (a)	Direct Payroll Distribution (b)	Allocation of Payroll charged for Clearing Accounts (c)	Total (d)
48	Distribution			
49	Administrative and General			
50	TOTAL Maint. (Enter Total of lines 43 thru 49)			
51	Total Operation and Maintenance			
52	Production-Manufactured Gas (Enter Total of lines 31 and 43)			
53	Production-Natural Gas (Including Expl. and Dev.) (Total lines 32,			
54	Other Gas Supply (Enter Total of lines 33 and 45)			
55	Storage, LNG Terminaling and Processing (Total of lines 31 thru			
56	Transmission (Lines 35 and 47)			
57	Distribution (Lines 36 and 48)			
58	Customer Accounts (Line 37)			
59	Customer Service and Informational (Line 38)			
60	Sales (Line 39)			
61	Administrative and General (Lines 40 and 49)			
62	TOTAL Operation and Maint. (Total of lines 52 thru 61)			
63	Other Utility Departments			
64	Operation and Maintenance			
65	TOTAL All Utility Dept. (Total of lines 28, 62, and 64)	78,442,680	23,642,145	102,084,825
66	Utility Plant			
67	Construction (By Utility Departments)			
68	Electric Plant	20,843,562	14,922,416	35,765,978
69	Gas Plant			
70	Other (provide details in footnote):			
71	TOTAL Construction (Total of lines 68 thru 70)	20,843,562	14,922,416	35,765,978
72	Plant Removal (By Utility Departments)			
73	Electric Plant	1,074,629	775,058	1,849,687
74	Gas Plant			
75	Other (provide details in footnote):			
76	TOTAL Plant Removal (Total of lines 73 thru 75)	1,074,629	775,058	1,849,687
77	Other Accounts (Specify, provide details in footnote):			
78	Accounts Receivable (work done for others)	1,126,266	217,734	1,344,000
79	Miscellaneous Deferred Debits & Preliminary Survey	11,550	-16,738	-5,188
80	Certain Civic, Political and Related Activities and Other	444,164	203,544	647,708
81				
82				
83				
84				
85				
86				
87				
88				
89				
90				
91				
92				
93				
94				
95	TOTAL Other Accounts	1,581,980	404,540	1,986,520
96	TOTAL SALARIES AND WAGES	101,942,851	39,744,159	141,687,010

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

AMOUNTS INCLUDED IN ISO/RTO SETTLEMENT STATEMENTS

1. The respondent shall report below the details called for concerning amounts it recorded in Account 555, Purchase Power, and Account 447, Sales for Resale, for items shown on ISO/RTO Settlement Statements. Transactions should be separately netted for each ISO/RTO administered energy market for purposes of determining whether an entity is a net seller or purchaser in a given hour. Net megawatt hours are to be used as the basis for determining whether a net purchase or sale has occurred. In each monthly reporting period, the hourly sale and purchase net amounts are to be aggregated and separately reported in Account 447, Sales for Resale, or Account 555, Purchased Power, respectively.

Line No.	Description of Item(s) (a)	Balance at End of Quarter 1 (b)	Balance at End of Quarter 2 (c)	Balance at End of Quarter 3 (d)	Balance at End of Year (e)
1	Energy				
2	Net Purchases (Account 555)	1,855,255	4,281,165	10,114,469	11,698,512
3	Net Sales (Account 447)	47,519	80,474	69,706	69,706
4	Transmission Rights				
5	Ancillary Services				
6	Other Items (list separately)				
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46	TOTAL	1,902,774	4,361,639	10,184,175	11,768,218

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

Schedule Page: 397 Line No.: 2 Column: b

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. There was no difference between the different calculation methods in the first quarter of 2010 for purchases recorded in accordance with FERC Order No. 668-A.

Schedule Page: 397 Line No.: 2 Column: c

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. There was no difference between the different calculation methods in the second quarter of 2010 for purchases recorded in accordance with FERC Order No. 668-A.

Schedule Page: 397 Line No.: 2 Column: d

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. There was no difference between the different calculation methods in the third quarter of 2010 for purchases recorded in accordance with FERC Order No. 668-A.

Schedule Page: 397 Line No.: 2 Column: e

Resubmission due to an adjustment made to a future period improperly included in the fourth quarter of 2010.

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. There was no difference between the different calculation methods in the fourth quarter of 2010 for purchases recorded in accordance with FERC Order No. 668-A.

Schedule Page: 397 Line No.: 3 Column: b

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. There was no difference between the different calculation methods in the first quarter of 2010 for sales recorded in accordance with FERC Order No. 668-A.

Schedule Page: 397 Line No.: 3 Column: c

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. There was no difference between the different calculation methods in the second quarter of 2010 for sales recorded in accordance with FERC Order No. 668-A. These amounts do not include $50,493 in sales sourced by test energy from the commissioning of a new power plant that were assigned to Account 107 rather than to Account 447. There is no difference in the Day Ahead and Real Time markets for the sales which were assigned to Account 107.

Schedule Page: 397 Line No.: 3 Column: d

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the

BLANK

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

FOOTNOTE DATA

Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. There was no difference between the different calculation methods in the third quarter of 2010 for sales recorded in accordance with FERC Order No. 668-A. These amounts do not include $20,712 in sales sourced by test energy from the commissioning of a new power plant that were assigned to Account 107 rather than to Account 447 during the third quarter. Also, during the third quarter, there was a true-up done for the second quarter that resulted in declining net sales between the second and third quarters. There is no difference in the Day Ahead and Real Time markets for the sales which were assigned to Account 107.

Schedule Page: 397 Line No.: 3 Column: e

The amount reflects transactions recorded in accordance with Kentucky Utilities Company's Power Supply System Agreement with Louisville Gas and Electric Company, as approved by the Kentucky Public Service Commission in October 1997, in which purchases and sales are calculated based on joint dispatch of the Companies' units. Such calculations do not distinguish between purchases and sales made in the Day Ahead and Real Time markets. There was no difference between the different calculation methods in the fourth quarter of 2010 for sales recorded in accordance with FERC Order No. 668-A. These amounts do not include $110,362 in sales sourced by test energy from the commissioning of a new power plant that were assigned to Account 107 rather than to Account 447. There is no difference in the Day Ahead and Real Time markets for the sales which were assigned to Account 107.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

PURCHASES AND SALES OF ANCILLARY SERVICES

Report the amounts for each type of ancillary service shown in column (a) for the year as specified in Order No. 888 and defined in the respondents Open Access Transmission Tariff.

In columns for usage, report usage-related billing determinant and the unit of measure.

(1) On line 1 columns (b), (c), (d), (e), (f) and (g) report the amount of ancillary services purchased and sold during the year.

(2) On line 2 columns (b) (c), (d), (e), (f), and (g) report the amount of reactive supply and voltage control services purchased and sold during the year.

(3) On line 3 columns (b) (c), (d), (e), (f), and (g) report the amount of regulation and frequency response services purchased and sold during the year.

(4) On line 4 columns (b), (c), (d), (e), (f), and (g) report the amount of energy imbalance services purchased and sold during the year.

(5) On lines 5 and 6, columns (b), (c), (d), (e), (f), and (g) report the amount of operating reserve spinning and supplement services purchased and sold during the period.

(6) On line 7 columns (b), (c), (d), (e), (f), and (g) report the total amount of all other types ancillary services purchased or sold during the year. Include in a footnote and specify the amount for each type of other ancillary service provided.

		Amount Purchased for the Year			Amount Sold for the Year		
		Usage - Related Billing Determinant			Usage - Related Billing Determinant		
Line No.	Type of Ancillary Service (a)	Number of Units (b)	Unit of Measure (c)	Dollars (d)	Number of Units (e)	Unit of Measure (f)	Dollars (g)
1	Scheduling, System Control and Dispatch	1,084,246	MWH	215,994	4,194,974	MWH	250,774
2	Reactive Supply and Voltage	1,084,246	MWH	197,322	4,194,974	MWH	183,270
3	Regulation and Frequency Response				4,194,974	MWH	76,139
4	Energy Imbalance						
5	Operating Reserve - Spinning				4,194,974	MWH	118,015
6	Operating Reserve - Supplement				4,194,974	MWH	118,015
7	Other			22,771			
8	Total (Lines 1 thru 7)	2,168,492		436,087	20,974,870		746,213

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 398 Line No.: 7 Column: b

The Other charges amounts are not associated with a number of units or a unit of measure.

Schedule Page: 398 Line No.: 7 Column: d

This amount consists of PJM non-energy related charges related to non-firm point-to-point transmission services and Black Start Charges. This amount also includes the Midwest ISO's Schedule 26 Charges (Network Upgrade Charge from Transmission Expansion Plan).

PJM Other Charges	$20,020
MISO Schedule 26	2,751
	$22,771

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

MONTHLY TRANSMISSION SYSTEM PEAK LOAD

(1) Report the monthly peak load on the respondent's transmission system. If the respondent has two or more power systems which are not physically integrated, furnish the required information for each non-integrated system.
(2) Report on Column (b) by month the transmission system's peak load.
(3) Report on Columns (c) and (d) the specified information for each monthly transmission - system peak load reported on Column (b).
(4) Report on Columns (e) through (j) by month the system' monthly maximum megawatt load by statistical classifications. See General Instruction for the definition of each statistical classification.

NAME OF SYSTEM:

Line No.	Month (a)	Monthly Peak MW - Total (b)	Day of Monthly Peak (c)	Hour of Monthly Peak (d)	Firm Network Service for Self (e)	Firm Network Service for Others (f)	Long-Term Firm Point-to-point Reservations (g)	Other Long-Term Firm Service (h)	Short-Term Firm Point-to-point Reservation (i)	Other Service (j)
1	January	5,281	8	10	4,353	486	89	85	104	164
2	February	4,971	12	8	4,121	541	89	75		145
3	March	4,330	5	8	3,609	439	89	55		138
4	Total for Quarter 1	14,582			12,083	1,466	267	215	104	447
5	April	3,491	15	16	2,893	325	89	38		146
6	May	4,208	27	15	3,439	494	89	50	136	
7	June	4,734	23	16	4,071	517	89	57		
8	Total for Quarter 2	12,433			10,403	1,336	267	145	136	146
9	July	4,735	23	15	4,008	546	89	56	36	
10	August	5,084	4	15	4,323	577	89	59	36	
11	September	4,458	1	16	3,851	471	89	47		
12	Total for Quarter 3	14,277			12,182	1,594	267	162	72	
13	October	3,360	11	17	2,835	399	89	37		
14	November	3,637	29	8	3,093	414	89	51		
15	December	5,531	15	8	4,517	450	89	58	417	
16	Total for Quarter 4	12,528			10,445	1,263	267	146	417	
17	Total Year to Date/Year	53,820			45,113	5,659	1,068	668	729	593

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 400 Line No.: 2 Column: b

During the third quarter, values previously reported were revised due to inaccurate reports from the Network Service for self. The 4,858 MW reported during the second quarter of 2010 were reverted back to the 4,971 MW originally reported during the first quarter.

Schedule Page: 400 Line No.: 2 Column: e

During the third quarter, values previously reported were revised due to inaccurate reports from Network Service for self. The 4,008 MW reported during the second quarter of 2010 were reverted back to the 4,121 MW originally reported during the first quarter.

Schedule Page: 400 Line No.: 4 Column: b

During the third quarter, values previously reported were revised due to inaccurate reports from the Network Service for self in February. The 14,469 MW reported during second quarter of 2010 were reverted back to the 14,582 originally reported during the first quarter.

Schedule Page: 400 Line No.: 4 Column: e

During the third quarter, values previously reported were revised due to inaccurate reports from the Network Service for self. The 11,970 MW reported during the second quarter of 2010 were reverted back to the 12,083 MW originally reported during the first quarter.

Schedule Page: 400 Line No.: 6 Column: b

Value previously reported was revised due to inaccurate reports from Network Service for self. Originally reported amount of 4,207 MW in second quarter of 2010 was changed to 4,208 MW in the third quarter.

Schedule Page: 400 Line No.: 6 Column: f

Value previously reported was revised to include 144 MW which are associated with the OMU contract change which went into effect May of 2010. Originally reported amount of 349 MW in the second quarter of 2010 was changed to 494 MW in the third quarter.

Schedule Page: 400 Line No.: 6 Column: j

During the third quarter, the OMU balance of 144 MW previously reported as Other Service during the second quarter of 2010, was transferred to Network Service for Others due to a change in the contract which went into effect in May 2010.

Schedule Page: 400 Line No.: 7 Column: f

Value previously reported was revised to include 192 MW which are associated with the OMU contract change which went into effect May of 2010. Originally reported amount of 325 MW in the second quarter of 2010 was changed to 517 MW during the third quarter.

Schedule Page: 400 Line No.: 7 Column: j

During the third quarter, the OMU balance of 192 MW, previously reported as Other Service during the second quarter of 2010, was transferred to Network Service for Others due to a change in the contract which went into effect May 2010.

Schedule Page: 400 Line No.: 8 Column: b

Value previously reported was revised due to an inaccurate report from Network Service for self. Originally reported amount of 12,432 MW during the second quarter of 2010 was changed to 12,433 MW during the third quarter.

Schedule Page: 400 Line No.: 8 Column: f

Value previously reported was revised to include 337 MW which are associated with the OMU contract change which went into effect in May 2010. Originally reported amount of 999 MW in the second quarter was changed to 1,336 MW in the third quarter of 2010.

Schedule Page: 400 Line No.: 8 Column: j

The change in Other Service was due to the change in the OMU contract which went into effect May of 2010. The OMU balances of 144 MW for May 2010 and 192 MW for June 2010 were transferred to Network Service for Others during the third quarter of 2010.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

ELECTRIC ENERGY ACCOUNT

Report below the information called for concerning the disposition of electric energy generated, purchased, exchanged and wheeled during the year.

Line No.	Item (a)	MegaWatt Hours (b)	Line No.	Item (a)	MegaWatt Hours (b)
1	SOURCES OF ENERGY		21	DISPOSITION OF ENERGY	
2	Generation (Excluding Station Use):		22	Sales to Ultimate Consumers (Including Interdepartmental Sales)	19,935,909
3	Steam	16,899,735			
4	Nuclear		23	Requirements Sales for Resale (See instruction 4, page 311.)	2,002,284
5	Hydro-Conventional	35,921			
6	Hydro-Pumped Storage		24	Non-Requirements Sales for Resale (See instruction 4, page 311.)	443,725
7	Other	544,333			
8	Less Energy for Pumping		25	Energy Furnished Without Charge	52
9	Net Generation (Enter Total of lines 3 through 8)	17,479,989	26	Energy Used by the Company (Electric Dept Only, Excluding Station Use)	23,252
10	Purchases	6,271,057	27	Total Energy Losses	1,554,461
11	Power Exchanges:		28	TOTAL (Enter Total of Lines 22 Through 27) (MUST EQUAL LINE 20)	23,959,683
12	Received	172,820			
13	Delivered	74,374			
14	Net Exchanges (Line 12 minus line 13)	98,446			
15	Transmission For Other (Wheeling)				
16	Received	4,194,974			
17	Delivered	4,084,783			
18	Net Transmission for Other (Line 16 minus line 17)	110,191			
19	Transmission By Others Losses				
20	TOTAL (Enter Total of lines 9, 10, 14, 18 and 19)	23,959,683			

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

MONTHLY PEAKS AND OUTPUT

1. Report the monthly peak load and energy output. If the respondent has two or more power which are not physically integrated, furnish the required information for each non- integrated system.
2. Report in column (b) by month the system's output in Megawatt hours for each month.
3. Report in column (c) by month the non-requirements sales for resale. Include in the monthly amounts any energy losses associated with the sales.
4. Report in column (d) by month the system's monthly maximum megawatt load (60 minute integration) associated with the system.
5. Report in column (e) and (f) the specified information for each monthly peak load reported in column (d).

NAME OF SYSTEM: KU

Line No.	Month (a)	Total Monthly Energy (b)	Monthly Non-Requirments Sales for Resale & Associated Losses (c)	MONTHLY PEAK Megawatts (See Instr. 4) (d)	MONTHLY PEAK Day of Month (e)	MONTHLY PEAK Hour (f)
29	January	2,391,633	50,159	4,353	8	1000
30	February	2,221,152	135,531	4,121	12	800
31	March	1,852,967	34,792	3,609	5	800
32	April	1,583,229	21,075	2,893	15	1600
33	May	1,805,229	41,837	3,439	27	1500
34	June	2,041,994	8,903	4,072	23	1500
35	July	2,133,114	16,458	4,014	23	1400
36	August	2,309,035	14,803	4,354	4	1300
37	September	1,858,905	17,577	3,852	2	1600
38	October	1,644,649	35,237	2,893	11	1600
39	November	1,714,742	36,980	3,093	29	800
40	December	2,403,034	30,373	4,517	15	800
41	TOTAL	23,959,683	443,725			

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 401 Line No.: 29 Column: b

The value reported in the first quarter was revised due to an inaccurate meter reading. The previously reported amount was 2,396,911 MWH.

Schedule Page: 401 Line No.: 30 Column: b

The value reported in the first quarter was revised due to an inaccurate meter reading. The previously reported amount was 2,226,158 MWH.

Schedule Page: 401 Line No.: 31 Column: b

The value reported in the first quarter was revised due to an inaccurate meter reading. The previously reported amount was 1,858,749 MWH.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)

1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a therm basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.

Line No.	Item (a)	Plant Name: *Tyrone* (b)			Plant Name: *Green River* (c)		
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear	Steam			Steam		
2	Type of Constr (Conventional, Outdoor, Boiler, etc)	Conventional			Conventional		
3	Year Originally Constructed	1947			1950		
4	Year Last Unit was Installed	1971			1959		
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	75.00			189.00		
6	Net Peak Demand on Plant - MW (60 minutes)	74			176		
7	Plant Hours Connected to Load	2964			7376		
8	Net Continuous Plant Capability (Megawatts)	73			173		
9	When Not Limited by Condenser Water	73			173		
10	When Limited by Condenser Water	0			0		
11	Average Number of Employees	10			59		
12	Net Generation, Exclusive of Plant Use - KWh	137167000			889311000		
13	Cost of Plant: Land and Land Rights	53142			30764		
14	Structures and Improvements	6175001			10212139		
15	Equipment Costs	22080316			57928010		
16	Asset Retirement Costs	2847478			8386212		
17	Total Cost	31155937			76557125		
18	Cost per KW of Installed Capacity (line 17/5) Including	415.4125			405.0642		
19	Production Expenses: Oper, Supv, & Engr	421289			435727		
20	Fuel	6952081			27464274		
21	Coolants and Water (Nuclear Plants Only)	0			0		
22	Steam Expenses	410320			1433040		
23	Steam From Other Sources	0			0		
24	Steam Transferred (Cr)	0			0		
25	Electric Expenses	162836			1168406		
26	Misc Steam (or Nuclear) Power Expenses	172653			763720		
27	Rents	0			0		
28	Allowances	10951			168968		
29	Maintenance Supervision and Engineering	145462			1852412		
30	Maintenance of Structures	278795			798441		
31	Maintenance of Boiler (or reactor) Plant	293720			3681770		
32	Maintenance of Electric Plant	301034			1080233		
33	Maintenance of Misc Steam (or Nuclear) Plant	34901			123621		
34	Total Production Expenses	9184042			38970612		
35	Expenses per Net KWh	0.0670			0.0438		
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)	Coal	Oil		Coal	Oil	
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)	tons	barrels		tons	barrels	
38	Quantity (Units) of Fuel Burned	72111	176	0	428424	3531	0
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	12746	3333	0	11832	3333	0
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	84.880	1203.309	0.000	61.890	93.007	0.000
41	Average Cost of Fuel per Unit Burned	93.469	1203.309	0.000	63.339	93.007	0.000
42	Average Cost of Fuel Burned per Million BTU	3.666	20.626	0.000	2.677	15.818	0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.049	0.000	0.000	0.031	0.000	0.000
44	Average BTU per KWh Net Generation	13402.000	0.000	0.000	11400.000	0.000	0.000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)*(Continued)*

9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.

Plant Name: *EW Brown* (d)	Plant Name: *Ghent* (e)	Plant Name: *Haefling* (f)	Line No.
Steam	Steam	Combustion Turbine	1
Conventional	Conventional	Outdoor	2
1957	1973	1970	3
1971	1984	1970	4
740.00	2226.00	62.00	5
702	1971	37	6
7057	7726	28	7
691	1918	42	8
691	1918	42	9
0	0	0	10
155	223	0	11
3002952000	12596372000	643000	12
899869	9842885	0	13
71670705	132300198	434855	14
643471044	1717738253	5260716	15
15812170	24336177	0	16
731853788	1884217513	5695571	17
988.9916	846.4589	91.8640	18
1558587	2637273	0	19
111330083	302572242	0	20
0	0	0	21
3250285	10275473	0	22
0	0	0	23
0	0	0	24
1663768	3024426	163173	25
2349322	14698938	0	26
14886	0	0	27
182605	103141	0	28
1990396	3838774	0	29
1161631	3511765	15570	30
7412354	22318737	0	31
1675658	4415235	114641	32
564937	753475	0	33
133154512	368149479	293384	34
0.0443	0.0292	0.4563	35

(d)	(d)	(d)	(e)	(e)	(e)	(f)	(f)	(f)	Line No.
Coal	Oil		Coal	Oil		Gas	Oil		36
tons	barrels		tons	barrels		mcf	barrels		37
1334637	8908	0	5865265	21802	0	19723	69	0	38
12223	3333	0	11497	3333	0	1025	3331	0	39
82.540	93.119	0.000	51.610	89.734	0.000	7.702	57.737	0.000	40
82.794	93.119	0.000	51.254	89.734	0.000	7.702	57.737	0.000	41
3.387	15.837	0.000	2.229	15.261	0.000	7.514	9.825	0.000	42
0.037	0.000	0.000	0.024	0.000	0.000	0.236	0.000	0.000	43
10865.000	0.000	0.000	10707.000	0.000	0.000	31440.000	0.000	0.000	44

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants) *(Continued)*

1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a therm basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.

Line No.	Item (a)	Plant Name: *Brown CT* (b)			Plant Name: *Paddy's Run 13 CT* (c)		
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear	Combustion Turbine			Combustion Turbine		
2	Type of Constr (Conventional, Outdoor, Boiler, etc)	Conventional			Conventional		
3	Year Originally Constructed	1994			2001		
4	Year Last Unit was Installed	2001			2001		
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	781.00			84.00		
6	Net Peak Demand on Plant - MW (60 minutes)	504			60		
7	Plant Hours Connected to Load	262			48		
8	Net Continuous Plant Capability (Megawatts)	836			82		
9	When Not Limited by Condenser Water	836			82		
10	When Limited by Condenser Water	0			0		
11	Average Number of Employees	0			0		
12	Net Generation, Exclusive of Plant Use - KWh	88631000			6922000		
13	Cost of Plant: Land and Land Rights	275012			0		
14	Structures and Improvements	11927303			1910328		
15	Equipment Costs	251967922			28529971		
16	Asset Retirement Costs	17791			0		
17	Total Cost	264188028			30440299		
18	Cost per KW of Installed Capacity (line 17/5) Including	338.2689			362.3845		
19	Production Expenses: Oper, Supv, & Engr	160466			0		
20	Fuel	0			0		
21	Coolants and Water (Nuclear Plants Only)	0			0		
22	Steam Expenses	13189			0		
23	Steam From Other Sources	0			0		
24	Steam Transferred (Cr)	0			0		
25	Electric Expenses	7500413			689748		
26	Misc Steam (or Nuclear) Power Expenses	0			0		
27	Rents	16883			5255		
28	Allowances	0			0		
29	Maintenance Supervision and Engineering	92134			319		
30	Maintenance of Structures	395776			0		
31	Maintenance of Boiler (or reactor) Plant	0			0		
32	Maintenance of Electric Plant	1719241			2227150		
33	Maintenance of Misc Steam (or Nuclear) Plant	0			0		
34	Total Production Expenses	9898102			2922472		
35	Expenses per Net KWh	0.1117			0.4222		
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)	Gas	Oil		Gas		
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)	mcf	barrels		mcf		
38	Quantity (Units) of Fuel Burned	1282902	2868	0	74531	0	0
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	1025	3333	0	1025	0	0
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	5.561	86.896	0.000	9.217	0.000	0.000
41	Average Cost of Fuel per Unit Burned	5.561	86.896	0.000	9.217	0.000	0.000
42	Average Cost of Fuel Burned per Million BTU	5.425	14.778	0.000	8.993	0.000	0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.082	0.203	0.000	0.099	0.000	0.000
44	Average BTU per KWh Net Generation	15044.000	13764.000	0.000	11037.000	0.000	0.000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)*(Continued)*

9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.

Plant Name: *Trimble County CT* (d)	Plant Name: (e)	Plant Name: (f)	Line No.
Combustion Turbine			1
Conventional			2
2002			3
2004			4
784.00	0.00	0.00	5
660	0	0	6
1007	0	0	7
709	0	0	8
709	0	0	9
0	0	0	10
0	0	0	11
448137000	0	0	12
19912	0	0	13
21745928	0	0	14
201060088	0	0	15
0	0	0	16
222825928	0	0	17
284.2167	0	0	18
0	0	0	19
0	0	0	20
0	0	0	21
280373	0	0	22
0	0	0	23
0	0	0	24
31838876	0	0	25
0	0	0	26
8108	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
636868	0	0	32
0	0	0	33
32764225	0	0	34
0.0731	0.0000	0.0000	35

(d)	(d)	(d)	(e)	(e)	(e)	(f)	(f)	(f)	Line No.
Gas									36
mcf									37
5088662	0	0	0	0	0	0	0	0	38
1025	0	0	0	0	0	0	0	0	39
6.257	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	40
6.257	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	41
6.104	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	42
0.071	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	43
11639.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	44

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants) *(Continued)*

1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a therm basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.

Line No.	Item (a)	Plant Name: (b)			Plant Name: (c)		
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear						
2	Type of Constr (Conventional, Outdoor, Boiler, etc)						
3	Year Originally Constructed						
4	Year Last Unit was Installed						
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	0.00			0.00		
6	Net Peak Demand on Plant - MW (60 minutes)	0			0		
7	Plant Hours Connected to Load	0			0		
8	Net Continuous Plant Capability (Megawatts)	0			0		
9	When Not Limited by Condenser Water	0			0		
10	When Limited by Condenser Water	0			0		
11	Average Number of Employees	0			0		
12	Net Generation, Exclusive of Plant Use - KWh	0			0		
13	Cost of Plant: Land and Land Rights	0			0		
14	Structures and Improvements	0			0		
15	Equipment Costs	0			0		
16	Asset Retirement Costs	0			0		
17	Total Cost	0			0		
18	Cost per KW of Installed Capacity (line 17/5) Including	0			0		
19	Production Expenses: Oper, Supv, & Engr	0			0		
20	Fuel	0			0		
21	Coolants and Water (Nuclear Plants Only)	0			0		
22	Steam Expenses	0			0		
23	Steam From Other Sources	0			0		
24	Steam Transferred (Cr)	0			0		
25	Electric Expenses	0			0		
26	Misc Steam (or Nuclear) Power Expenses	0			0		
27	Rents	0			0		
28	Allowances	0			0		
29	Maintenance Supervision and Engineering	0			0		
30	Maintenance of Structures	0			0		
31	Maintenance of Boiler (or reactor) Plant	0			0		
32	Maintenance of Electric Plant	0			0		
33	Maintenance of Misc Steam (or Nuclear) Plant	0			0		
34	Total Production Expenses	0			0		
35	Expenses per Net KWh	0.0000			0.0000		
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)						
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)						
38	Quantity (Units) of Fuel Burned	0	0	0	0	0	0
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	0	0	0	0	0	0
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	0.000	0.000	0.000	0.000	0.000	0.000
41	Average Cost of Fuel per Unit Burned	0.000	0.000	0.000	0.000	0.000	0.000
42	Average Cost of Fuel Burned per Million BTU	0.000	0.000	0.000	0.000	0.000	0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.000	0.000	0.000	0.000	0.000	0.000
44	Average BTU per KWh Net Generation	0.000	0.000	0.000	0.000	0.000	0.000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)*(Continued)*

9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.

Plant Name: (d)			Plant Name: (e)			Plant Name: (f)			Line No.
									1
									2
									3
									4
0.00			0.00			0.00			5
0			0			0			6
0			0			0			7
0			0			0			8
0			0			0			9
0			0			0			10
0			0			0			11
0			0			0			12
0			0			0			13
0			0			0			14
0			0			0			15
0			0			0			16
0			0			0			17
0			0			0			18
0			0			0			19
0			0			0			20
0			0			0			21
0			0			0			22
0			0			0			23
0			0			0			24
0			0			0			25
0			0			0			26
0			0			0			27
0			0			0			28
0			0			0			29
0			0			0			30
0			0			0			31
0			0			0			32
0			0			0			33
0			0			0			34
0.0000			0.0000			0.0000			35
									36
									37
0	0	0	0	0	0	0	0	0	38
0	0	0	0	0	0	0	0	0	39
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	40
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	41
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	42
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	43
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	44

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants) *(Continued)*

1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a therm basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.

Line No.	Item (a)	Plant Name: (b)			Plant Name: (c)		
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear						
2	Type of Constr (Conventional, Outdoor, Boiler, etc)						
3	Year Originally Constructed						
4	Year Last Unit was Installed						
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)	0.00			0.00		
6	Net Peak Demand on Plant - MW (60 minutes)	0			0		
7	Plant Hours Connected to Load	0			0		
8	Net Continuous Plant Capability (Megawatts)	0			0		
9	When Not Limited by Condenser Water	0			0		
10	When Limited by Condenser Water	0			0		
11	Average Number of Employees	0			0		
12	Net Generation, Exclusive of Plant Use - KWh	0			0		
13	Cost of Plant: Land and Land Rights	0			0		
14	Structures and Improvements	0			0		
15	Equipment Costs	0			0		
16	Asset Retirement Costs	0			0		
17	Total Cost	0			0		
18	Cost per KW of Installed Capacity (line 17/5) Including	0			0		
19	Production Expenses: Oper, Supv, & Engr	0			0		
20	Fuel	0			0		
21	Coolants and Water (Nuclear Plants Only)	0			0		
22	Steam Expenses	0			0		
23	Steam From Other Sources	0			0		
24	Steam Transferred (Cr)	0			0		
25	Electric Expenses	0			0		
26	Misc Steam (or Nuclear) Power Expenses	0			0		
27	Rents	0			0		
28	Allowances	0			0		
29	Maintenance Supervision and Engineering	0			0		
30	Maintenance of Structures	0			0		
31	Maintenance of Boiler (or reactor) Plant	0			0		
32	Maintenance of Electric Plant	0			0		
33	Maintenance of Misc Steam (or Nuclear) Plant	0			0		
34	Total Production Expenses	0			0		
35	Expenses per Net KWh	0.0000			0.0000		
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)						
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)						
38	Quantity (Units) of Fuel Burned	0	0	0	0	0	0
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	0	0	0	0	0	0
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	0.000	0.000	0.000	0.000	0.000	0.000
41	Average Cost of Fuel per Unit Burned	0.000	0.000	0.000	0.000	0.000	0.000
42	Average Cost of Fuel Burned per Million BTU	0.000	0.000	0.000	0.000	0.000	0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.000	0.000	0.000	0.000	0.000	0.000
44	Average BTU per KWh Net Generation	0.000	0.000	0.000	0.000	0.000	0.000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)*(Continued)*

9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.

Plant Name: (d)			Plant Name: (e)			Plant Name: (f)			Line No.
									1
									2
									3
									4
0.00			0.00			0.00			5
0			0			0			6
0			0			0			7
0			0			0			8
0			0			0			9
0			0			0			10
0			0			0			11
0			0			0			12
0			0			0			13
0			0			0			14
0			0			0			15
0			0			0			16
0			0			0			17
0			0			0			18
0			0			0			19
0			0			0			20
0			0			0			21
0			0			0			22
0			0			0			23
0			0			0			24
0			0			0			25
0			0			0			26
0			0			0			27
0			0			0			28
0			0			0			29
0			0			0			30
0			0			0			31
0			0			0			32
0			0			0			33
0			0			0			34
0.0000			0.0000			0.0000			35
									36
									37
0	0	0	0	0	0	0	0	0	38
0	0	0	0	0	0	0	0	0	39
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	40
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	41
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	42
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	43
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	44

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants) *(Continued)*

1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a therm basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.

Line No.	Item (a)	Plant Name: (b)			Plant Name: (c)		
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear						
2	Type of Constr (Conventional, Outdoor, Boiler, etc)						
3	Year Originally Constructed						
4	Year Last Unit was Installed						
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)			0.00			0.00
6	Net Peak Demand on Plant - MW (60 minutes)			0			0
7	Plant Hours Connected to Load			0			0
8	Net Continuous Plant Capability (Megawatts)			0			0
9	When Not Limited by Condenser Water			0			0
10	When Limited by Condenser Water			0			0
11	Average Number of Employees			0			0
12	Net Generation, Exclusive of Plant Use - KWh			0			0
13	Cost of Plant: Land and Land Rights			0			0
14	Structures and Improvements			0			0
15	Equipment Costs			0			0
16	Asset Retirement Costs			0			0
17	Total Cost			0			0
18	Cost per KW of Installed Capacity (line 17/5) Including			0			0
19	Production Expenses: Oper, Supv, & Engr			0			0
20	Fuel			0			0
21	Coolants and Water (Nuclear Plants Only)			0			0
22	Steam Expenses			0			0
23	Steam From Other Sources			0			0
24	Steam Transferred (Cr)			0			0
25	Electric Expenses			0			0
26	Misc Steam (or Nuclear) Power Expenses			0			0
27	Rents			0			0
28	Allowances			0			0
29	Maintenance Supervision and Engineering			0			0
30	Maintenance of Structures			0			0
31	Maintenance of Boiler (or reactor) Plant			0			0
32	Maintenance of Electric Plant			0			0
33	Maintenance of Misc Steam (or Nuclear) Plant			0			0
34	Total Production Expenses			0			0
35	Expenses per Net KWh			0.0000			0.0000
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)						
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)						
38	Quantity (Units) of Fuel Burned	0	0	0	0	0	0
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	0	0	0	0	0	0
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	0.000	0.000	0.000	0.000	0.000	0.000
41	Average Cost of Fuel per Unit Burned	0.000	0.000	0.000	0.000	0.000	0.000
42	Average Cost of Fuel Burned per Million BTU	0.000	0.000	0.000	0.000	0.000	0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.000	0.000	0.000	0.000	0.000	0.000
44	Average BTU per KWh Net Generation	0.000	0.000	0.000	0.000	0.000	0.000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)*(Continued)*

9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.

Plant Name: (d)	Plant Name: (e)	Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
0	0	0	8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
0	0	0	13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0	0	0	21
0	0	0	22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35

									Line No.
									36
									37
0	0	0	0	0	0	0	0	0	38
0	0	0	0	0	0	0	0	0	39
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	40
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	41
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	42
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	43
0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	44

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 402 Line No.: 11 Column: f
There are no production/operation employees directly assigned to the Haefling CT's. Employees from the Tyrone Plant operate these CT's.

Schedule Page: 402 Line No.: 14 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 14 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 14 Column: d
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 14 Column: e
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 14 Column: f
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 15 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 15 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 15 Column: d
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 15 Column: e
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 15 Column: f
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 17 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 17 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 17 Column: d
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 17 Column: e
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 17 Column: f
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 18 Column: b
Resubmitted to reflect change in calculation due to restatement of historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 18 Column: c
Resubmitted to reflect change in calculation due to restatement of historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 18 Column: d

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report 2010/Q4

FOOTNOTE DATA

Resubmitted to reflect change in calculation due to restatement of historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 18 Column: e

Resubmitted to reflect change in calculation due to restatement of historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 18 Column: f

Resubmitted to reflect change in calculation due to restatement of historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402.1 Line No.: -1 Column: e

Pineville Generating Station is fully retired. However, land and ashpond equipment amounting to $312,711 remain on the books.

Schedule Page: 402.1 Line No.: 5 Column: b

The figure for the Name Plate Rating for Brown CT represents a 47% ownership of unit #5 a 123 MW unit and 62% ownership of units #6 and #7 each being a 170 MW unit.

Schedule Page: 402.1 Line No.: 5 Column: c

The figure for the Name Plate Rating for Paddy's Run 13 CT represents 47% ownership for Kentucky Utilities Company. Total Name Plate Rating for the unit is 178 MW.

Schedule Page: 402.1 Line No.: 5 Column: d

The figure for the Name Plate Rating for Trimble County CT represents 71% ownership of Units #5 and #6 and 63% of Units #7, #8, #9 and #10 with a Name Plate Rating of 199 MW per unit.

Schedule Page: 402.1 Line No.: 11 Column: b

Employees at the Brown Plant include those assigned to the steam plant and the Brown CT site.

Schedule Page: 402.1 Line No.: 11 Column: c

There are no production employees at Paddy's Run assigned just to the CT's.

Schedule Page: 402.1 Line No.: 11 Column: d

There are no production/operation employees at Trimble County assigned solely to the CT portion of the plant.

Schedule Page: 402.1 Line No.: 12 Column: b

Resubmitted to report net generation, exclusive of plant use in KWh, which was originally submitted as 88,631 MWh.

Schedule Page: 402.1 Line No.: 13 Column: b

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402.1 Line No.: 14 Column: b

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402.1 Line No.: 14 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402.1 Line No.: 14 Column: d

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402.1 Line No.: 15 Column: b

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402.1 Line No.: 15 Column: c

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402.1 Line No.: 15 Column: d

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402.1 Line No.: 17 Column: b

Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 402.1 Line No.: 17 Column: c
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402.1 Line No.: 17 Column: d
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402.1 Line No.: 18 Column: b
Resubmitted to reflect change in calculation due to restatement of historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402.1 Line No.: 18 Column: c
Resubmitted to reflect change in calculation due to restatement of historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402.1 Line No.: 18 Column: d
Resubmitted to reflect change in calculation due to restatement of historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 402 Line No.: 36 Column: b2
Oil is used for start-up and stabilization of this unit only. No energy is generated from oil burned.

Schedule Page: 402 Line No.: 36 Column: c2
Oil is used for start-up and stabilization of this unit only. No energy is generated from oil burned.

Schedule Page: 402 Line No.: 36 Column: d2
Oil is used for start-up and stabilization of this unit only. No energy is generated from oil burned.

Schedule Page: 402 Line No.: 36 Column: e2
Oil is used for start-up and stabilization of this unit only. No energy is generated from oil burned.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants)

1. Large plants are hydro plants of 10,000 Kw or more of installed capacity (name plate ratings)
2. If any plant is leased, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, indicate such facts in a footnote. If licensed project, give project number.
3. If net peak demand for 60 minutes is not available, give that which is available specifying period.
4. If a group of employees attends more than one generating plant, report on line 11 the approximate average number of employees assignable to each plant.

Line No.	Item (a)	FERC Licensed Project No. 0 Plant Name: Dix Dam (b)	FERC Licensed Project No. 0 Plant Name: (c)
1	Kind of Plant (Run-of-River or Storage)	Storage	
2	Plant Construction type (Conventional or Outdoor)	Conventional	
3	Year Originally Constructed	1923	
4	Year Last Unit was Installed	1924	
5	Total installed cap (Gen name plate Rating in MW)	28.00	0.00
6	Net Peak Demand on Plant-Megawatts (60 minutes)	27	0
7	Plant Hours Connect to Load	2,222	0
8	Net Plant Capability (in megawatts)		
9	(a) Under Most Favorable Oper Conditions	24	0
10	(b) Under the Most Adverse Oper Conditions	0	0
11	Average Number of Employees	3	0
12	Net Generation, Exclusive of Plant Use - Kwh	35,921,000	0
13	Cost of Plant		
14	Land and Land Rights	879,312	0
15	Structures and Improvements	606,213	0
16	Reservoirs, Dams, and Waterways	14,253,805	0
17	Equipment Costs	875,357	0
18	Roads, Railroads, and Bridges	176,359	0
19	Asset Retirement Costs	57,609	0
20	TOTAL cost (Total of 14 thru 19)	16,848,655	0
21	Cost per KW of Installed Capacity (line 20 / 5)	601.7377	0.0000
22	Production Expenses		
23	Operation Supervision and Engineering	7,910	0
24	Water for Power	0	0
25	Hydraulic Expenses	0	0
26	Electric Expenses	0	0
27	Misc Hydraulic Power Generation Expenses	42,443	0
28	Rents	0	0
29	Maintenance Supervision and Engineering	104,647	0
30	Maintenance of Structures	179,432	0
31	Maintenance of Reservoirs, Dams, and Waterways	50,194	0
32	Maintenance of Electric Plant	188,802	0
33	Maintenance of Misc Hydraulic Plant	14,839	0
34	Total Production Expenses (total 23 thru 33)	588,267	0
35	Expenses per net KWh	0.0164	0.0000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)

5. The items under Cost of Plant represent accounts or combinations of accounts prescribed by the Uniform System of Accounts. Production Expenses do not include Purchased Power, System control and Load Dispatching, and Other Expenses classified as "Other Power Supply Expenses."
6. Report as a separate plant any plant equipped with combinations of steam, hydro, internal combustion engine, or gas turbine equipment.

FERC Licensed Project No. 0 Plant Name: (d)	FERC Licensed Project No. 0 Plant Name: (e)	FERC Licensed Project No. 0 Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
			8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
			13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0.0000	0.0000	0.0000	21
			22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants)

1. Large plants are hydro plants of 10,000 Kw or more of installed capacity (name plate ratings)
2. If any plant is leased, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, indicate such facts in a footnote. If licensed project, give project number.
3. If net peak demand for 60 minutes is not available, give that which is available specifying period.
4. If a group of employees attends more than one generating plant, report on line 11 the approximate average number of employees assignable to each plant.

Line No.	Item (a)	FERC Licensed Project No. 0 Plant Name: (b)	FERC Licensed Project No. 0 Plant Name: (c)
1	Kind of Plant (Run-of-River or Storage)		
2	Plant Construction type (Conventional or Outdoor)		
3	Year Originally Constructed		
4	Year Last Unit was Installed		
5	Total installed cap (Gen name plate Rating in MW)	0.00	0.00
6	Net Peak Demand on Plant-Megawatts (60 minutes)	0	0
7	Plant Hours Connect to Load	0	0
8	Net Plant Capability (in megawatts)		
9	(a) Under Most Favorable Oper Conditions	0	0
10	(b) Under the Most Adverse Oper Conditions	0	0
11	Average Number of Employees	0	0
12	Net Generation, Exclusive of Plant Use - Kwh	0	0
13	Cost of Plant		
14	Land and Land Rights	0	0
15	Structures and Improvements	0	0
16	Reservoirs, Dams, and Waterways	0	0
17	Equipment Costs	0	0
18	Roads, Railroads, and Bridges	0	0
19	Asset Retirement Costs	0	0
20	TOTAL cost (Total of 14 thru 19)	0	0
21	Cost per KW of Installed Capacity (line 20 / 5)	0.0000	0.0000
22	Production Expenses		
23	Operation Supervision and Engineering	0	0
24	Water for Power	0	0
25	Hydraulic Expenses	0	0
26	Electric Expenses	0	0
27	Misc Hydraulic Power Generation Expenses	0	0
28	Rents	0	0
29	Maintenance Supervision and Engineering	0	0
30	Maintenance of Structures	0	0
31	Maintenance of Reservoirs, Dams, and Waterways	0	0
32	Maintenance of Electric Plant	0	0
33	Maintenance of Misc Hydraulic Plant	0	0
34	Total Production Expenses (total 23 thru 33)	0	0
35	Expenses per net KWh	0.0000	0.0000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)

5. The items under Cost of Plant represent accounts or combinations of accounts prescribed by the Uniform System of Accounts. Production Expenses do not include Purchased Power, System control and Load Dispatching, and Other Expenses classified as "Other Power Supply Expenses."
6. Report as a separate plant any plant equipped with combinations of steam, hydro, internal combustion engine, or gas turbine equipment.

FERC Licensed Project No. 0 Plant Name: (d)	FERC Licensed Project No. 0 Plant Name: (e)	FERC Licensed Project No. 0 Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
			8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
			13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0.0000	0.0000	0.0000	21
			22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants)

1. Large plants are hydro plants of 10,000 Kw or more of installed capacity (name plate ratings)
2. If any plant is leased, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, indicate such facts in a footnote. If licensed project, give project number.
3. If net peak demand for 60 minutes is not available, give that which is available specifying period.
4. If a group of employees attends more than one generating plant, report on line 11 the approximate average number of employees assignable to each plant.

Line No.	Item (a)	FERC Licensed Project No. 0 Plant Name: (b)	FERC Licensed Project No. 0 Plant Name: (c)
1	Kind of Plant (Run-of-River or Storage)		
2	Plant Construction type (Conventional or Outdoor)		
3	Year Originally Constructed		
4	Year Last Unit was Installed		
5	Total installed cap (Gen name plate Rating in MW)	0.00	0.00
6	Net Peak Demand on Plant-Megawatts (60 minutes)	0	0
7	Plant Hours Connect to Load	0	0
8	Net Plant Capability (in megawatts)		
9	(a) Under Most Favorable Oper Conditions	0	0
10	(b) Under the Most Adverse Oper Conditions	0	0
11	Average Number of Employees	0	0
12	Net Generation, Exclusive of Plant Use - Kwh	0	0
13	Cost of Plant		
14	Land and Land Rights	0	0
15	Structures and Improvements	0	0
16	Reservoirs, Dams, and Waterways	0	0
17	Equipment Costs	0	0
18	Roads, Railroads, and Bridges	0	0
19	Asset Retirement Costs	0	0
20	TOTAL cost (Total of 14 thru 19)	0	0
21	Cost per KW of Installed Capacity (line 20 / 5)	0.0000	0.0000
22	Production Expenses		
23	Operation Supervision and Engineering	0	0
24	Water for Power	0	0
25	Hydraulic Expenses	0	0
26	Electric Expenses	0	0
27	Misc Hydraulic Power Generation Expenses	0	0
28	Rents	0	0
29	Maintenance Supervision and Engineering	0	0
30	Maintenance of Structures	0	0
31	Maintenance of Reservoirs, Dams, and Waterways	0	0
32	Maintenance of Electric Plant	0	0
33	Maintenance of Misc Hydraulic Plant	0	0
34	Total Production Expenses (total 23 thru 33)	0	0
35	Expenses per net KWh	0.0000	0.0000

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)

5. The items under Cost of Plant represent accounts or combinations of accounts prescribed by the Uniform System of Accounts. Production Expenses do not include Purchased Power, System control and Load Dispatching, and Other Expenses classified as "Other Power Supply Expenses."
6. Report as a separate plant any plant equipped with combinations of steam, hydro, internal combustion engine, or gas turbine equipment.

FERC Licensed Project No. 0 Plant Name: (d)	FERC Licensed Project No. 0 Plant Name: (e)	FERC Licensed Project No. 0 Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
			8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
			13
0	0	0	14
0	0	0	15
0	0	0	16
0	0	0	17
0	0	0	18
0	0	0	19
0	0	0	20
0.0000	0.0000	0.0000	21
			22
0	0	0	23
0	0	0	24
0	0	0	25
0	0	0	26
0	0	0	27
0	0	0	28
0	0	0	29
0	0	0	30
0	0	0	31
0	0	0	32
0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 406 Line No.: 14 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 406 Line No.: 15 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 406 Line No.: 16 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 406 Line No.: 17 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 406 Line No.: 18 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 406 Line No.: 20 Column: b
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Schedule Page: 406 Line No.: 21 Column: b
Resubmitted to reflect change in calculation due to restatement of historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

TRANSMISSION LINE STATISTICS

1. Report information concerning transmission lines, cost of lines, and expenses for year. List each transmission line having nominal voltage of 132 kilovolts or greater. Report transmission lines below these voltages in group totals only for each voltage.
2. Transmission lines include all lines covered by the definition of transmission system plant as given in the Uniform System of Accounts. Do not report substation costs and expenses on this page.
3. Report data by individual lines for all voltages if so required by a State commission.
4. Exclude from this page any transmission lines for which plant costs are included in Account 121, Nonutility Property.
5. Indicate whether the type of supporting structure reported in column (e) is: (1) single pole wood or steel; (2) H-frame wood, or steel poles; (3) tower; or (4) underground construction If a transmission line has more than one type of supporting structure, indicate the mileage of each type of construction by the use of brackets and extra lines. Minor portions of a transmission line of a different type of construction need not be distinguished from the remainder of the line.
6. Report in columns (f) and (g) the total pole miles of each transmission line. Show in column (f) the pole miles of line on structures the cost of which is reported for the line designated; conversely, show in column (g) the pole miles of line on structures the cost of which is reported for another line. Report pole miles of line on leased or partly owned structures in column (g). In a footnote, explain the basis of such occupancy and state whether expenses with respect to such structures are included in the expenses reported for the line designated.

Line No.	DESIGNATION		VOLTAGE (KV) (Indicate where other than 60 cycle, 3 phase)		Type of Supporting Structure	LENGTH (Pole miles) (In the case of underground lines report circuit miles)		Number Of Circuits
	From (a)	To (b)	Operating (c)	Designed (d)	(e)	On Structure of Line Designated (f)	On Structures of Another Line (g)	(h)
1	Pocket	Pineville	500.00	500.00	ST	35.48		
2	Pocket	Phipps Bend	500.00	500.00	ST	21.39		
3								
4	Ghent Plant	Brown North	345.00	345.00	ST	113.87		
5	Ghent Plant	Batesville	345.00	345.00	ST	7.80		
6	Brown Plant	Elmer Smith	345.00	345.00	HF &ST	171.06		
7	Brown North	K.U. Park	345.00	345.00	ST	102.47		2
8								
9	Green River	AEC Buss	161.00	161.00	HF,ST & WP	181.40		
10	Green River	Morganfield	161.00	161.00	HF & WP	55.38		
11	Elihu	Dorchester	161.00	161.00	HF & ST	86.06		
12	Lake Reba	Dorchester	161.00	161.00	HF & ST	99.15		1
13	Pineville	Harlan	161.00	161.00	HF & WP	48.34		
14	Pineville 149	Pineville 192	161.00	161.00	HF	0.12		1
15	East Ky. Power	Taylor County	161.00	161.00	SP	3.97		1
16	Imboden	Harlan	161.00	161.00	HF,SP,WP,ST	43.82		
17								
18	Ghent Plant	Brown Plant	138.00	138.00	ST	90.47		
19	Brown Plant	Green River	138.00	138.00	HF,SP & ST	169.18		
20	Kenton	Rodburn	138.00	138.00	HF	45.74		1
21	Green River	Brown North	138.00	138.00	HF & ST	166.58		
22	Fawkes	Rodburn	138.00	138.00	HF,ST & WP	64.52		1
23	Clifty Creek	Carrollton	138.00	138.00	HF,SP,ST,WP	144.71		
24	Brown Plant	Lake Reba	138.00	138.00	HF	29.44		1
25	Brown Plant	Haefling	138.00	138.00	HF,SP,ST,WP	29.32		
26	Ghent Plant	Kenton Station	138.00	138.00	HF & WF	72.78		1
27	Ghent Plant	Adams	138.00	138.00	HF,SP & ST	56.77		
28	Hardin County	Rogersville	138.00	138.00	HF	10.24		1
29	Virginia City	Clinch River (AEP Int. Pt)	138.00	138.00	HF	7.89		1
30	69KV Lines		69.00	69.00	Various	2,218.38		
31								
32								
33								
34	Exp Applicable to All Lines							
35								
36					TOTAL	4,076.33		11

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

TRANSMISSION LINE STATISTICS (Continued)

7. Do not report the same transmission line structure twice. Report Lower voltage Lines and higher voltage lines as one line. Designate in a footnote if you do not include Lower voltage lines with higher voltage lines. If two or more transmission line structures support lines of the same voltage, report the pole miles of the primary structure in column (f) and the pole miles of the other line(s) in column (g)
8. Designate any transmission line or portion thereof for which the respondent is not the sole owner. If such property is leased from another company, give name of lessor, date and terms of Lease, and amount of rent for year. For any transmission line other than a leased line, or portion thereof, for which the respondent is not the sole owner but which the respondent operates or shares in the operation of, furnish a succinct statement explaining the arrangement and giving particulars (details) of such matters as percent ownership by respondent in the line, name of co-owner, basis of sharing expenses of the Line, and how the expenses borne by the respondent are accounted for, and accounts affected. Specify whether lessor, co-owner, or other party is an associated company.
9. Designate any transmission line leased to another company and give name of Lessee, date and terms of lease, annual rent for year, and how determined. Specify whether lessee is an associated company.
10. Base the plant cost figures called for in columns (j) to (l) on the book cost at end of year.

Size of Conductor and Material (i)	COST OF LINE (Include in Column (j) Land, Land rights, and clearing right-of-way)			EXPENSES, EXCEPT DEPRECIATION AND TAXES				Line No.
	Land (j)	Construction and Other Costs (k)	Total Cost (l)	Operation Expenses (m)	Maintenance Expenses (n)	Rents (o)	Total Expenses (p)	
954mcm	1,385,561	15,459,178	16,844,739					1
954mcm	280,371	7,950,059	8,230,430					2
								3
795mcm	2,495,681	16,990,017	19,485,698					4
954mcm	437,159	6,003,194	6,440,353					5
954mcm	1,615,764	17,426,169	19,041,933					6
954mcm	1,111,580	21,495,907	22,607,487					7
								8
556mcm	1,284,447	11,289,209	12,573,656					9
556mcm	268,660	2,065,603	2,334,263					10
556mcm	270,147	4,109,712	4,379,859					11
556mcm	559,988	4,757,149	5,317,137					12
795mcm	300,849	6,242,117	6,542,966					13
954mcm		14,306	14,306					14
556mcm	261,988	307,188	569,176					15
795mcm	84,143	4,698,723	4,782,866					16
								17
954mcm	419,701	5,837,035	6,256,736					18
556mcm	381,153	12,811,298	13,192,451					19
397mcm	98,119	1,298,430	1,396,549					20
795mcm	732,412	65,631,943	66,364,355					21
556mcm	579,168	2,124,890	2,704,058					22
795mcm	891,092	11,454,785	12,345,877					23
556mcm	80,240	1,215,188	1,295,428					24
795mcm	191,989	4,240,635	4,432,624					25
795mcm	446,861	4,986,782	5,433,643					26
795mcm	245,501	5,166,525	5,412,026					27
795mcm	245,093	953,484	1,198,577					28
795mcm	341,895	4,788,455	5,130,350					29
Various	8,300,106	150,030,544	158,330,650					30
								31
								32
								33
				403,446	5,044,766	138,597	5,586,809	34
								35
	23,309,668	389,348,525	412,658,193	403,446	5,044,766	138,597	5,586,809	36

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 422 Line No.: 1 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 2 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 4 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 5 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 6 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 9 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 10 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 11 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 13 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 16 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 18 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 19 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 21 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 23 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 25 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 27 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 30 Column: h
Contains both single and double circuitry.

Schedule Page: 422 Line No.: 35 Column: l
Resubmitted to restate balance to historical cost prior to purchase accounting. See footnote for Page 110, Line 2, Column c.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

TRANSMISSION LINES ADDED DURING YEAR

1. Report below the information called for concerning Transmission lines added or altered during the year. It is not necessary to report minor revisions of lines.
2. Provide separate subheadings for overhead and under- ground construction and show each transmission line separately. If actual costs of competed construction are not readily available for reporting columns (l) to (o), it is permissible to report in these columns the

Line No.	LINE DESIGNATION From (a)	LINE DESIGNATION To (b)	Line Length in Miles (c)	SUPPORTING STRUCTURE Type (d)	SUPPORTING STRUCTURE Average Number per Miles (e)	CIRCUITS PER STRUCTURE Present (f)	CIRCUITS PER STRUCTURE Ultimate (g)
1	Hardin County	Mill Creek	35.75	HF,ST	7.00	1	1
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
29							
30							
31							
32							
33							
34							
35							
36							
37							
38							
39							
40							
41							
42							
43							
44	TOTAL		35.75		7.00	1	1

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

TRANSMISSION LINES ADDED DURING YEAR (Continued)

costs. Designate, however, if estimated amounts are reported. Include costs of Clearing Land and Rights-of-Way, and Roads and Trails, in column (l) with appropriate footnote, and costs of Underground Conduit in column (m).
3. If design voltage differs from operating voltage, indicate such fact by footnote; also where line is other than 60 cycle, 3 phase, indicate such other characteristic.

CONDUCTORS			Voltage	LINE COST					Line
Size (h)	Specification (i)	Configuration and Spacing (j)	KV (Operating) (k)	Land and Land Rights (l)	Poles, Towers and Fixtures (m)	Conductors and Devices (n)	Asset Retire. Costs (o)	Total (p)	No.
954 MCM		Bundle	345		41,553,144	7,838,445		49,391,589	1
									2
									3
									4
									5
									6
									7
									8
									9
									10
									11
									12
									13
									14
									15
									16
									17
									18
									19
									20
									21
									22
									23
									24
									25
									26
									27
									28
									29
									30
									31
									32
									33
									34
									35
									36
									37
									38
									39
									40
									41
									42
									43
					41,553,144	7,838,445		49,391,589	44

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	A. O. Smith - Mt. Sterling	Transmission*	69.00	12.47	
2	Adams - Georgetown	Transmission*	138.00	69.00	13.20
3	Alcade - Somerset	Transmission*	345.00	161.00	13.20
4	American Ave. - Lexington	Transmission*	138.00	69.00	13.20
5	Arnold - Cumberland	Transmission*	161.00	69.00	13.20
6	Artemus - Pineville	Transmission*	161.00	69.00	13.20
7	Bardstown- Campellsville	Transmission*	138.00	69.00	13.20
8	Bardstown City- Campbellsville	Transmission*	69.00	12.47	
9	Barlow	Transmission*	69.00	12.47	
10	Beattyville - Richmond	Transmission*	161.00	69.00	13.20
11	Bimble	Transmission*	69.00		
12	Blackwell	Transmission*	138.00		
13	Bond-Coeburn	Transmission*	69.00	12.47	
14	Bonds Mill	Transmission*	69.00		
15	Bonnieville - Horse Cave	Transmission*	138.00	69.00	13.20
16	Boone Ave. - Winchester	Transmission*	69.00	12.47	
17	Boonesboro North - Winchester	Transmission*	138.00	69.00	13.20
18	Boyle County	Transmission*	69.00		
19	Broadhead SW	Transmission*	69.00		
20	Bromley	Transmission*	69.00	12.47	
21	Brown CT - Harrodsburg	Transmission*	138.00		
22	Brown North - Harrodsburg	Transmission*	345.00	138.00	13.20
23	Brown North - Harrodsburg	Transmission*	144.00	24.00	
24	Brown Plant - Harrodsburg	Transmission*	138.00	13.20	
25	Brown Plant - Harrodsburg	Transmission*	138.00	17.10	
26	Carntown - Augusta	Transmission*	138.00	69.00	13.20
27	Carrollton - Carrollton	Transmission*	138.00	69.00	13.20
28	Cary SW	Transmission*	69.00		
29	Clark County - Winchester	Transmission*	138.00	69.00	13.20
30	Clinton	Transmission*	69.00		
31	Coleman Road - McCracken Co	Transmission*	161.00		
32	Corydon - Henderson	Transmission*	161.00	69.00	13.20
33	Crittendon County - Marion	Transmission*	161.00	69.00	13.20
34	Cynthiana SW	Transmission*	69.00		
35	Danville North - Danville	Transmission*	138.00	69.00	13.20
36	Daviess County	Transmission*	345.00		
37	Delvinta	Transmission*	161.00		
38	Dix Dam Plant - Harrodsburg	Transmission*	69.00	13.20	
39	Dow Corning West	Transmission*	138.00		
40	Dorchester - Norton	Transmission*	161.00	69.00	13.20

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
			NONE			1
94	1		NONE			2
448	1		NONE			3
150	1		NONE			4
56	1		NONE			5
56	1		NONE			6
94	1		NONE			7
			NONE			8
			NONE			9
56	1		NONE			10
			NONE			11
			NONE			12
			NONE			13
			NONE			14
34	1		NONE			15
			NONE			16
150	1		NONE			17
			NONE			18
			NONE			19
			NONE			20
			NONE			21
448	1		NONE			22
			NONE			23
			NONE			24
			NONE			25
50	1		NONE			26
187	2		NONE			27
			NONE			28
93	1		NONE			29
			NONE			30
			NONE			31
112	1		NONE			32
112	1		NONE			33
			NONE			34
112	1		NONE			35
			NONE			36
			NONE			37
			NONE			38
			NONE			39
187	2		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	Earlington North - Earlington	Transmission*	161.00	69.00	13.20
2	East Frankfort - Frankfort	Transmission*	138.00	69.00	13.20
3	Elihu - Somerset	Transmission*	161.00	69.00	13.20
4	Elizabethtown - Elizabethtown	Transmission*	138.00	69.00	13.20
5	Eminence	Transmission*	69.00		
6	Evarts	Transmission*	69.00		
7	Farley - Corbin	Transmission*	161.00	69.00	13.20
8	Farmers - Morehead	Transmission*	80.00	40.00	13.20
9	Fawkes - Richmond	Transmission*	138.00	69.00	13.20
10	Finchville	Transmission*	69.00		
11	FMC - Lexington	Transmission*	69.00	12.47	
12	Ghent Plant - Carrollton	Transmission*	345.00	138.00	
13	Ghent Plant - Carrollton	Transmission*	345.00	138.00	25.00
14	Goddard	Transmission*	138.00		
15	Gorge SW	Transmission*	69.00		
16	Grahamville - Barlow	Transmission*	161.00	69.00	13.20
17	Green River Plant - Greenville	Transmission*	138.00	69.00	13.20
18	Green River Plant - Greenville	Transmission*	154.00	138.00	13.20
19	Green River Plant - Greenville	Transmission*	161.00	138.00	13.20
20	Green River Steel - Greenville	Transmission*	138.00	69.00	13.20
21	Haefling - Lexington	Transmission*	138.00	69.00	13.20
22	Hardin County - Elizabethtown	Transmission*	345.00	138.00	13.20
23	Hardin County - Elizabethtown	Transmission*	138.00	69.00	13.20
24	Hardinsburg - Hardinsburg	Transmission*	138.00		
25	Harlan "Y" - Harlan	Transmission*	161.00	69.00	13.20
26	Higby Mill - Lexington	Transmission*	138.00	69.00	13.20
27	Hillside	Transmission*	69.00		
28	Howards Branch	Transmission*	161.00		
29	Hughes Lane - Lexington	Transmission*	69.00	12.47	
30	Imboden - Big Stone Gap	Transmission*	161.00	69.00	13.20
31	Indian Hill	Transmission*	69.00		
32	Kenton - Maysville	Transmission*	132.00	69.00	13.20
33	Kenton - Maysville	Transmission*	138.00	69.00	13.20
34	KU Park - Pineville	Transmission*	69.00		
35	LaGrange East	Transmission*	69.00	12.47	
36	Lake Reba - Richmond	Transmission*	138.00	69.00	13.20
37	Lake Reba Tap - Richmond	Transmission*	161.00	138.00	6.60
38	Lancaster	Transmission*	69.00		
39	Lansdowne - Lexington	Transmission*	138.00	69.00	13.20
40	Lebanon - Lebanon	Transmission*	80.00	40.00	13.20

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [ ] An Original (2) [X] A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report End of 2010/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
224	1	1	NONE			1
224	2		NONE			2
187	2		NONE			3
149	1		NONE			4
			NONE			5
			NONE			6
149	1		NONE			7
40	3		NONE			8
299	2		NONE			9
			NONE			10
			NONE			11
450	1	1	NONE			12
448	1		NONE			13
			NONE			14
			NONE			15
93	1		NONE			16
295	3		NONE			17
200	2		NONE			18
112	1		NONE			19
93	1		NONE			20
149	1		NONE			21
448	1		NONE			22
149	1		NONE			23
			NONE			24
94	1		NONE			25
344	3	1	NONE			26
			NONE			27
			NONE			28
			NONE			29
149	1		NONE			30
			NONE			31
33	1	1	NONE			32
112	1		NONE			33
		1	NONE			34
			NONE			35
149	1		NONE			36
200	1		NONE			37
			NONE			38
112	1		NONE			39
100	6		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	Lebanon City	Transmission*	69.00	12.47	
2	Leitchfield - Leitchfield	Transmission*	138.00	69.00	13.20
3	Leitchfield East	Transmission*	69.00	12.47	
4	Lexington Plant - Lexington	Transmission*	69.00		
5	Livingston County	Transmission*	161.00		
6	London - London	Transmission*	69.00		
7	Loudon Ave - Lexington	Transmission*	138.00	69.00	13.20
8	Lynch - Harlan	Transmission*	69.00		
9	Manchester	Transmission*	69.00	12.47	
10	Marion	Transmission*	69.00		
11	Meldrum SW	Transmission*	69.00		
12	Middlesboro - Middlesboro	Transmission*	69.00		
13	Millersburg - Millersburg	Transmission*	69.00		
14	Morganfield - Morganfield	Transmission*	161.00	69.00	13.20
15	Mt. Vernon - Mt. Vernon	Transmission*	69.00		
16	N.A.S.	Transmission*	345.00	138.00	
17	Nebo - Nebo	Transmission*	69.00		
18	North London -London	Transmission*	69.00		
19	North Princeton - Princeton	Transmission*	161.00		
20	Ohio County - Beaver Dam	Transmission*	138.00	69.00	13.20
21	Paducah Primary - Paducah	Transmission*	161.00		
22	Paris	Transmission*	138.00	69.00	13.20
23	Pineville - Pineville	Transmission*	345.00	161.00	13.20
24	Pineville - Pineville	Transmission*	500.00	345.00	34.50
25	Pineville - Pineville	Transmission*	161.00	69.00	13.20
26	Pineville SW - Pineville	Transmission*	161.00		
27	Pisgah - Lexington	Transmission*	138.00	69.00	13.20
28	Pittsburg - London	Transmission*	161.00	69.00	13.20
29	Pocket - Pennington Gap	Transmission*	161.00	69.00	13.20
30	Pocket North - Pennington Gap	Transmission*	500.00	161.00	
31	Princeton - Princeton	Transmission*	69.00		
32	Richmond - Richmond	Transmission*	69.00		
33	River Queen - Muhlenberg	Transmission*	161.00	69.00	13.20
34	Rocky Branch	Transmission*	69.00		
35	Rodburn - Morehead	Transmission*	138.00	69.00	13.20
36	Rogersville - Radcliff	Transmission*	138.00	69.00	13.20
37	Scott County	Transmission*	138.00	69.00	13.20
38	Shelbyville - Shelbyville	Transmission*	69.00		
39	Simmons	Transmission*	69.00		
40	Somerset N - Somerset	Transmission*	69.00		

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [ ] An Original (2) [X] A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report End of 2010/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
			NONE			1
93	1		NONE			2
			NONE			3
			NONE			4
			NONE			5
			NONE			6
262	2	1	NONE			7
			NONE			8
			NONE			9
			NONE			10
			NONE			11
			NONE			12
			NONE			13
112	1		NONE			14
			NONE			15
450	1		NONE			16
			NONE			17
			NONE			18
			NONE			19
93	1	3	NONE			20
		3	NONE			21
150	1		NONE			22
560	1		NONE			23
504	1		NONE			24
243	2		NONE			25
			NONE			26
112	1		NONE			27
112	1		NONE			28
187	1		NONE			29
448	1		NONE			30
			NONE			31
			NONE			32
			NONE			33
			NONE			34
61	1		NONE			35
93	1		NONE			36
93	1		NONE			37
			NONE			38
			NONE			39
			NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation	Character of Substation	VOLTAGE (In MVa)		
			Primary	Secondary	Tertiary
	(a)	(b)	(c)	(d)	(e)
1	South Paducah	Transmission*	161.00	69.00	13.20
2	Spears SW	Transmission*	69.00		
3	Spencer Road - Mt. Sterling	Transmission*	138.00	69.00	13.20
4	St. Paul	Transmission*	69.00	12.47	
5	Sweet Hollow	Transmission*	69.00		
6	Taylor County - Campellsville	Transmission*	161.00	69.00	13.20
7	Tyrone - Versailles	Transmission*	138.00	69.00	13.20
8	UK Medical Center - Lexington	Transmission*	69.00		
9	Versailles Bypass - Versailles	Transmission*	69.00	12.47	
10	Virginia City - Norton	Transmission*	138.00	69.00	13.20
11	Walker - Earlington	Transmission*	161.00	69.00	13.20
12	West Cliff - Harrodsburg	Transmission*	138.00	69.00	13.20
13	West Frankfort - Shelbyville	Transmission*	345.00	138.00	13.20
14	West Frankfort - Shelbyville	Transmission*	138.00	69.00	13.20
15	West Garrard - Lancaster	Transmission*	345.00		
16	West Irvine - Irvine	Transmission*	161.00	69.00	13.20
17	West Lexington - Lexington	Transmission*	345.00	138.00	13.20
18	Wheatcroft	Transmission*	69.00		
19	Wickliffe - Barlow	Transmission*	161.00	69.00	13.20
20	Williamsburg SW	Transmission*	69.00		
21	Winchester City	Transmission*	69.00		
22	Wofford	Transmission*	69.00		
23	Total Transmission		19553.00	6394.08	937.30
24					
25	A.O. Smith - Mt. Sterling	Distribution*	69.00	12.47	
26	Adams 12KV	Distribution*	69.00	34.50	
27	Airgas 13.8KV	Distribution*	138.00	13.80	
28	Aisin 12KV	Distribution*	69.00	12.47	
29	Alexander - Versailles	Distribution*	69.00	12.47	
30	American Ave. - Lexington	Distribution*	69.00	4.16	
31	Andover - Norton	Distribution*	69.00	34.50	
32	Ashland Ave. - Lexington	Distribution*	69.00	4.16	
33	Ashland Pipe - Lexington	Distribution*	69.00	12.47	
34	Augusta 12KV	Distribution*	69.00	12.47	
35	Bardstown City 12KV	Distribution*	69.00	12.47	
36	Bardstown Ind. 12KV	Distribution*	69.00	12.47	
37	Beaver Dam - Beaver Dam	Distribution*	69.00	12.47	
38	Beaver Dam North - Beaver Dam	Distribution*	69.00	12.47	
39	Belt Line - Lexington	Distribution*	69.00	12.47	
40	Bevier - Earlington	Distribution*	69.00	34.50	

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [ ] An Original (2) [X] A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report End of 2010/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
50	1		NONE			1
			NONE			2
89	2		NONE			3
			NONE			4
			NONE			5
90	1		NONE			6
112	1		NONE			7
			NONE			8
			NONE			9
120	1		NONE			10
112	1		NONE			11
392	3		NONE			12
448	1		NONE			13
112	1		NONE			14
			NONE			15
56	1		NONE			16
448	1		NONE			17
			NONE			18
93	1		NONE			19
			NONE			20
			NONE			21
			NONE			22
13136	93	12				23
						24
14	1		NONE			25
34	2		NONE			26
22	1		NONE			27
14	1		NONE			28
22	1		NONE			29
14	1		NONE			30
37	1		NONE			31
28	2		NONE			32
20	2		NONE			33
14	1		NONE			34
23	1		NONE			35
45	2		NONE			36
14	1		NONE			37
14	1		NONE			38
22	1		NONE			39
13	1		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	Big Stone Gap - Big Stone Gap	Distribution*	69.00	12.47	
2	Bond - Coeburn	Distribution*	69.00	12.47	
3	Boone Ave. - Winchester	Distribution*	69.00	12.47	
4	Borg Warner - Earlington	Distribution*	69.00	12.47	
5	Bryant Road - Lexington	Distribution*	69.00	12.47	
6	Buchanan - Lexington	Distribution*	69.00	4.16	
7	Buena Vista 12KV	Distribution*	69.00	12.47	
8	Burnside - Somerset	Distribution*	69.00	12.47	
9	Camargo - Mt. Sterling	Distribution*	69.00	12.47	
10	Camp Breckinridge	Distribution*	69.00	12.47	
11	Campbellsville 1 - Campbellsville	Distribution*	69.00	12.47	
12	Campbellsville 2 - Campbellsville	Distribution*	69.00	12.47	
13	Carntown - Augusta	Distribution*	69.00	12.47	
14	Caron - London	Distribution*	69.00	12.47	
15	Carrollton - Carrollton	Distribution*	69.00	12.47	
16	Cawood - Harlan	Distribution*	69.00	12.47	
17	Clay Mills - Lexington	Distribution*	138.00	12.47	
18	Clinch Valley - Norton	Distribution*	69.00	12.47	
19	Columbia - Columbia	Distribution*	69.00	12.47	
20	Columbia South - Columbia	Distribution*	69.00	12.47	
21	Corbin East - Corbin	Distribution*	69.00	12.47	
22	Corning 12KV	Distribution*	69.00	12.47	
23	Corporate Drive 2 - 12KV	Distribution*	69.00	12.47	
24	Cynthiana 12KV	Distribution*	69.00	12.47	
25	Cynthiana South 12KV	Distribution*	67.00	12.47	
26	Danville 1 - Danville	Distribution*	69.00	12.47	
27	Danville East - Danville	Distribution*	69.00	12.47	
28	Danville Ind. - Danville	Distribution*	69.00	12.47	
29	Danville North - Danville	Distribution*	69.00	12.47	
30	Danville West - Danville	Distribution*	69.00	12.47	
31	Dark Hollow - Richmond	Distribution*	69.00	12.47	
32	Dawson Ind. - Earlington	Distribution*	69.00	4.16	
33	Days Branch 12KV	Distribution*	69.00	12.47	
34	Dayton - Walther - Carrollton	Distribution*	138.00	12.47	
35	Delaplain - Georgetown	Distribution*	69.00	13.80	
36	Denham Street - Somerset	Distribution*	69.00	12.47	
37	Detroit Harvester - Paris	Distribution*	69.00	12.47	
38	Donerail - Lexington	Distribution*	69.00	12.47	
39	Dorchester - Norton	Distribution*	69.00	22.00	
40	Dow Corning - Carrollton	Distribution*	69.00	12.47	

Name of Respondent Kentucky Utilities Company	This Report Is: (1) ☐ An Original (2) ☒ A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report End of 2010/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa)	Number of Transformers In Service	Number of Spare Transformers	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment	Number of Units	Total Capacity (In MVa)	
(f)	(g)	(h)	(i)	(j)	(k)	
42	3		NONE			1
67	3		NONE			2
23	1		NONE			3
23	1		NONE			4
67	3		NONE			5
14	1		NONE			6
14	1		NONE			7
14	1		NONE			8
28	2		NONE			9
14	1		NONE			10
45	2		NONE			11
23	1		NONE			12
14	1		NONE			13
23	1		NONE			14
14	1		NONE			15
14	1		NONE			16
37	1		NONE			17
23	1		NONE			18
14	1		NONE			19
14	1		NONE			20
37	2		NONE			21
34	5		NONE			22
30	2		NONE			23
20	2		NONE			24
14	1		NONE			25
23	1		NONE			26
23	1		NONE			27
45	2		NONE			28
14	1		NONE			29
23	1		NONE			30
14	1		NONE			31
14	1		NONE			32
14	1		NONE			33
14	1		NONE			34
37	2		NONE			35
14	1		NONE			36
23	1		NONE			37
14	1		NONE			38
56	3		NONE			39
14	1		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	Dozier Heights 12KV	Distribution*	69.00	12.47	
2	Earlington - Earlington	Distribution*	69.00	34.50	
3	East Bernstadt - London	Distribution*	69.00	12.47	
4	East Stone - Big Stone Gap	Distribution*	69.00	12.47	
5	Eastland - Lexington	Distribution*	69.00	12.47	
6	Elizabethtown Industrial - Elizabethtown	Distribution*	69.00	12.47	
7	Eminence - Shelbyville	Distribution*	69.00	12.47	
8	Esserville - Norton	Distribution*	69.00	12.47	
9	Etown #2 - Elizabethtown	Distribution*	69.00	12.47	
10	Etown #3 - Elizabethtown	Distribution*	69.00	12.47	
11	Etown #4 - Elizabethtown	Distribution*	69.00	12.47	
12	Etown #5 East - Elizabethtown	Distribution*	69.00	12.47	
13	Etown West - Elizabethtown	Distribution*	69.00	12.47	
14	Ewington - Mt. Sterling	Distribution*	69.00	12.47	
15	Fairfield - Fairfield	Distribution*	69.00	12.47	
16	Ferguson South - Somerset	Distribution*	69.00	12.47	
17	Florida Tile - Lawrenceburg	Distribution*	69.00	12.47	
18	FMC - Lexington	Distribution*	69.00	12.47	
19	Forks of Elkhorn - Georgetown	Distribution*	34.50	12.47	
20	Frankfort - Frankfort	Distribution*	69.00	34.50	
21	GE Lamp Works - Lexington	Distribution*	69.00	4.16	
22	Georgetown - Georgetown	Distribution*	69.00	12.47	
23	Ghent Scrubbers 12KV	Distribution*	138.00	13.20	
24	Green River Steel 2 12KV	Distribution*	69.00	12.47	
25	Green River 34KV	Distribution*	69.00	34.50	
26	Greensburg - Campellsville	Distribution*	69.00	12.47	
27	Greenville 12KV - Muhlenburg	Distribution*	69.00	12.47	
28	Greenville North - Muhlenburg	Distribution*	69.00	12.47	
29	Haefling - Lexington	Distribution*	138.00	12.47	
30	Haley - Lexington	Distribution*	69.00	12.47	
31	Hamblin - Pennington Gap	Distribution*	69.00	12.47	
32	Hanson - Earlington	Distribution*	69.00	12.47	
33	Hardesty - Earlington	Distribution*	69.00	34.50	
34	Harlan - Harlan	Distribution*	69.00	12.47	
35	Harlan Wye - Harlan	Distribution*	69.00	12.47	
36	Harrodsburg #2 - Harrodsburg	Distribution*	69.00	12.47	
37	Harrodsburg #3 - Harrodsburg	Distribution*	69.00	12.47	
38	Harrodsburg North 12KV	Distribution*	69.00	12.47	
39	Higby Mill 12KV - Lexington	Distribution*	138.00	12.47	
40	Highsplint - Harlan	Distribution*	69.00	12.47	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa)	Number of Transformers In Service	Number of Spare Transformers	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment	Number of Units	Total Capacity (In MVa)	
(f)	(g)	(h)	(i)	(j)	(k)	
14	1		NONE			1
34	2		NONE			2
14	1		NONE			3
25	2		NONE			4
23	1		NONE			5
23	1		NONE			6
28	2		NONE			7
23	1		NONE			8
45	2		NONE			9
33	2		NONE			10
23	1		NONE			11
14	1		NONE			12
23	1		NONE			13
37	2		NONE			14
14	1		NONE			15
14	1		NONE			16
14	1		NONE			17
23	1		NONE			18
14	1		NONE			19
20	1		NONE			20
14	1		NONE			21
14	1		NONE			22
56	2		NONE			23
14	1		NONE			24
17	1		NONE			25
14	1		NONE			26
14	1		NONE			27
14	1		NONE			28
39	1		NONE			29
14	1		NONE			30
14	1		NONE			31
14	1		NONE			32
13	1		NONE			33
14	1		NONE			34
14	1		NONE			35
14	1		NONE			36
14	1		NONE			37
14	1		NONE			38
60	2		NONE			39
14	1		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	Hodgenville 12KV	Distribution*	69.00	12.47	
2	Hoover 12KV - Georgetown	Distribution*	69.00	12.47	
3	Hopewell - Corbin	Distribution*	69.00	12.47	
4	Horse Cave 12KV	Distribution*	69.00	12.47	
5	Horse Cave Industrial - Horse Cave	Distribution*	69.00	12.47	
6	Hughes Lane - Lexington	Distribution*	69.00	12.47	
7	IBM - Lexington	Distribution*	69.00	12.47	
8	IBM North 12KV	Distribution*	138.00	12.47	
9	Imboden - Norton	Distribution*	69.00	34.50	
10	Innovation Drive	Distribution*	138.00	12.47	
11	Irvine - Richmond	Distribution*	69.00	12.47	
12	Joyland - Lexington	Distribution*	69.00	12.47	
13	Kawneer - Cynthiana	Distribution*	69.00	12.47	
14	Kenton - Maysville	Distribution*	69.00	12.47	
15	Kentucky River 4KV	Distribution*	69.00	4.16	
16	LaGrange East	Distribution*	69.00	12.47	
17	LaGrange - Penal - LaGrange	Distribution*	69.00	12.47	
18	Lakeshore - Lexington	Distribution*	69.00	12.47	
19	Lancaster - Danville	Distribution*	69.00	4.16	
20	Lansdowne - Lexington	Distribution*	69.00	12.47	
21	Lawrenceburg - Lawrenceburg	Distribution*	69.00	12.47	
22	Lebanon - Lebanon	Distribution*	69.00	12.47	
23	Lebanon East	Distribution*	69.00	12.47	
24	Lebanon South 12KV - Lebanon	Distribution*	69.00	12.47	
25	Lebanon Junction 12KV	Distribution*	69.00	12.47	
26	Lebanon West 12KV	Distribution*	138.00	12.47	
27	Leitchfield 12KV - Leitchfield	Distribution*	69.00	12.47	
28	Leitchfield East - Leitchfield	Distribution*	69.00	12.47	
29	Lemons Mill - Georgetown	Distribution*	69.00	12.47	
30	Lexington Water Company	Distribution*	69.00	12.47	
31	Lexington 4KV - Lexington	Distribution*	69.00	4.16	
32	Liberty - Liberty	Distribution*	69.00	12.47	
33	Liberty Road - Lexington	Distribution*	69.00	12.47	
34	London - London	Distribution*	69.00	12.47	
35	Loudon Ave. - Lexington	Distribution*	138.00	12.47	
36	Madisonville GE 12KV	Distribution*	69.00	12.47	
37	Madisonville HP 12KV	Distribution*	69.00	12.47	
38	Madisonville North 4KV	Distribution*	69.00	4.16	
39	Madisonville West 12KV	Distribution*	69.00	12.47	
40	Madisonville East 12KV	Distribution*	69.00	12.47	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa)	Number of Transformers In Service	Number of Spare Transformers	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment	Number of Units	Total Capacity (In MVa)	
(f)	(g)	(h)	(i)	(j)	(k)	
14	1		NONE			1
23	1		NONE			2
28	2		NONE			3
28	2		NONE			4
45	2		NONE			5
14	1		NONE			6
75	2		NONE			7
34	1		NONE			8
37	1		NONE			9
51	2		NONE			10
14	1		NONE			11
37	2		NONE			12
14	1		NONE			13
28	2		NONE			14
28	2		NONE			15
37	2		NONE			16
23	1		NONE			17
37	1		NONE			18
14	1		NONE			19
75	2		NONE			20
45	2		NONE			21
14	1		NONE			22
14	3		NONE			23
14	1		NONE			24
23	1		NONE			25
14	1		NONE			26
14	1		NONE			27
14	1		NONE			28
45	2		NONE			29
45	2		NONE			30
28	2		NONE			31
14	1		NONE			32
37	1		NONE			33
45	2		NONE			34
37	1		NONE			35
23	1		NONE			36
14	1		NONE			37
23	1		NONE			38
23	1		NONE			39
14	1		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	Manchester South	Distribution*	69.00	12.47	
2	Marion South - Marion	Distribution*	69.00	12.47	
3	Maysville Mid - Maysville	Distribution*	69.00	4.16	
4	McCoy Avenue 12KV	Distribution*	69.00	12.47	
5	McKee Road 12KV	Distribution*	69.00	12.47	
6	Meldrum - Middlesboro	Distribution*	69.00	12.47	
7	Metal & Thermit - Carrollton	Distribution*	69.00	12.47	
8	Middlesboro #1 12KV	Distribution*	69.00	12.47	
9	Middlesboro #2 12KV	Distribution*	69.00	12.47	
10	Midway - Versailles	Distribution*	138.00	12.47	
11	Minor Farm 12KV	Distribution*	69.00	12.47	
12	Morehead - Morehead	Distribution*	69.00	12.47	
13	Morganfield Industrial - Morganfield	Distribution*	69.00	12.47	
14	Mt. Sterling - Mt. Sterling	Distribution*	69.00	12.47	
15	Mt. Vernon - Mt. Vernon	Distribution*	69.00	12.47	
16	Muhlenburg Prison - Muhlenburg	Distribution*	69.00	12.47	
17	Newtown 12KV	Distribution*	69.00	12.47	
18	Norton East - Norton	Distribution*	69.00	12.47	
19	Oakhill - Earlington	Distribution*	69.00	34.50	
20	Okonite - Richmond	Distribution*	69.00	12.47	
21	Owingsville 12KV	Distribution*	69.00	12.47	
22	Oxford - Georgetown	Distribution*	69.00	12.47	
23	Paris - Paris	Distribution*	69.00	12.47	
24	Parker Seal 12KV - Winchester	Distribution*	69.00	12.47	
25	Parkers Mill 12KV	Distribution*	69.00	12.47	
26	Pepper Pike 12KV - Georgetown	Distribution*	34.50	12.47	
27	Picadome 12KV - Lexington	Distribution*	69.00	12.47	
28	Pineville 12KV	Distribution*	69.00	12.47	
29	Pocket - Norton	Distribution*	69.00	34.50	
30	Poor Valley - Pennington Gap	Distribution*	69.00	12.47	
31	Powderly - Muhlenburg	Distribution*	69.00	12.47	
32	Princeton - Princeton	Distribution*	69.00	34.50	
33	Proctor/Gamble 4KV	Distribution*	69.00	4.16	
34	Race Street - Lexington	Distribution*	69.00	12.47	
35	Radcliff - Radcliff	Distribution*	69.00	12.47	
36	Red House 12KV	Distribution*	69.00	12.47	
37	Reynolds - Lexington	Distribution*	138.00	12.47	
38	Richmond 12KV	Distribution*	69.00	12.47	
39	Richmond #3 12KV (EKU)	Distribution*	69.00	12.47	
40	Richmond East	Distribution*	69.00	12.47	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
14	1		NONE			1
14	1		NONE			2
14	1		NONE			3
14	1		NONE			4
14	1		NONE			5
14	1		NONE			6
14	1		NONE			7
28	2		NONE			8
28	2		NONE			9
14	1		NONE			10
14	1		NONE			11
14	1		NONE			12
14	1		NONE			13
14	1		NONE			14
14	1		NONE			15
14	1		NONE			16
14	1		NONE			17
14	1		NONE			18
20	1		NONE			19
14	1		NONE			20
14	1		NONE			21
14	1		NONE			22
14	1		NONE			23
23	1		NONE			24
45	2		NONE			25
14	1		NONE			26
23	1		NONE			27
28	2		NONE			28
20	1		NONE			29
14	1		NONE			30
14	1		NONE			31
13	1		NONE			32
14	1		NONE			33
14	1		NONE			34
23	1		NONE			35
14	1		NONE			36
77	2		NONE			37
45	2		NONE			38
45	2		NONE			39
23	1		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation	Character of Substation	VOLTAGE (In MVa)		
			Primary	Secondary	Tertiary
	(a)	(b)	(c)	(d)	(e)
1	Richmond Industrial	Distribution*	69.00	12.47	
2	Richmond South	Distribution*	69.00	12.47	
3	Rockwell - Winchester	Distribution*	69.00	12.47	
4	Rogers Gap 12KV	Distribution*	69.00	12.47	
5	Rogersville - Radcliff	Distribution*	69.00	12.47	
6	Rumsey - Earlington	Distribution*	34.50	34.50	
7	Salem - Earlington	Distribution*	69.00	34.50	
8	Shannon Run 12KV	Distribution*	69.00	12.47	
9	Sharon - Augusta	Distribution*	69.00	12.47	
10	Shavers Chap 12KV	Distribution*	69.00	12.47	
11	Shelbyville North12KV	Distribution*	69.00	12.47	
12	Shelbyville East	Distribution*	69.00	12.47	
13	Shelbyville South	Distribution*	69.00	12.47	
14	Shun Pike 12KV	Distribution*	69.00	12.47	
15	Simpsonville - Shelbyville	Distribution*	69.00	12.47	
16	Somerset #2 4KV	Distribution*	69.00	4.16	
17	Somerset #3 12KV	Distribution*	69.00	12.47	
18	Somerset South	Distribution*	69.00	12.47	
19	Springfield - Campbellsville	Distribution*	69.00	12.47	
20	St. Paul 12KV	Distribution*	69.00	12.47	
21	Stamping Ground 12KV	Distribution*	34.50	12.47	
22	Stanford 12KV	Distribution*	69.00	12.47	
23	Stanford North 12KV	Distribution*	69.00	12.47	
24	Stonewall 12KV - Lexington	Distribution*	69.00	12.47	
25	Sylvania 12KV - Winchester	Distribution*	69.00	12.47	
26	Taylorsville - Shelbyville	Distribution*	69.00	12.47	
27	Toyota North	Distribution*	138.00	13.20	
28	Toyota South	Distribution*	138.00	13.20	
29	Trafton Ave. 12KV - Lexington	Distribution*	69.00	12.47	
30	Trafton Ave. 4KV - Lexington	Distribution*	69.00	4.16	
31	UK Scott 12KV	Distribution*	69.00	12.47	
32	UK Medical Center - Lexington	Distribution*	69.00	12.47	
33	UK West - Lexington	Distribution*	69.00	13.09	
34	Union Underwear - Russell Springs	Distribution*	69.00	12.47	
35	Vaksdahl Avenue 12KV	Distribution*	69.00	12.47	
36	Verda - Harlan	Distribution*	69.00	12.47	
37	Versailles West 12KV - Versailles	Distribution*	69.00	12.47	
38	Versailles Bypass - Versailles	Distribution*	69.00	12.47	
39	Viley Road - Lexington	Distribution*	138.00	12.47	
40	Vine Street 12KV - Lexington	Distribution*	69.00	12.47	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT: Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
23	1		NONE			1
23	1		NONE			2
23	1		NONE			3
23	1		NONE			4
23	1		NONE			5
13	1		NONE			6
14	1		NONE			7
14	1		NONE			8
14	1		NONE			9
14	1		NONE			10
23	1		NONE			11
23	1		NONE			12
37	2		NONE			13
14	1		NONE			14
14	1		NONE			15
14	1		NONE			16
14	1		NONE			17
14	1		NONE			18
14	1		NONE			19
45	2		NONE			20
14	1		NONE			21
14	1		NONE			22
14	1		NONE			23
37	1		NONE			24
23	1		NONE			25
14	1		NONE			26
84	3		NONE			27
84	3		NONE			28
23	1		NONE			29
14	1		NONE			30
37	1		NONE			31
65	2		NONE			32
14	1		NONE			33
28	2		NONE			34
14	1		NONE			35
14	1		NONE			36
23	1		NONE			37
45	2		NONE			38
39	1		NONE			39
14	1		NONE			40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

SUBSTATIONS

1. Report below the information called for concerning substations of the respondent as of the end of the year.
2. Substations which serve only one industrial or street railway customer should not be listed below.
3. Substations with capacities of Less than 10 MVa except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.
4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).

Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa) Primary (c)	Secondary (d)	Tertiary (e)
1	Waitsboro - Somerset	Distribution*	69.00	12.47	
2	Warsaw East - Owenton	Distribution*	69.00	12.47	
3	West Hickman - Lexington	Distribution*	69.00	12.47	
4	West High Street 12KV - Lexington	Distribution*	69.00	12.47	
5	Westvaco 13.8KV	Distribution*	69.00	13.80	
6	Wickliffe 13.8KV	Distribution*	69.00	13.80	
7	Wilson Downing - Lexington	Distribution*	69.00	12.47	
8	Williamsburg South - Williamsburg	Distribution*	69.00	12.47	
9	Wilmore - Versailles	Distribution*	69.00	12.47	
10	Winchester Industrial 12KV - Winchester	Distribution*	69.00	12.47	
11	Winchester WW 12KV	Distribution*	69.00	12.47	
12	Wise - Norton	Distribution*	69.00	12.47	
13	Woodlawn 12KV	Distribution*	69.00	12.47	
14	251 Stations Less Than 10,000 KVA				
15					
16	Total Distribution		16696.00	3051.65	
17					
18	* Unattended				
19					
20					
21	Summary				
22	Transmission 132				
23	Distribution 480				
24	Total 612				
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [ ] An Original (2) [X] A Resubmission	Date of Report (Mo, Da, Yr) 12/12/2011	Year/Period of Report End of 2010/Q4

SUBSTATIONS (Continued)

5. Show in columns (I), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVa) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT: Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVa) (k)	Line No.
14	1		NONE			1
14	1		NONE			2
23	1		NONE			3
28	2		NONE			4
67	3		NONE			5
14	1		NONE			6
45	2		NONE			7
14	1		NONE			8
14	1		NONE			9
23	1		NONE			10
14	1		NONE			11
23	1		NONE			12
14	1		NONE			13
1559	374		NONE			14
						15
7044	671					16
						17
						18
						19
						20
						21
13136	93	9				22
7044	671					23
20180	764	9				24
						25
						26
						27
						28
						29
						30
						31
						32
						33
						34
						35
						36
						37
						38
						39
						40

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/12/2011	End of 2010/Q4

TRANSACTIONS WITH ASSOCIATED (AFFILIATED) COMPANIES

1. Report below the information called for concerning all non-power goods or services received from or provided to associated (affiliated) companies.
2. The reporting threshold for reporting purposes is $250,000. The threshold applies to the annual amount billed to the respondent or billed to an associated/affiliated company for non-power goods and services. The good or service must be specific in nature. Respondents should not attempt to include or aggregate amounts in a nonspecific category such as "general".
3. Where amounts billed to or received from the associated (affiliated) company are based on an allocation process, explain in a footnote.

Line No.	Description of the Non-Power Good or Service (a)	Name of Associated/Affiliated Company (b)	Account Charged or Credited (c)	Amount Charged or Credited (d)
1	**Non-power Goods or Services Provided by Affiliated**			
2	Capital Expenditures	Louisville Gas and Elec.	see footnote	6,203,396
3	Direct-Indirect Labor	Louisville Gas and Elec.	see footnote	1,009,144
4	Equipment and Facilities	Louisville Gas and Elec.	see footnote	2,436,248
5	Office and Administrative Services	Louisville Gas and Elec.	see footnote	401,201
6	Materials and Fuels	Louisville Gas and Elec.	see footnote	54,183,210
7	Outside Services	Louisville Gas and Elec.	see footnote	2,539,979
8				
9	Capital Expenditures	LG&E and KU Services Co.	see footnote	37,895,194
10	Direct-Indirect Labor	LG&E and KU Services Co.	see footnote	91,547,810
11	Equipment and Facilities	LG&E and KU Services Co.	see footnote	16,564,617
12	Office and Administrative Services	LG&E and KU Services Co.	see footnote	19,036,730
13	Materials and Fuels	LG&E and KU Services Co.	see footnote	453,567,489
14	Outside Services	LG&E and KU Services Co.	see footnote	22,344,003
15				
16				
17				
18				
19				
20	**Non-power Goods or Services Provided for Affiliate**			
21	Capital Expenditures	Louisville Gas and Elec.	see footnote	8,221,592
22	Direct-Indirect Labor	Louisville Gas and Elec.	see footnote	134,417
23	Equipment and Facilities	Louisville Gas and Elec.	see footnote	421,073
24	Office and Administrative Services	Louisville Gas and Elec.	see footnote	28,973
25	Materials and Fuels	Louisville Gas and Elec.	see footnote	3,909,431
26	Outside Services	Louisville Gas and Elec.	see footnote	1,861,216
27				
28	Direct-Indirect Labor	LG&E and KU Services Co.	see footnote	479,304
29	Office and Administrative Services	LG&E and KU Services Co.	see footnote	2,632
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42	see footnote for allocation process			

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

Schedule Page: 429 Line No.: 2 Column: b
Full name of company is Louisville Gas and Electric Company

Schedule Page: 429 Line No.: 2 Column: c
Accounts charged include: 107 and 108

Schedule Page: 429 Line No.: 3 Column: c
Accounts charged include: 143, 163, 183, 184, 228, 236, 408, 426, 500, 510-514, 535, 539, 541, 542, 544-546, 548, 549, 551-554, 556, 560-562, 566, 570, 571, 573, 580-584, 586-588, 590, 592-595, 598, 901-903, 905, 908, 920, 925, 926 and 935

Schedule Page: 429 Line No.: 4 Column: c
Accounts charged include: 143, 151, 163, 183, 184, 236, 426, 500, 510, 512, 513, 541, 548, 550-554, 556, 560-563, 566, 570, 571, 573, 580, 581, 586, 588, 592-595, 901, 902, 905, 907, 908, 921, 925, 931 and 935

Schedule Page: 429 Line No.: 5 Column: c
Accounts charged include: 158, 232, 426, 430, 431, 500, 548, 549, 551, 553, 554, 556, 561, 562, 566, 567, 570, 571, 580, 581, 583, 586, 588, 593, 594, 598, 903, 908, 920, 921 and 935

Schedule Page: 429 Line No.: 6 Column: c
Accounts charged include: 143, 151, 154, 163, 184, 232, 426, 511-514, 544, 547, 548, 550, 552-554, 562, 566, 570, 571, 573, 580, 582, 583, 586, 588, 590, 592, 593, 598, 921 and 935

Schedule Page: 429 Line No.: 7 Column: c
Accounts charged include: 143, 151, 154, 184, 253, 500, 512, 548, 552-554, 566, 570, 571, 573, 580, 588, 594, 598, 903, 923, 925 and 935

Schedule Page: 429 Line No.: 9 Column: b
Full name of company is LG&E and KU Services Company

Schedule Page: 429 Line No.: 9 Column: c
Accounts charged include: 107 and 108

Schedule Page: 429 Line No.: 10 Column: c
Accounts charged include: 143, 163, 183, 184, 228, 232, 242, 408, 426, 500, 510-513, 541, 556, 560-563, 566, 570, 571, 573, 580, 581, 583, 586, 588, 590, 592, 593, 598, 901-903, 905, 907, 908, 910, 920, 921, 925, 926 and 935

Schedule Page: 429 Line No.: 11 Column: c
Accounts charged include: 163, 165, 184, 236, 426, 500, 510, 513, 542, 553, 556, 560, 561, 566, 570, 580, 583, 588, 593, 901, 903, 905, 907, 908-910, 921 and 935

Schedule Page: 429 Line No.: 12 Column: c
Accounts charged include: 181, 183, 186, 232, 426, 431, 500, 510-514, 541, 556, 560, 561, 563, 566, 570, 571, 573, 580, 582, 583, 586, 588, 590, 592, 593, 598, 901-903, 905, 907-910, 913, 920, 921, 923-925, 928, 930 and 935

Schedule Page: 429 Line No.: 13 Column: c
Accounts charged include: 143, 163, 184, 186, 232, 236, 426, 500, 510, 513, 554, 560, 563, 566, 570, 573, 580, 586, 588, 592, 593, 598, 901, 903, 907, 908, 921 and 935

Schedule Page: 429 Line No.: 14 Column: c
Accounts charged include: 143, 163, 182-184, 186, 232, 242, 253, 426, 456, 500, 510, 512, 554, 556, 560, 561, 566, 573, 580, 583, 586, 588, 592, 593, 598, 901, 903, 905, 908-910, 920, 921, 923, 925, 928, 930 and 935

Schedule Page: 429 Line No.: 21 Column: b
Full name of company is Louisville Gas and Electric Company

Schedule Page: 429 Line No.: 21 Column: c
Accounts charged include: 107 and 108

Schedule Page: 429 Line No.: 22 Column: c
Accounts charged include: 143, 163, 183, 184, 232, 236, 242, 408, 426, 500, 510-514, 535, 538, 539, 542-544, 546, 548, 549, 551-554, 556, 560-562, 566, 570, 571, 580-586, 588,

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

FOOTNOTE DATA

591-596, 598, 902, 903, 905, 908, 920, 922, 925, 926 and 935

Schedule Page: 429 Line No.: 23 Column: c
Accounts charged include: 143, 163, 183, 184, 186, 232, 236, 426, 500, 510, 512, 513, 541, 546, 548-554, 556, 560-563, 566, 570, 571, 580, 586, 588, 592, 593, 595, 598, 901, 903, 910, 925 and 935

Schedule Page: 429 Line No.: 24 Column: c
Accounts charged include: 182, 184, 426, 500, 511-514, 546, 548, 549, 551-554, 562, 566, 567, 571, 580, 582, 583, 586, 588, 589, 592, 593, 598, 902, 903, 905, 921 and 930

Schedule Page: 429 Line No.: 25 Column: c
Accounts charged include: 151, 154, 163, 184, 232, 511-514, 539, 546-549, 551-554, 562, 566, 570, 571, 580, 582, 586, 588, 592-596, 902 and 921

Schedule Page: 429 Line No.: 26 Column: c
Accounts charged include: 151, 163, 183, 184, 186, 232, 253, 500, 511-513, 539, 542, 549, 552-554, 560, 562, 566, 570, 571, 582, 583, 586, 588, 592-594, 596, 902, 903, 923 and 935

Schedule Page: 429 Line No.: 28 Column: b
Full name of company is LG&E and KU Services Company

Schedule Page: 429 Line No.: 28 Column: c
Accounts charged include: 146, 184, 228, 232, 234, 236, 253 and 500

Schedule Page: 429 Line No.: 29 Column: c
Accounts charged include: 143, 184, and 232

Schedule Page: 429 Line No.: 42 Column: a
Costs between Louisville Gas and Electric Company and Kentucky Utilities Company are charged directly and are not allocated.

LG&E and KU Services Company (Servco) will allocate the costs of service among the affiliated companies using one of several methods that most accurately distributes the costs. The method of cost allocation varies based on the department rendering the service. Any of the methods may be adjusted for any known and reasonably quantifiable events, or at such time as may be required due to significant changes in the business, but are generally determined annually. The allocation methods used by Servco are as follows:

Contract Ratio – Based on the sum of the physical amount (i.e. tons of coal, cubic feet of natural gas) of the contract for both coal and natural gas for the immediately preceding twelve consecutive calendar months, the numerator of which is for an operating company or an affected affiliate company and the denominator of which is for all operating companies and affected affiliate companies.

Departmental Charge Ratio – A specific Servco department ratio based upon various factors such as labor hours, labor dollars, departmental or entity headcount, etc. The departmental charge ratio typically applies to indirectly attributable costs such as departmental administrative, support, and/or material and supply costs that benefit more than one affiliate and that require allocation using general measures of cost causation. Methods for assignment are department-specific depending on the type of product or service being performed and are documented and monitored by the Budget Coordinators for each department.

Electric Peak Load Ratio – Based on the sum of the monthly electric maximum system demands for the immediately preceding twelve consecutive calendar months, the numerator of which is for an operating company and the denominator of which is for all operating companies.

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/12/2011	2010/Q4

FOOTNOTE DATA

Energy Marketing Ratio – Based on the absolute value of equivalent megawatt hours purchased or sold for the immediate preceding twelve consecutive calendar months, the numerator of which is for an operating company or an affiliate and the denominator of which is for all operating companies and affected affiliate companies.

Information Systems Chargeback Rates – Rates for services, including but not limited to software, consulting, mainframe and personal computer services, are based on the costs of labor, materials and information services overheads related to the provision of each service. Such rates are applied based on the specific equipment employed and the measured usage of services by client entities.

Non-Fuel Material and Services Expenditures – A ratio based on non-fuel material and services expenditures, net of reimbursements, for the immediately preceding twelve consecutive calendar months. The numerator is equal to such expenditures for a specific entity and/or line-of-business as appropriate and the denominator is equal to such expenditures for all applicable entities.

Number of Customers Ratio – A ratio based on the number of retail electric and/or gas customers. This ratio will be determined based on the actual number of customers at the end of the previous calendar year. In some cases, the ratio may be calculated based on the type of customer class being served (i.e. Residential, Commercial or Industrial).

Number of Employees Ratio – A ratio based on the number of employees benefiting from the performance of a service. This ratio will be determined based on actual counts of applicable employees at the end of the previous calendar year. A two-step assignment methodology is utilized to properly allocate Servco employee costs to the proper legal entity.

Number of Meters Ratio – Ratio based on the number or types of meters being utilized by all levels of customer classes within the system for the immediately preceding twelve consecutive calendar months. The numerator is equal to the number of meters for each utility and the denominator is equal to the total meters for KU and LG&E.

Number of Transactions Ratio – Based on the sum of transactions occurring in the immediately preceding twelve consecutive calendar months, the numerator of which is for an operating company or an affected affiliate company and the denominator of which is for all operating companies and affected affiliate companies. For example, services with regard to Procurement and Major Contracts would define a transaction as the number of contracts negotiated. Services pertaining to Materials Logistics would define the transaction as the number of items ordered, picked and disbursed out of the warehouse. Services pertaining to Accounts Payable would define the transaction as the number of invoices processed. The Regulatory Accounting and Reporting Department is responsible for maintaining and monitoring specific product/service methodology documentation for actual transactions related to Servco billings.

Payroll Ratio – Based on the sum of the payroll costs for the immediately preceding twelve consecutive calendar months, the numerator of which is for an operating company or an affected affiliate company and the denominator of which is for all operating companies and affected affiliate companies.

Project Ratio – Based on the total costs for any departmental or affiliate project for the immediately preceding twelve consecutive calendar months, the numerator of which is for an operating company or an affected affiliate company and the denominator of which is for all operating companies and affected affiliate companies.

Regulatory Mandate Ratios – Based on federal or state mandated percentage allocations based on regulatory

BLANK

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) __ An Original (2) X A Resubmission	12/12/2011	2010/Q4

FOOTNOTE DATA

proceedings and requirements. These ratios are typically developed in concert with regulatory authorities representing the results of merger or joint asset ownership negotiations and are supported by specific contracts regarding legal entity allocation requirements. Contract terms are maintained by the Regulatory Accounting and Reporting Department.

Retail Revenue Ratio – Based on utility revenues, excluding energy marketing revenues, for the immediate preceding twelve consecutive calendar months, the numerator of which is for an operating company or an affiliate and the denominator of which is for all operating companies and affected affiliate companies.

Revenue Ratio – Based on the sum of the revenue for the immediately preceding twelve consecutive calendar months, the numerator of which is for an operating company or an affected affiliate company and the denominator of which is for all operating companies and affected affiliate companies.

Total Assets Ratio – Based on the total assets at year end for the preceding year, the numerator of which is for an operating company or affected affiliate company and the denominator of which is for all operating companies and affected affiliate companies. In the event of joint ownership of a specific asset, asset ownership percentages will be utilized to assign costs.

Transportation Resource Management System Chargeback Rate – Rates for use of transportation equipment are based on the costs associated with providing and operating transportation fleet for all affiliated companies including developing fleet policy, administering regulatory compliance programs, managing repair and maintenance of vehicles and procuring vehicles. Such rates are applied based on the specific equipment employment and the measured usage of services by the various company entities.

INDEX

INDEX (continued)

INDEX (continued)

INDEX (continued)

INDEX (continued)

Schedule | Page No.

THIS FILING IS	
Item 1: ☐ An Initial (Original) Submission	OR ☒ Resubmission No. ____

Form 1 Approved
OMB No. 1902-0021
(Expires 12/31/2011)
Form 1-F Approved
OMB No. 1902-0029
(Expires 12/31/2011)
Form 3-Q Approved
OMB No. 1902-0205
(Expires 1/31/2012)

FERC FINANCIAL REPORT
FERC FORM No. 1: Annual Report of Major Electric Utilities, Licensees and Others and Supplemental Form 3-Q: Quarterly Financial Report

These reports are mandatory under the Federal Power Act, Sections 3, 4(a), 304 and 309, and 18 CFR 141.1 and 141.400. Failure to report may result in criminal fines, civil penalties and other sanctions as provided by law. The Federal Energy Regulatory Commission does not consider these reports to be of confidential nature

Exact Legal Name of Respondent (Company)	Year/Period of Report
Kentucky Utilities Company	End of 2009/Q4

INSTRUCTIONS FOR FILING FERC FORM NOS. 1 and 3-Q

GENERAL INFORMATION

I. Purpose

FERC Form No. 1 (FERC Form 1) is an annual regulatory requirement for Major electric utilities, licensees and others (18 C.F.R. § 141.1). FERC Form No. 3-Q (FERC Form 3-Q)is a quarterly regulatory requirement which supplements the annual financial reporting requirement (18 C.F.R. § 141.400). These reports are designed to collect financial and operational information from electric utilities, licensees and others subject to the jurisdiction of the Federal Energy Regulatory Commission. These reports are also considered to be non-confidential public use forms.

II. Who Must Submit

Each Major electric utility, licensee, or other, as classified in the Commission's Uniform System of Accounts Prescribed for Public Utilities and Licensees Subject To the Provisions of The Federal Power Act (18 C.F.R. Part 101), must submit FERC Form 1 (18 C.F.R. § 141.1), and FERC Form 3-Q (18 C.F.R. § 141.400).

Note: Major means having, in each of the three previous calendar years, sales or transmission service that exceeds one of the following:

(1) one million megawatt hours of total annual sales,
(2) 100 megawatt hours of annual sales for resale,
(3) 500 megawatt hours of annual power exchanges delivered, or
(4) 500 megawatt hours of annual wheeling for others (deliveries plus losses).

III. What and Where to Submit

(a) Submit FERC Forms 1 and 3-Q electronically through the forms submission software. Retain one copy of each report for your files. Any electronic submission must be created by using the forms submission software provided free by the Commission at its web site: http://www.ferc.gov/docs-filing/eforms/form-1/elec-subm-soft.asp. The software is used to submit the electronic filing to the Commission via the Internet.

(b) The Corporate Officer Certification must be submitted electronically as part of the FERC Forms 1 and 3-Q filings.

(c) Submit immediately upon publication, by either eFiling or mail, two (2) copies to the Secretary of the Commission, the latest Annual Report to Stockholders. Unless eFiling the Annual Report to Stockholders, mail the stockholders report to the Secretary of the Commission at:

Secretary
Federal Energy Regulatory Commission
888 First Street, NE
Washington, DC 20426

(d) For the CPA Certification Statement, submit within 30 days after filing the FERC Form 1, a letter or report (not applicable to filers classified as Class C or Class D prior to January 1, 1984). The CPA Certification Statement can be either eFiled or mailed to the Secretary of the Commission at the address above.

The CPA Certification Statement should:

a) Attest to the conformity, in all material aspects, of the below listed (schedules and pages) with the Commission's applicable Uniform System of Accounts (including applicable notes relating thereto and the Chief Accountant's published accounting releases), and

b) Be signed by independent certified public accountants or an independent licensed public accountant certified or licensed by a regulatory authority of a State or other political subdivision of the U. S. (See 18 C.F.R. §§ 41.10-41.12 for specific qualifications.)

Reference Schedules	Pages
Comparative Balance Sheet	110-113
Statement of Income	114-117
Statement of Retained Earnings	118-119
Statement of Cash Flows	120-121
Notes to Financial Statements	122-123

e) The following format must be used for the CPA Certification Statement unless unusual circumstances or conditions, explained in the letter or report, demand that it be varied. Insert parenthetical phrases only when exceptions are reported.

"In connection with our regular examination of the financial statements of _____ for the year ended on which we have reported separately under date of ___________ , we have also reviewed schedules __________________of FERC Form No. 1 for the year filed with the Federal Energy Regulatory Commission, for conformity in all material respects with the requirements of the Federal Energy Regulatory Commission as set forth in its applicable Uniform System of Accounts and published accounting releases. Our review for this purpose included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

Based on our review, in our opinion the accompanying schedules identified in the preceding paragraph (except as noted below) conform in all material respects with the accounting requirements of the Federal Energy Regulatory Commission as set forth in its applicable Uniform System of Accounts and published accounting releases."

The letter or report must state which, if any, of the pages above do not conform to the Commission's requirements. Describe the discrepancies that exist.

(f) Filers are encouraged to file their Annual Report to Stockholders, and the CPA Certification Statement using eFiling. To further that effort, new selections, "Annual Report to Stockholders," and "CPA Certification Statement" have been added to the dropdown "pick list" from which companies must choose when eFiling. Further instructions are found on the Commission's website at http://www.ferc.gov/help/how-to.asp.

(g) Federal, State and Local Governments and other authorized users may obtain additional blank copies of FERC Form 1 and 3-Q free of charge from http://www.ferc.gov/docs-filing/eforms/form-1/form-1.pdf and http://www.ferc.gov/docs-filing/eforms.asp#3Q-gas .

IV. When to Submit:

FERC Forms 1 and 3-Q must be filed by the following schedule:

a) FERC Form 1 for each year ending December 31 must be filed by April 18th of the following year (18 CFR § 141.1), and

b) FERC Form 3-Q for each calendar quarter must be filed within 60 days after the reporting quarter (18 C.F.R. § 141.400).

V. Where to Send Comments on Public Reporting Burden.

The public reporting burden for the FERC Form 1 collection of information is estimated to average 1,144 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data-needed, and completing and reviewing the collection of information. The public reporting burden for the FERC Form 3-Q collection of information is estimated to average 150 hours per response.

Send comments regarding these burden estimates or any aspect of these collections of information, including suggestions for reducing burden, to the Federal Energy Regulatory Commission, 888 First Street NE, Washington, DC 20426 (Attention: Information Clearance Officer); and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503 (Attention: Desk Officer for the Federal Energy Regulatory Commission). No person shall be subject to any penalty if any collection of information does not display a valid control number (44 U.S.C. § 3512 (a)).

GENERAL INSTRUCTIONS

I. Prepare this report in conformity with the Uniform System of Accounts (18 CFR Part 101) (USofA). Interpret all accounting words and phrases in accordance with the USofA.

II. Enter in whole numbers (dollars or MWH) only, except where otherwise noted. (Enter cents for averages and figures per unit where cents are important. The truncating of cents is allowed except on the four basic financial statements where rounding is required.) The amounts shown on all supporting pages must agree with the amounts entered on the statements that they support. When applying thresholds to determine significance for reporting purposes, use for balance sheet accounts the balances at the end of the current reporting period, and use for statement of income accounts the current year's year to date amounts.

III Complete each question fully and accurately, even if it has been answered in a previous report. Enter the word "None" where it truly and completely states the fact.

IV. For any page(s) that is not applicable to the respondent, omit the page(s) and enter "NA," "NONE," or "Not Applicable" in column (d) on the List of Schedules, pages 2 and 3.

V. Enter the month, day, and year for all dates. Use customary abbreviations. **The "Date of Report" included in the header of each page is to be completed only for resubmissions** (see VII. below).

VI. Generally, except for certain schedules, all numbers, whether they are expected to be debits or credits, must be reported as positive. Numbers having a sign that is different from the expected sign must be reported by enclosing the numbers in parentheses.

VII For any resubmissions, submit the electronic filing using the form submission software only. Please explain the reason for the resubmission in a footnote to the data field.

VIII. Do not make references to reports of previous periods/years or to other reports in lieu of required entries, except as specifically authorized.

IX. Wherever (schedule) pages refer to figures from a previous period/year, the figures reported must be based upon those shown by the report of the previous period/year, or an appropriate explanation given as to why the different figures were used.

Definitions for statistical classifications used for completing schedules for transmission system reporting are as follows:

FNS - Firm Network Transmission Service for Self. "Firm" means service that can not be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. "Network Service" is Network Transmission Service as described in Order No. 888 and the Open Access Transmission Tariff. "Self" means the respondent.

FNO - Firm Network Service for Others. "Firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. "Network Service" is Network Transmission Service as described in Order No. 888 and the Open Access Transmission Tariff.

LFP - for Long-Term Firm Point-to-Point Transmission Reservations. "Long-Term" means one year or longer and" firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. "Point-to-Point Transmission Reservations" are described in Order No. 888 and the Open Access Transmission Tariff. For all transactions identified as LFP, provide in a footnote the

termination date of the contract defined as the earliest date either buyer or seller can unilaterally cancel the contract.

OLF - Other Long-Term Firm Transmission Service. Report service provided under contracts which do not conform to the terms of the Open Access Transmission Tariff. "Long-Term" means one year or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions. For all transactions identified as OLF, provide in a footnote the termination date of the contract defined as the earliest date either buyer or seller can unilaterally get out of the contract.

SFP - Short-Term Firm Point-to-Point Transmission Reservations. Use this classification for all firm point-to-point transmission reservations, where the duration of each period of reservation is less than one-year.

NF - Non-Firm Transmission Service, where firm means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions.

OS - Other Transmission Service. Use this classification only for those services which can not be placed in the above-mentioned classifications, such as all other service regardless of the length of the contract and service FERC Form. Describe the type of service in a footnote for each entry.

AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment.

DEFINITIONS

I. Commission Authorization (Comm. Auth.) -- The authorization of the Federal Energy Regulatory Commission, or any other Commission. Name the commission whose authorization was obtained and give date of the authorization.

II. Respondent -- The person, corporation, licensee, agency, authority, or other Legal entity or instrumentality in whose behalf the report is made.

EXCERPTS FROM THE LAW

Federal Power Act, 16 U.S.C. § 791a-825r

Sec. 3. The words defined in this section shall have the following meanings for purposes of this Act, to with:

(3) 'Corporation' means any corporation, joint-stock company, partnership, association, business trust, organized group of persons, whether incorporated or not, or a receiver or receivers, trustee or trustees of any of the foregoing. It shall not include 'municipalities, as hereinafter defined;

(4) 'Person' means an individual or a corporation;

(5) 'Licensee, means any person, State, or municipality Licensed under the provisions of section 4 of this Act, and any assignee or successor in interest thereof;

(7) 'municipality means a city, county, irrigation district, drainage district, or other political subdivision or agency of a State competent under the Laws thereof to carry and the business of developing, transmitting, unitizing, or distributing power; ......

(11) "project' means, a complete unit of improvement or development, consisting of a power house, all water conduits, all dams and appurtenant works and structures (including navigation structures) which are a part of said unit, and all storage, diverting, or fore bay reservoirs directly connected therewith, the primary line or lines transmitting power there from to the point of junction with the distribution system or with the interconnected primary transmission system, all miscellaneous structures used and useful in connection with said unit or any part thereof, and all water rights, rights-of-way, ditches, dams, reservoirs, Lands, or interest in Lands the use and occupancy of which are necessary or appropriate in the maintenance and operation of such unit;

"Sec. 4. The Commission is hereby authorized and empowered

(a) To make investigations and to collect and record data concerning the utilization of the water 'resources of any region to be developed, the water-power industry and its relation to other industries and to interstate or foreign commerce, and concerning the location, capacity, development -costs, and relation to markets of power sites; ... to the extent the Commission may deem necessary or useful for the purposes of this Act."

"Sec. 304. (a) Every Licensee and every public utility shall file with the Commission such annual and other periodic or special* reports as the Commission may be rules and regulations or other prescribe as necessary or appropriate to assist the Commission in the -proper administration of this Act. The Commission may prescribe the manner and FERC Form in which such reports salt be made, and require from such persons specific answers to all questions upon which the Commission may need information. The Commission may require that such reports shall include, among other things, full information as to assets and Liabilities, capitalization, net investment, and reduction thereof, gross receipts, interest due and paid, depreciation, and other reserves, cost of project and other facilities, cost of maintenance and operation of the project and other facilities, cost of renewals and replacement of the project works and other facilities, depreciation, generation, transmission, distribution, delivery, use, and sale of electric energy. The Commission may require any such person to make adequate provision for currently determining such costs and other facts. Such reports shall be made under oath unless the Commission otherwise specifies*.10

"Sec. 309. The Commission shall have power to perform any and all acts, and to prescribe, issue, make, and rescind such orders, rules and regulations as it may find necessary or appropriate to carry out the provisions of this Act. Among other things, such rules and regulations may define accounting, technical, and trade terms used in this Act; and may prescribe the FERC Form or FERC Forms of all statements, declarations, applications, and reports to be filed with the Commission, the information which they shall contain, and the time within which they shall be field..."

General Penalties

The Commission may assess up to $1 million per day per violation of its rules and regulations. *See* FPA § 316(a) (2005), 16 U.S.C. § 825o(a).

FERC FORM NO. 1/3-Q:
REPORT OF MAJOR ELECTRIC UTILITIES, LICENSEES AND OTHER

IDENTIFICATION

01 Exact Legal Name of Respondent Kentucky Utilities Company	02 Year/Period of Report End of 2009/Q4
03 Previous Name and Date of Change *(if name changed during year)* / /	
04 Address of Principal Office at End of Period *(Street, City, State, Zip Code)* 220 West Main Street, P.O. Box 32030, Louisville, KY 40232	
05 Name of Contact Person Eric Raible	06 Title of Contact Person Mgr-Regulatory Acct & Reprt
07 Address of Contact Person *(Street, City, State, Zip Code)* 220 West Main Street, P.O. Box 32030, Louisville, KY 40232	

08 Telephone of Contact Person, *Including Area Code* (502) 627-3426	09 This Report Is (1) ☐ An Original (2) ☒ A Resubmission	10 Date of Report *(Mo, Da, Yr)* 12/31/2009

ANNUAL CORPORATE OFFICER CERTIFICATION

The undersigned officer certifies that:

I have examined this report and to the best of my knowledge, information, and belief all statements of fact contained in this report are correct statements of the business affairs of the respondent and the financial statements, and other financial information contained in this report, conform in all material respects to the Uniform System of Accounts.

01 Name S. Bradford Rives 02 Title Chief Financial Officer	03 Signature S. Bradford Rives	04 Date Signed *(Mo, Da, Yr)* 01/03/2011

Title 18, U.S.C. 1001 makes it a crime for any person to knowingly and willingly to make to any Agency or Department of the United States any false, fictitious or fraudulent statements as to any matter within its jurisdiction.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/31/2009	End of 2009/Q4

LIST OF SCHEDULES (Electric Utility)

Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".

Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)
1	General Information	101	
2	Control Over Respondent	102	
3	Corporations Controlled by Respondent	103	None
4	Officers	104	
5	Directors	105	
6	Information on Formula Rates	106(a)(b)	
7	Important Changes During the Year	108-109	
8	Comparative Balance Sheet	110-113	
9	Statement of Income for the Year	114-117	
10	Statement of Retained Earnings for the Year	118-119	
11	Statement of Cash Flows	120-121	
12	Notes to Financial Statements	122-123	
13	Statement of Accum Comp Income, Comp Income, and Hedging Activities	122(a)(b)	None
14	Summary of Utility Plant & Accumulated Provisions for Dep, Amort & Dep	200-201	
15	Nuclear Fuel Materials	202-203	None
16	Electric Plant in Service	204-207	
17	Electric Plant Leased to Others	213	None
18	Electric Plant Held for Future Use	214	
19	Construction Work in Progress-Electric	216	
20	Accumulated Provision for Depreciation of Electric Utility Plant	219	
21	Investment of Subsidiary Companies	224-225	None
22	Materials and Supplies	227	
23	Allowances	228(ab)-229(ab)	
24	Extraordinary Property Losses	230	None
25	Unrecovered Plant and Regulatory Study Costs	230	None
26	Transmission Service and Generation Interconnection Study Costs	231	None
27	Other Regulatory Assets	232	
28	Miscellaneous Deferred Debits	233	
29	Accumulated Deferred Income Taxes	234	
30	Capital Stock	250-251	
31	Other Paid-in Capital	253	
32	Capital Stock Expense	254	
33	Long-Term Debt	256-257	
34	Reconciliation of Reported Net Income with Taxable Inc for Fed Inc Tax	261	
35	Taxes Accrued, Prepaid and Charged During the Year	262-263	
36	Long-Term Debt	266-267	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/31/2009	End of 2009/Q4

LIST OF SCHEDULES (Electric Utility) (continued)

Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".

Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)
37	Other Deferred Credits	269	
38	Accumulated Deferred Income Taxes-Accelerated Amortization Property	272-273	None
39	Accumulated Deferred Income Taxes-Other Property	274-275	
40	Accumulated Deferred Income Taxes-Other	276-277	
41	Other Regulatory Liabilities	278	
42	Electric Operating Revenues	300-301	
43	Sales of Electricity by Rate Schedules	304	
44	Sales for Resale	310-311	
45	Electric Operation and Maintenance Expenses	320-323	
46	Purchased Power	326-327	
47	Transmission of Electricity for Others	328-330	
48	Transmission of Electricity by ISO/RTOs	331	None
49	Transmission of Electricity by Others	332	
50	Miscellaneous General Expenses-Electric	335	
51	Depreciation and Amortization of Electric Plant	336-337	
52	Regulatory Commission Expenses	350-351	
53	Research, Development and Demonstration Activities	352-353	
54	Distribution of Salaries and Wages	354-355	
55	Common Utility Plant and Expenses	356	None
56	Amounts included in ISO/RTO Settlement Statements	397	
57	Purchase and Sale of Ancillary Services	398	
58	Monthly Transmission System Peak Load	400	
59	Monthly ISO/RTO Transmission System Peak Load	400a	None
60	Electric Energy Account	401	
61	Monthly Peaks and Output	401	
62	Steam Electric Generating Plant Statistics	402-403	
63	Hydroelectric Generating Plant Statistics	406-407	
64	Pumped Storage Generating Plant Statistics	408-409	None
65	Generating Plant Statistics Pages	410-411	None
66	Transmission Line Statistics Pages	422-423	

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/31/2009	End of 2009/Q4

LIST OF SCHEDULES (Electric Utility) (continued)

Enter in column (c) the terms "none," "not applicable," or "NA," as appropriate, where no information or amounts have been reported for certain pages. Omit pages where the respondents are "none," "not applicable," or "NA".

Line No.	Title of Schedule (a)	Reference Page No. (b)	Remarks (c)
67	Transmission Lines Added During the Year	424-425	None
68	Substations	426-427	
69	Transactions with Associated (Affiliated) Companies	429	
70	Footnote Data	450	
	Stockholders' Reports Check appropriate box: ☐ Two copies will be submitted ☒ No annual report to stockholders is prepared		

Name of Respondent Kentucky Utilities Company	This Report Is: (1) ☐ An Original (2) ☒ A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report End of 2009/Q4

GENERAL INFORMATION

1. Provide name and title of officer having custody of the general corporate books of account and address of office where the general corporate books are kept, and address of office where any other corporate books of account are kept, if different from that where the general corporate books are kept.

S. Bradford Rives, Chief Financial Officer
220 West Main Street
Louisville, KY 40202

2. Provide the name of the State under the laws of which respondent is incorporated, and date of incorporation. If incorporated under a special law, give reference to such law. If not incorporated, state that fact and give the type of organization and the date organized.

Kentucky August 17, 1912
Virginia December 1, 1991

3. If at any time during the year the property of respondent was held by a receiver or trustee, give (a) name of receiver or trustee, (b) date such receiver or trustee took possession, (c) the authority by which the receivership or trusteeship was created, and (d) date when possession by receiver or trustee ceased.

Not Applicable

4. State the classes or utility and other services furnished by respondent during the year in each State in which the respondent operated.

Respondent furnishes electric services in Kentucky, Tennessee, and Virginia.

5. Have you engaged as the principal accountant to audit your financial statements an accountant who is not the principal accountant for your previous year's certified financial statements?

(1) ☐ Yes...Enter the date when such independent accountant was initially engaged:
(2) ☒ No

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/31/2009	End of 2009/Q4

CONTROL OVER RESPONDENT

1. If any corporation, business trust, or similar organization or a combination of such organizations jointly held control over the repondent at the end of the year, state name of controlling corporation or organization, manner in which control was held, and extent of control. If control was in a holding company organization, show the chain of ownership or control to the main parent company or organization. If control was held by a trustee(s), state name of trustee(s), name of beneficiary or beneficiearies for whom trust was maintained, and purpose of the trust.

Kentucky Utilities Company (KU) is a wholly-owned subsidiary of E.ON U.S. LLC. E.ON U.S. LLC. is an indirect wholly-owned subsidiary of E.ON AG, a German corporation, making KU an indirect wholly-owned subsidiary of E.ON AG.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/31/2009	End of 2009/Q4

OFFICERS

1. Report below the name, title and salary for each executive officer whose salary is $50,000 or more. An "executive officer" of a respondent includes its president, secretary, treasurer, and vice president in charge of a principal business unit, division or function (such as sales, administration or finance), and any other person who performs similar policy making functions.
2. If a change was made during the year in the incumbent of any position, show name and total remuneration of the previous incumbent, and the date the change in incumbency was made.

Line No.	Title (a)	Name of Officer (b)	Salary for Year (c)
1	CURRENT OFFICERS AT DECEMBER 31, 2009		
2	Chairman of the Board, President and		
3	Chief Executive Officer	Victor A. Staffieri	
4	Executive Vice President, General Counsel,		
5	Corporate Secretary and Chief Compliance Officer	John R. McCall	
6	Chief Financial Officer	S. Bradford Rives	
7	Senior Vice President - Energy Delivery	Chris Hermann	
8	Senior Vice President - Human Resources	Paula H. Pottinger	
9	Senior Vice President - Energy Services	Paul W. Thompson	
10	Senior Vice President - Information Technology	Wendy C. Welsh	
11	Vice President - Federal Regulation and Policy	Michael S. Beer	
12	Vice President - State Regulation and Rates	Lonnie E. Bellar	
13	Vice President - Corporate Planning and Development	Kent W. Blake	
14	Vice President - Power Production	D. Ralph Bowling	
15	Vice President - Corporate Responsibility		
16	and Community Affairs	Laura G. Douglas	
17	Vice President - Communications	R. W. Chip Keeling	
18	Vice President - Energy Delivery - Retail Business	John P. Malloy	
19	Vice President and Deputy General Counsel - Legal		
20	and Environmental Affairs	Dorothy E. O'Brien	
21	Vice President - External Affairs	George R. Siemens	
22	Vice President - Energy Marketing	David S. Sinclair	
23	Vice President - Energy Delivery - Distribution		
24	Operations	P. Greg Thomas	
25	Vice President - Transmission and Generation Services	John N. Voyles, Jr.	
26	Treasurer	Daniel K. Arbough	
27	Controller	Valerie L. Scott	
28			
29			
30			
31			
32			
33			
34			
35			
36			
37			
38			
39			
40			
41			
42			
43			
44			

Name of Respondent Kentucky Utilities Company	This Report is: (1) __ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

FOOTNOTE DATA

Schedule Page: 104 Line No.: 1 Column: c
Salary information for all officers is on file in the office of the respondent.

Schedule Page: 104 Line No.: 10 Column: b
Ms. Welsh announced her retirement from the Company during November 2009, effective January 2010.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/31/2009	End of 2009/Q4

DIRECTORS

1. Report below the information called for concerning each director of the respondent who held office at any time during the year. Include in column (a), abbreviated titles of the directors who are officers of the respondent.
2. Designate members of the Executive Committee by a triple asterisk and the Chairman of the Executive Committee by a double asterisk.

Line No.	Name (and Title) of Director (a)	Principal Business Address (b)
1	CURRENT BOARD OF DIRECTORS AT DECEMBER 31, 2009	
2		
3	Victor A. Staffieri, Chairman of the Board, President	220 West Main Street, Louisville, KY 40202
4	and Chief Executive Officer	
5	John R. McCall, EVP, General Counsel, Corporate	220 West Main Street, Louisville, KY 40202
6	Secretary and Chief Compliance Officer	
7	S. Bradford Rives, Chief Financial Officer	220 West Main Street, Louisville, KY 40202
8	Chris Hermann, SVP - Energy Delivery	220 West Main Street, Louisville, KY 40202
9	Paul W. Thompson, SVP - Energy Services	220 West Main Street, Louisville, KY 40202
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		
42		
43		
44		
45		
46		
47		
48		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/31/2009	End of 2009/Q4

INFORMATION ON FORMULA RATES
FERC Rate Schedule/Tariff Number FERC Proceeding

Does the respondent have formula rates?

☒ Yes
☐ No

1. Please list the Commission accepted formula rates including FERC Rate Schedule or Tariff Number and FERC proceeding (i.e. Docket No) accepting the rate(s) or changes in the accepted rate.

Line No.	FERC Rate Schedule or Tariff Number	FERC Proceeding
1	Various	Docket No. ER08-1588
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		

Name of Respondent Kentucky Utilities Company	This Report is: (1) __ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

FOOTNOTE DATA

Schedule Page: 106 Line No.: 1 Column:

Municipal	**Rate Schedule No. for Amended Agreement as Filed 4/30/09**
Barbourville	3rd Rev. 184
Bardstown	3rd Rev. 185
Bardwell	3rd Rev. 186
Benham	3rd Rev. 187
Berea	2nd Rev. 197
Corbin	3rd Rev. 188
Falmouth	3rd Rev. 189
Frankfort	3rd Rev. 190
Madisonville	3rd Rev. 161
Nicholasville	3rd Rev. 157
Paris	3rd Rev. 83
Providence	4th Rev. 195

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/31/2009	End of 2009/Q4

INFORMATION ON FORMULA RATES
FERC Rate Schedule/Tariff Number FERC Proceeding

Does the respondent file with the Commission annual (or more frequent) filings containing the inputs to the formula rate(s)?

[X] Yes
[ ] No

2. If yes, provide a listing of such filings as contained on the Commission's eLibrary website

Line No.	Accession No.	Document Date \ Filed Date	Docket No.	Description	Formula Rate FERC Rate Schedule Number or Tariff Number
1	20090501-4014	05/01/2009	ER09-1096	Annual Update to Formula Rates	Various
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46					

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/31/2009	End of 2009/Q4

INFORMATION ON FORMULA RATES
Formula Rate Variances

1. If a respondent does not submit such filings then indicate in a footnote to the applicable Form 1 schedule where formula rate inputs differ from amounts reported in the Form 1.
2. The footnote should provide a narrative description explaining how the "rate" (or billing) was derived if different from the reported amount in the Form 1.
3. The footnote should explain amounts excluded from the ratebase or where labor or other allocation factors, operating expenses, or other items impacting formula rate inputs differ from amounts reported in Form 1 schedule amounts.
4. Where the Commission has provided guidance on formula rate inputs, the specific proceeding should be noted in the footnote.

Line No.	Page No(s).	Schedule	Column	Line No
1	Not Applicable			
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42				
43				
44				

Name of Respondent	This Report Is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/31/2009	End of 2009/Q4

IMPORTANT CHANGES DURING THE QUARTER/YEAR

Give particulars (details) concerning the matters indicated below. Make the statements explicit and precise, and number them in accordance with the inquiries. Each inquiry should be answered. Enter "none," "not applicable," or "NA" where applicable. If information which answers an inquiry is given elsewhere in the report, make a reference to the schedule in which it appears.

1. Changes in and important additions to franchise rights: Describe the actual consideration given therefore and state from whom the franchise rights were acquired. If acquired without the payment of consideration, state that fact.
2. Acquisition of ownership in other companies by reorganization, merger, or consolidation with other companies: Give names of companies involved, particulars concerning the transactions, name of the Commission authorizing the transaction, and reference to Commission authorization.
3. Purchase or sale of an operating unit or system: Give a brief description of the property, and of the transactions relating thereto, and reference to Commission authorization, if any was required. Give date journal entries called for by the Uniform System of Accounts were submitted to the Commission.
4. Important leaseholds (other than leaseholds for natural gas lands) that have been acquired or given, assigned or surrendered: Give effective dates, lengths of terms, names of parties, rents, and other condition. State name of Commission authorizing lease and give reference to such authorization.
5. Important extension or reduction of transmission or distribution system: State territory added or relinquished and date operations began or ceased and give reference to Commission authorization, if any was required. State also the approximate number of customers added or lost and approximate annual revenues of each class of service. Each natural gas company must also state major new continuing sources of gas made available to it from purchases, development, purchase contract or otherwise, giving location and approximate total gas volumes available, period of contracts, and other parties to any such arrangements, etc.
6. Obligations incurred as a result of issuance of securities or assumption of liabilities or guarantees including issuance of short-term debt and commercial paper having a maturity of one year or less. Give reference to FERC or State Commission authorization, as appropriate, and the amount of obligation or guarantee.
7. Changes in articles of incorporation or amendments to charter: Explain the nature and purpose of such changes or amendments.
8. State the estimated annual effect and nature of any important wage scale changes during the year.
9. State briefly the status of any materially important legal proceedings pending at the end of the year, and the results of any such proceedings culminated during the year.
10. Describe briefly any materially important transactions of the respondent not disclosed elsewhere in this report in which an officer, director, security holder reported on Page 106, voting trustee, associated company or known associate of any of these persons was a party or in which any such person had a material interest.
11. (Reserved.)
12. If the important changes during the year relating to the respondent company appearing in the annual report to stockholders are applicable in every respect and furnish the data required by Instructions 1 to 11 above, such notes may be included on this page.
13. Describe fully any changes in officers, directors, major security holders and voting powers of the respondent that may have occurred during the reporting period.
14. In the event that the respondent participates in a cash management program(s) and its proprietary capital ratio is less than 30 percent please describe the significant events or transactions causing the proprietary capital ratio to be less than 30 percent, and the extent to which the respondent has amounts loaned or money advanced to its parent, subsidiary, or affiliated companies through a cash management program(s). Additionally, please describe plans, if any to regain at least a 30 percent proprietary ratio.

PAGE 108 INTENTIONALLY LEFT BLANK
SEE PAGE 109 FOR REQUIRED INFORMATION.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

IMPORTANT CHANGES DURING THE QUARTER/YEAR (Continued)

1. None.

2. None.

3. During December 2009, the Company purchased joint use assets from Louisville Gas & Electric Company which had an original value of $103 million and a net book value of $48 million. During June 2008, the Company purchased a joint-use hyperbolic cooling tower from Louisville Gas & Electric Company, which had an original value of $18 million and a net book value of $10 million. Upon completion of the 2009 purchase of the joint use assets through Account 102 - Electric Plant Purchased or Sold, a reclassification was made in December 2009, to account 102 for the 2008 purchase. The journal entries will be filed within the 6 month period following December 2009.

4. None of a material nature.

5. None of a material nature.

6. The Company's money pool balance increased from $16 million at December 31, 2008 to $45 million at December 31, 2009.

   During the second quarter of 2009, the Company entered into a new $50 million loan agreement with an affiliate which matures in 2017, as authorized by the Kentucky Public Service Commission in its November 5, 2008 Order in Case No. 2008-00426, by the Virginia State Corporation Commission in its November 7, 2008 Order in Case No. PUE-2008-00098, and by the Tennessee Regulatory Authority in its November 25, 2008 Order in Docket No. 08-00193.

   During the third quarter of 2009, the Company entered into a new $50 million loan agreement with an affiliate which matures in 2019, as authorized by the Kentucky Public Service Commission in its November 5, 2008 Order in Case No. 2008-00426, by the Virginia State Corporation Commission in its November 7, 2008 Order in Case No. PUE-2008-00098, and by the Tennessee Regulatory Authority in its November 25, 2008 Order in Docket No. 08-00193.

   During the fourth quarter of 2009, the Company entered into a new $50 million loan agreement with an affiliate which matures in 2019, as authorized by the Kentucky Public Service Commission in its November 5, 2008, Order in Case No. 2008-00426, by the Virginia State Corporation Commission in its November 7, 2008, Order in Case No. PUE-2008-00098, and by the Tennessee Regulatory Authority in its November 25, 2008, Order in Docket No. 08-00193.

   During November 2009, Kentucky Utilities received authorization from the FERC for new short-term borrowing authority for up to $400 million effective through November 30, 2011, in FERC Docket No. ES09-53-000.

7. None.

8. During the first quarter of 2009, non-union employees received routine wage increases in accordance

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/31/2009	2009/Q4

IMPORTANT CHANGES DURING THE QUARTER/YEAR (Continued)

with annual salary reviews and job rotations. During the third quarter of 2009, union employees received routine wage increases in accordance with the union contracts.

9. See Notes 2, 9 and 13 of Notes to Financial Statements.

10. None.

11. N/A

12. See attached Notes to Financial Statements.

13. Wendy Welsh announced her retirement as Senior Vice President - Information Technology during November 2009, effective January 2010.

14. The Company is a participant in a cash pooling arrangement, but its proprietary capital ratio is above 30 percent.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/31/2009	End of 2009/Q4

COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
1	**UTILITY PLANT**			
2	Utility Plant (101-106, 114)	200-201	4,892,012,393	4,446,017,779
3	Construction Work in Progress (107)	200-201	1,257,408,524	1,176,440,172
4	TOTAL Utility Plant (Enter Total of lines 2 and 3)		6,149,420,917	5,622,457,951
5	(Less) Accum. Prov. for Depr. Amort. Depl. (108, 110, 111, 115)	200-201	2,168,491,126	2,052,492,161
6	Net Utility Plant (Enter Total of line 4 less 5)		3,980,929,791	3,569,965,790
7	Nuclear Fuel in Process of Ref., Conv.,Enrich., and Fab. (120.1)	202-203	0	0
8	Nuclear Fuel Materials and Assemblies-Stock Account (120.2)		0	0
9	Nuclear Fuel Assemblies in Reactor (120.3)		0	0
10	Spent Nuclear Fuel (120.4)		0	0
11	Nuclear Fuel Under Capital Leases (120.6)		0	0
12	(Less) Accum. Prov. for Amort. of Nucl. Fuel Assemblies (120.5)	202-203	0	0
13	Net Nuclear Fuel (Enter Total of lines 7-11 less 12)		0	0
14	Net Utility Plant (Enter Total of lines 6 and 13)		3,980,929,791	3,569,965,790
15	Utility Plant Adjustments (116)		0	0
16	Gas Stored Underground - Noncurrent (117)		0	0
17	**OTHER PROPERTY AND INVESTMENTS**			
18	Nonutility Property (121)		179,121	179,121
19	(Less) Accum. Prov. for Depr. and Amort. (122)		0	0
20	Investments in Associated Companies (123)		11,967,169	22,051,387
21	Investment in Subsidiary Companies (123.1)	224-225	0	0
22	(For Cost of Account 123.1, See Footnote Page 224, line 42)			
23	Noncurrent Portion of Allowances	228-229	0	0
24	Other Investments (124)		250,000	661,140
25	Sinking Funds (125)		0	0
26	Depreciation Fund (126)		0	0
27	Amortization Fund - Federal (127)		0	0
28	Other Special Funds (128)		0	5,997,831
29	Special Funds (Non Major Only) (129)		0	0
30	Long-Term Portion of Derivative Assets (175)		0	0
31	Long-Term Portion of Derivative Assets – Hedges (176)		0	0
32	TOTAL Other Property and Investments (Lines 18-21 and 23-31)		12,396,290	28,889,479
33	**CURRENT AND ACCRUED ASSETS**			
34	Cash and Working Funds (Non-major Only) (130)		0	0
35	Cash (131)		1,672,088	2,413,346
36	Special Deposits (132-134)		0	9,510,009
37	Working Fund (135)		39,530	32,367
38	Temporary Cash Investments (136)		269	13
39	Notes Receivable (141)		0	0
40	Customer Accounts Receivable (142)		80,906,607	94,911,406
41	Other Accounts Receivable (143)		19,671,459	12,623,606
42	(Less) Accum. Prov. for Uncollectible Acct.-Credit (144)		2,820,687	2,878,505
43	Notes Receivable from Associated Companies (145)		0	0
44	Accounts Receivable from Assoc. Companies (146)		8,621,893	12,376,152
45	Fuel Stock (151)	227	97,742,425	72,708,035
46	Fuel Stock Expenses Undistributed (152)	227	0	0
47	Residuals (Elec) and Extracted Products (153)	227	0	0
48	Plant Materials and Operating Supplies (154)	227	30,472,278	29,561,689
49	Merchandise (155)	227	0	0
50	Other Materials and Supplies (156)	227	0	0
51	Nuclear Materials Held for Sale (157)	202-203/227	0	0
52	Allowances (158.1 and 158.2)	228-229	975,076	74,419

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/31/2009	End of 2009/Q4

COMPARATIVE BALANCE SHEET (ASSETS AND OTHER DEBITS)(Continued)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
53	(Less) Noncurrent Portion of Allowances		0	0
54	Stores Expense Undistributed (163)	227	7,480,011	6,202,308
55	Gas Stored Underground - Current (164.1)		0	0
56	Liquefied Natural Gas Stored and Held for Processing (164.2-164.3)		0	0
57	Prepayments (165)		8,192,917	5,833,903
58	Advances for Gas (166-167)		0	0
59	Interest and Dividends Receivable (171)		48,719	140,086
60	Rents Receivable (172)		0	0
61	Accrued Utility Revenues (173)		75,680,688	60,007,000
62	Miscellaneous Current and Accrued Assets (174)		0	0
63	Derivative Instrument Assets (175)		162,412	1,261,246
64	(Less) Long-Term Portion of Derivative Instrument Assets (175)		0	0
65	Derivative Instrument Assets - Hedges (176)		0	0
66	(Less) Long-Term Portion of Derivative Instrument Assets - Hedges (176		0	0
67	Total Current and Accrued Assets (Lines 34 through 66)		328,845,685	304,777,080
68	DEFERRED DEBITS			
69	Unamortized Debt Expenses (181)		4,842,774	4,671,224
70	Extraordinary Property Losses (182.1)	230a	0	0
71	Unrecovered Plant and Regulatory Study Costs (182.2)	230b	0	0
72	Other Regulatory Assets (182.3)	232	253,671,749	189,030,419
73	Prelim. Survey and Investigation Charges (Electric) (183)		2,325,441	4,492,923
74	Preliminary Natural Gas Survey and Investigation Charges 183.1)		0	0
75	Other Preliminary Survey and Investigation Charges (183.2)		0	0
76	Clearing Accounts (184)		975,347	621,641
77	Temporary Facilities (185)		0	0
78	Miscellaneous Deferred Debits (186)	233	38,071,125	72,026,830
79	Def. Losses from Disposition of Utility Plt. (187)		0	0
80	Research, Devel. and Demonstration Expend. (188)	352-353	0	0
81	Unamortized Loss on Reaquired Debt (189)		12,984,497	13,356,279
82	Accumulated Deferred Income Taxes (190)	234	43,961,730	50,686,900
83	Unrecovered Purchased Gas Costs (191)		0	0
84	Total Deferred Debits (lines 69 through 83)		356,832,663	334,886,216
85	TOTAL ASSETS (lines 14-16, 32, 67, and 84)		4,679,004,429	4,238,518,565

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

FOOTNOTE DATA

Schedule Page: 110 Line No.: 28 Column: c

During the second quarter of 2009, funds held by a third party were reclassified from account 128 to account 143.

Schedule Page: 110 Line No.: 36 Column: c

Bond proceeds held in trust were released during the second quarter of 2009.

Schedule Page: 110 Line No.: 41 Column: c

During the second quarter of 2009, funds held by a third party were reclassified from account 128 to account 143.

Schedule Page: 110 Line No.: 78 Column: c

Balance reflects a $20,153,131 and $7,870,000 reclass during the first quarter of 2009 to account 182 of the 12/31/08 balance related to the Environmental Cost Recovery and to the Fuel Adjustment Clause, respectively.

Name of Respondent	This Report is:	Date of Report (mo, da, yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/31/2009	end of 2009/Q4

COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
1	PROPRIETARY CAPITAL			
2	Common Stock Issued (201)	250-251	308,139,978	308,139,978
3	Preferred Stock Issued (204)	250-251	0	0
4	Capital Stock Subscribed (202, 205)		0	0
5	Stock Liability for Conversion (203, 206)		0	0
6	Premium on Capital Stock (207)		0	0
7	Other Paid-In Capital (208-211)	253	315,858,083	240,711,597
8	Installments Received on Capital Stock (212)	252	0	0
9	(Less) Discount on Capital Stock (213)	254	0	0
10	(Less) Capital Stock Expense (214)	254b	321,289	321,289
11	Retained Earnings (215, 215.1, 216)	118-119	1,317,618,203	1,174,207,030
12	Unappropriated Undistributed Subsidiary Earnings (216.1)	118-119	10,671,369	20,755,587
13	(Less) Reaquired Capital Stock (217)	250-251	0	0
14	Noncorporate Proprietorship (Non-major only) (218)		0	0
15	Accumulated Other Comprehensive Income (219)	122(a)(b)	0	0
16	Total Proprietary Capital (lines 2 through 15)		1,951,966,344	1,743,492,903
17	LONG-TERM DEBT			
18	Bonds (221)	256-257	350,779,405	350,779,405
19	(Less) Reaquired Bonds (222)	256-257	0	0
20	Advances from Associated Companies (223)	256-257	1,298,000,000	1,181,000,000
21	Other Long-Term Debt (224)	256-257	0	0
22	Unamortized Premium on Long-Term Debt (225)		0	0
23	(Less) Unamortized Discount on Long-Term Debt-Debit (226)		0	0
24	Total Long-Term Debt (lines 18 through 23)		1,648,779,405	1,531,779,405
25	OTHER NONCURRENT LIABILITIES			
26	Obligations Under Capital Leases - Noncurrent (227)		0	0
27	Accumulated Provision for Property Insurance (228.1)		0	0
28	Accumulated Provision for Injuries and Damages (228.2)		2,545,415	2,592,340
29	Accumulated Provision for Pensions and Benefits (228.3)		165,768,075	192,048,802
30	Accumulated Miscellaneous Operating Provisions (228.4)		0	0
31	Accumulated Provision for Rate Refunds (229)		0	0
32	Long-Term Portion of Derivative Instrument Liabilities		0	0
33	Long-Term Portion of Derivative Instrument Liabilities - Hedges		0	0
34	Asset Retirement Obligations (230)		34,365,308	32,566,110
35	Total Other Noncurrent Liabilities (lines 26 through 34)		202,678,798	227,207,252
36	CURRENT AND ACCRUED LIABILITIES			
37	Notes Payable (231)		0	0
38	Accounts Payable (232)		114,498,518	162,946,460
39	Notes Payable to Associated Companies (233)		77,974,954	16,247,454
40	Accounts Payable to Associated Companies (234)		88,034,352	38,142,962
41	Customer Deposits (235)		21,975,268	21,057,049
42	Taxes Accrued (236)	262-263	14,176,461	8,558,560
43	Interest Accrued (237)		1,268,054	1,223,212
44	Dividends Declared (238)		0	0
45	Matured Long-Term Debt (239)		0	0

Name of Respondent	This Report is:	Date of Report (mo, da, yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/31/2009	end of 2009/Q4

COMPARATIVE BALANCE SHEET (LIABILITIES AND OTHER CREDITS)(Continued)

Line No.	Title of Account (a)	Ref. Page No. (b)	Current Year End of Quarter/Year Balance (c)	Prior Year End Balance 12/31 (d)
46	Matured Interest (240)		0	0
47	Tax Collections Payable (241)		3,878,287	3,824,617
48	Miscellaneous Current and Accrued Liabilities (242)		14,787,582	12,215,206
49	Obligations Under Capital Leases-Current (243)		0	0
50	Derivative Instrument Liabilities (244)		151,690	43,078
51	(Less) Long-Term Portion of Derivative Instrument Liabilities		0	0
52	Derivative Instrument Liabilities - Hedges (245)		0	0
53	(Less) Long-Term Portion of Derivative Instrument Liabilities-Hedges		0	0
54	Total Current and Accrued Liabilities (lines 37 through 53)		336,745,166	264,258,598
55	DEFERRED CREDITS			
56	Customer Advances for Construction (252)		2,927,922	2,430,316
57	Accumulated Deferred Investment Tax Credits (255)	266-267	104,165,269	79,951,702
58	Deferred Gains from Disposition of Utility Plant (256)		0	0
59	Other Deferred Credits (253)	269	10,173,179	21,709,079
60	Other Regulatory Liabilities (254)	278	44,244,444	40,483,283
61	Unamortized Gain on Reaquired Debt (257)		0	0
62	Accum. Deferred Income Taxes-Accel. Amort.(281)	272-277	0	0
63	Accum. Deferred Income Taxes-Other Property (282)		303,110,975	283,819,495
64	Accum. Deferred Income Taxes-Other (283)		74,212,927	43,386,532
65	Total Deferred Credits (lines 56 through 64)		538,834,716	471,780,407
66	TOTAL LIABILITIES AND STOCKHOLDER EQUITY (lines 16, 24, 35, 54 and 65)		4,679,004,429	4,238,518,565

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/31/2009	2009/Q4

FOOTNOTE DATA

Schedule Page: 112 Line No.: 59 Column: c

Balance reflects a $5,052,806 million reclass during the first quarter of 2009 to account 254 of the 12/31/08 balance related to the DSM Cost Recovery.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/31/2009	End of 2009/Q4

STATEMENT OF INCOME

Quarterly
1. Report in column (c) the current year to date balance. Column (c) equals the total of adding the data in column (g) plus the data in column (i) plus the data in column (k). Report in column (d) similar data for the previous year. This information is reported in the annual filing only.
2. Enter in column (e) the balance for the reporting quarter and in column (f) the balance for the same three month period for the prior year.
3. Report in column (g) the quarter to date amounts for electric utility function; in column (i) the quarter to date amounts for gas utility, and in column (k) the quarter to date amounts for other utility function for the current year quarter.
4. Report in column (h) the quarter to date amounts for electric utility function; in column (j) the quarter to date amounts for gas utility, and in column (l) the quarter to date amounts for other utility function for the prior year quarter.
5. If additional columns are needed, place them in a footnote.

Annual or Quarterly if applicable
5. Do not report fourth quarter data in columns (e) and (f)
6. Report amounts for accounts 412 and 413, Revenues and Expenses from Utility Plant Leased to Others, in another utility columnin a similar manner to a utility department. Spread the amount(s) over lines 2 thru 26 as appropriate. Include these amounts in columns (c) and (d) totals.
7. Report amounts in account 414, Other Utility Operating Income, in the same manner as accounts 412 and 413 above.

Line No.	Title of Account (a)	(Ref.) Page No. (b)	Total Current Year to Date Balance for Quarter/Year (c)	Total Prior Year to Date Balance for Quarter/Year (d)	Current 3 Months Ended Quarterly Only No 4th Quarter (e)	Prior 3 Months Ended Quarterly Only No 4th Quarter (f)
1	UTILITY OPERATING INCOME					
2	Operating Revenues (400)	300-301	1,352,935,275	1,404,042,053		
3	Operating Expenses					
4	Operation Expenses (401)	320-323	825,557,627	900,488,467		
5	Maintenance Expenses (402)	320-323	103,274,108	88,778,792		
6	Depreciation Expense (403)	336-337	127,253,993	130,780,795		
7	Depreciation Expense for Asset Retirement Costs (403.1)	336-337	299,745	334,214		
8	Amort. & Depl. of Utility Plant (404-405)	336-337	6,066,868	5,229,656		
9	Amort. of Utility Plant Acq. Adj. (406)	336-337				
10	Amort. Property Losses, Unrecov Plant and Regulatory Study Costs (407)					
11	Amort. of Conversion Expenses (407)					
12	Regulatory Debits (407.3)					
13	(Less) Regulatory Credits (407.4)		2,405,940	2,276,549		
14	Taxes Other Than Income Taxes (408.1)	262-263	20,956,613	20,661,094		
15	Income Taxes - Federal (409.1)	262-263	-4,766,355	43,184,629		
16	- Other (409.1)	262-263	1,631,507	10,053,734		
17	Provision for Deferred Income Taxes (410.1)	234, 272-277	113,445,013	48,036,598		
18	(Less) Provision for Deferred Income Taxes-Cr. (411.1)	234, 272-277	60,170,353	61,388,975		
19	Investment Tax Credit Adj. - Net (411.4)	266	21,416,455	25,266,898		
20	(Less) Gains from Disp. of Utility Plant (411.6)					
21	Losses from Disp. of Utility Plant (411.7)					
22	(Less) Gains from Disposition of Allowances (411.8)		84,708	583,107		
23	Losses from Disposition of Allowances (411.9)					
24	Accretion Expense (411.10)		2,106,195	1,981,576		
25	TOTAL Utility Operating Expenses (Enter Total of lines 4 thru 24)		1,154,580,768	1,210,547,822		
26	Net Util Oper Inc (Enter Tot line 2 less 25) Carry to Pg117,line 27		198,354,507	193,494,231		

Name of Respondent Kentucky Utilities Company	This Report Is: (1) [ ] An Original (2) [X] A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report End of 2009/Q4

STATEMENT OF INCOME FOR THE YEAR (Continued)

9. Use page 122 for important notes regarding the statement of income for any account thereof.
10. Give concise explanations concerning unsettled rate proceedings where a contingency exists such that refunds of a material amount may need to be made to the utility's customers or which may result in material refund to the utility with respect to power or gas purchases. State for each year effected the gross revenues or costs to which the contingency relates and the tax effects together with an explanation of the major factors which affect the rights of the utility to retain such revenues or recover amounts paid with respect to power or gas purchases.
11 Give concise explanations concerning significant amounts of any refunds made or received during the year resulting from settlement of any rate proceeding affecting revenues received or costs incurred for power or gas purches, and a summary of the adjustments made to balance sheet, income, and expense accounts.
12. If any notes appearing in the report to stokholders are applicable to the Statement of Income, such notes may be included at page 122.
13. Enter on page 122 a concise explanation of only those changes in accounting methods made during the year which had an effect on net income, including the basis of allocations and apportionments from those used in the preceding year. Also, give the appropriate dollar effect of such changes.
14. Explain in a footnote if the previous year's/quarter's figures are different from that reported in prior reports.
15. If the columns are insufficient for reporting additional utility departments, supply the appropriate account titles report the information in a footnote to this schedule.

ELECTRIC UTILITY		GAS UTILITY		OTHER UTILITY		
Current Year to Date (in dollars) (g)	Previous Year to Date (in dollars) (h)	Current Year to Date (in dollars) (i)	Previous Year to Date (in dollars) (j)	Current Year to Date (in dollars) (k)	Previous Year to Date (in dollars) (l)	Line No.
						1
1,352,935,275	1,404,042,053					2
						3
825,557,627	900,488,467					4
103,274,108	88,778,792					5
127,253,993	130,780,795					6
299,745	334,214					7
6,066,868	5,229,656					8
						9
						10
						11
						12
2,405,940	2,276,549					13
20,956,613	20,661,094					14
-4,766,355	43,184,629					15
1,631,507	10,053,734					16
113,445,013	48,036,598					17
60,170,353	61,388,975					18
21,416,455	25,266,898					19
						20
						21
84,708	583,107					22
						23
2,106,195	1,981,576					24
1,154,580,768	1,210,547,822					25
198,354,507	193,494,231					26

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/31/2009	End of 2009/Q4

STATEMENT OF INCOME FOR THE YEAR (continued)

Line No.	Title of Account (a)	(Ref.) Page No. (b)	TOTAL Current Year (c)	TOTAL Previous Year (d)	Current 3 Months Ended Quarterly Only No 4th Quarter (e)	Prior 3 Months Ended Quarterly Only No 4th Quarter (f)
27	Net Utility Operating Income (Carried forward from page 114)		198,354,507	193,494,231		
28	Other Income and Deductions					
29	Other Income					
30	Nonutilty Operating Income					
31	Revenues From Merchandising, Jobbing and Contract Work (415)					
32	(Less) Costs and Exp. of Merchandising, Job. & Contract Work (416)					
33	Revenues From Nonutility Operations (417)		775,920	1,355,192		
34	(Less) Expenses of Nonutility Operations (417.1)					
35	Nonoperating Rental Income (418)			25		
36	Equity in Earnings of Subsidiary Companies (418.1)	119	765,782	29,548,519		
37	Interest and Dividend Income (419)		1,467,712	1,483,141		
38	Allowance for Other Funds Used During Construction (419.1)		3,905,897	6,040,969		
39	Miscellaneous Nonoperating Income (421)		485,243	803,603		
40	Gain on Disposition of Property (421.1)		79,614	3,206		
41	TOTAL Other Income (Enter Total of lines 31 thru 40)		7,480,168	39,234,655		
42	Other Income Deductions					
43	Loss on Disposition of Property (421.2)					
44	Miscellaneous Amortization (425)					
45	Donations (426.1)		531,830	428,207		
46	Life Insurance (426.2)		-1,911,866	-1,854,761		
47	Penalties (426.3)		-28,635	-304,992		
48	Exp. for Certain Civic, Political & Related Activities (426.4)		906,313	769,559		
49	Other Deductions (426.5)		2,397,913	1,976,917		
50	TOTAL Other Income Deductions (Total of lines 43 thru 49)		1,895,555	1,014,930		
51	Taxes Applic. to Other Income and Deductions					
52	Taxes Other Than Income Taxes (408.2)	262-263	2,004	9,625		
53	Income Taxes-Federal (409.2)	262-263	-987,569	2,295,770		
54	Income Taxes-Other (409.2)	262-263	-307,915	224,373		
55	Provision for Deferred Inc. Taxes (410.2)	234, 272-277	1,895,030	1,116,549		
56	(Less) Provision for Deferred Income Taxes-Cr. (411.2)	234, 272-277	4,925,119	534,443		
57	Investment Tax Credit Adj.-Net (411.5)					
58	(Less) Investment Tax Credits (420)		130,847	314,308		
59	TOTAL Taxes on Other Income and Deductions (Total of lines 52-58)		-4,454,416	2,797,566		
60	Net Other Income and Deductions (Total of lines 41, 50, 59)		10,039,029	35,422,159		
61	Interest Charges					
62	Interest on Long-Term Debt (427)		3,360,443	12,778,173		
63	Amort. of Debt Disc. and Expense (428)		212,787	250,311		
64	Amortization of Loss on Reaquired Debt (428.1)		602,351	493,259		
65	(Less) Amort. of Premium on Debt-Credit (429)					
66	(Less) Amortization of Gain on Reaquired Debt-Credit (429.1)					
67	Interest on Debt to Assoc. Companies (430)		69,048,464	57,859,639		
68	Other Interest Expense (431)		3,220,053	2,317,909		
69	(Less) Allowance for Borrowed Funds Used During Construction-Cr. (432)		1,377,517	2,048,468		
70	Net Interest Charges (Total of lines 62 thru 69)		75,066,581	71,650,823		
71	Income Before Extraordinary Items (Total of lines 27, 60 and 70)		133,326,955	157,265,567		
72	Extraordinary Items					
73	Extraordinary Income (434)					
74	(Less) Extraordinary Deductions (435)					
75	Net Extraordinary Items (Total of line 73 less line 74)					
76	Income Taxes-Federal and Other (409.3)	262-263				
77	Extraordinary Items After Taxes (line 75 less line 76)					
78	Net Income (Total of line 71 and 77)		133,326,955	157,265,567		

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4
FOOTNOTE DATA			

Schedule Page: 114 Line No.: 2 Column: c

Includes estimated rate refunds of $469,231, which were collected through rates and are subject to refund.

Resubmission due to the reclassification of unbundled transmission revenues from Sales for Resale (447) to Revenues from Transmission of Electricity for Others (456.1) for Kentucky Utilities Company municipal customers. Furthermore, this reversal of intercompany Revenues from Transmission of Electricity for Others (456.1) was offset by a reversal of intercompany Transmission of Electricity by Others (565), as these amounts were intracompany activity that should have been eliminated.

In addition, intracompany transmission revenues are eliminated from operating revenues:

Prior December 31, 2009 Balance	$1,356,189,003
Elimination of Kentucky Utilities Company Transmission of Electricity for Others (456.1)	(1,651,115)
Elimination of intracompany transmission revenues	(861,788)
Reclassification to Louisville Gas and Electric Company Transmission of Electricity for Others (456.1)	(740,825)
Current December 31, 2009 Balance	$1,352,935,275

Schedule Page: 114 Line No.: 2 Column: g

Resubmission due to the reclassification of unbundled transmission revenues from Sales for Resale (447) to Revenues from Transmission of Electricity for Others (456.1) for Kentucky Utilities Company municipal customers. Furthermore, this reversal of intercompany Revenues from Transmission of Electricity for Others (456.1) was offset by a reversal of intercompany Transmission of Electricity by Others (565), as these amounts were intracompany activity that should have been eliminated.

In addition, intracompany transmission revenues are eliminated from operating revenues:

Prior December 31, 2009 Balance	$1,356,189,003
Elimination of Kentucky Utilities Company Transmission of Electricity for Others (456.1)	(1,651,115)
Elimination of intracompany transmission revenues	(861,788)
Reclassification to Louisville Gas and Electric Company Transmission of Electricity for Others (456.1)	(740,825)
Current December 31, 2009 Balance	$1,352,935,275

Schedule Page: 114 Line No.: 4 Column: c

Includes a credit to reclassify 2009 winter storm costs to a regulatory asset pursuant to the Kentucky Commission Order in Case No. 2009-00174. See also Note 2 of Notes to Financial Statements.

Resubmission due to the reclassification of unbundled transmission revenues from Sales for Resale (447) to Revenues from Transmission of Electricity for Others (456.1) for Kentucky Utilities Company municipal customers. Furthermore, this reversal of intercompany Revenues from Transmission of Electricity for Others (456.1) was offset by a reversal of intercompany Transmission of Electricity by Others (565), as these amounts were intracompany activity that should have been eliminated.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

FOOTNOTE DATA

In addition, intracompany transmission expenses are eliminated from operating expenses:

Prior December 31, 2009 Balance	$ 828,811,355
Elimination of Kentucky Utilities Company Transmission of Electricity by Others (565)	(1,651,115)
Elimination of intracompany transmission expenses (565)	(861,788)
Reclassification to Louisville Gas and Electric Company Transmission of Electricity by Others (565)	(740,825)
Current December 31, 2009 Balance	$ 825,557,627

Schedule Page: 114 Line No.: 4 Column: g
Includes a credit to reclassify 2009 winter storm costs to a regulatory asset pursuant to the Kentucky Commission Order in Case No. 2009-00174. See also Note 2 of Notes to Financial Statements.

Resubmission due to the reclassification of unbundled transmission revenues from Sales for Resale (447) to Revenues from Transmission of Electricity for Others (456.1) for Kentucky Utilities Company municipal customers. Furthermore, this reversal of intercompany Revenues from Transmission of Electricity for Others (456.1) was offset by a reversal of intercompany Transmission of Electricity by Others (565), as these amounts were intracompany activity that should have been eliminated.

In addition, intracompany transmission expenses are eliminated from operating expenses:

Prior December 31, 2009 Balance	$ 828,811,355
Elimination of Kentucky Utilities Company Transmission of Electricity by Others (565)	(1,651,115)
Elimination of intracompany transmission expenses (565)	(861,788)
Reclassification to Louisville Gas and Electric Company Transmission of Electricity by Others (565)	(740,825)
Current December 31, 2009 Balance	$ 825,557,627

Schedule Page: 114 Line No.: 5 Column: c
Includes a credit to reclassify 2009 winter storm costs to a regulatory asset pursuant to the Kentucky Commission Order in Case No. 2009-00174. See also Note 2 of Notes to Finanancial Statements.

Schedule Page: 114 Line No.: 5 Column: g
Includes a credit to reclassify 2009 winter storm costs to a regulatory asset pursuant to the Kentucky Commission Order in Case No. 2009-00174. See also Note 2 of Notes to Finanancial Statements.

Schedule Page: 114 Line No.: 17 Column: c
Includes the impact of reclassifying 2009 winter storm costs to a regulatory asset pursuant to the Kentucky Commission Order in Case No. 2009-00174. See also Note 2 of Notes to Financial Statements.

Schedule Page: 114 Line No.: 17 Column: g
Includes the impact of reclassifying 2009 winter storm costs to a regulatory asset pursuant to the Kentucky Commission Order in Case No. 2009-00174. See also Note 2 of Notes to Financial Statements.

Schedule Page: 114 Line No.: 46 Column: c
The balance represents the annual Key Man Life Insurance policy premium, net of amortization of the net cash value, and the receipt of policy proceeds.

Schedule Page: 114 Line No.: 46 Column: d
The balance represents the annual Key Man Life Insurance policy premium, net of amortization of the net cash value, and the receipt of policy proceeds.

Schedule Page: 114 Line No.: 47 Column: c
The 2009 balance is a credit due to an adjustment of ($48,850) to reduce a 2008 estimated penalty liability to actual.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

FOOTNOTE DATA

Schedule Page: 114 Line No.: 47 Column: d

The 2008 balance is a credit due to an adjustment of ($600,000) to reduce a 2007 estimated penalty liability to actual.

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/31/2009	End of 2009/Q4

STATEMENT OF RETAINED EARNINGS

1. Do not report Lines 49-53 on the quarterly version.
2. Report all changes in appropriated retained earnings, unappropriated retained earnings, year to date, and unappropriated undistributed subsidiary earnings for the year.
3. Each credit and debit during the year should be identified as to the retained earnings account in which recorded (Accounts 433, 436 - 439 inclusive). Show the contra primary account affected in column (b)
4. State the purpose and amount of each reservation or appropriation of retained earnings.
5. List first account 439, Adjustments to Retained Earnings, reflecting adjustments to the opening balance of retained earnings. Follow by credit, then debit items in that order.
6. Show dividends for each class and series of capital stock.
7. Show separately the State and Federal income tax effect of items shown in account 439, Adjustments to Retained Earnings.
8. Explain in a footnote the basis for determining the amount reserved or appropriated. If such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
9. If any notes appearing in the report to stockholders are applicable to this statement, include them on pages 122-123.

Line No.	Item (a)	Contra Primary Account Affected (b)	Current Quarter/Year Year to Date Balance (c)	Previous Quarter/Year Year to Date Balance (d)
	UNAPPROPRIATED RETAINED EARNINGS (Account 216)			
1	Balance-Beginning of Period		1,174,207,030	1,016,489,982
2	Changes			
3	Adjustments to Retained Earnings (Account 439)			
4				
5				
6				
7				
8				
9	TOTAL Credits to Retained Earnings (Acct. 439)			
10				
11				
12				
13				
14				
15	TOTAL Debits to Retained Earnings (Acct. 439)			
16	Balance Transferred from Income (Account 433 less Account 418.1)		132,561,173	127,717,048
17	Appropriations of Retained Earnings (Acct. 436)			
18				
19				
20				
21				
22	TOTAL Appropriations of Retained Earnings (Acct. 436)			
23	Dividends Declared-Preferred Stock (Account 437)			
24				
25				
26				
27				
28				
29	TOTAL Dividends Declared-Preferred Stock (Acct. 437)			
30	Dividends Declared-Common Stock (Account 438)			
31				
32				
33				
34				
35				
36	TOTAL Dividends Declared-Common Stock (Acct. 438)			
37	Transfers from Acct 216.1, Unapprop. Undistrib. Subsidiary Earnings		10,850,000	30,000,000
38	Balance - End of Period (Total 1,9,15,16,22,29,36,37)		1,317,618,203	1,174,207,030
	APPROPRIATED RETAINED EARNINGS (Account 215)			

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/31/2009	End of 2009/Q4

STATEMENT OF RETAINED EARNINGS

1. Do not report Lines 49-53 on the quarterly version.
2. Report all changes in appropriated retained earnings, unappropriated retained earnings, year to date, and unappropriated undistributed subsidiary earnings for the year.
3. Each credit and debit during the year should be identified as to the retained earnings account in which recorded (Accounts 433, 436 - 439 inclusive). Show the contra primary account affected in column (b)
4. State the purpose and amount of each reservation or appropriation of retained earnings.
5. List first account 439, Adjustments to Retained Earnings, reflecting adjustments to the opening balance of retained earnings. Follow by credit, then debit items in that order.
6. Show dividends for each class and series of capital stock.
7. Show separately the State and Federal income tax effect of items shown in account 439, Adjustments to Retained Earnings.
8. Explain in a footnote the basis for determining the amount reserved or appropriated. If such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
9. If any notes appearing in the report to stockholders are applicable to this statement, include them on pages 122-123.

Line No.	Item (a)	Contra Primary Account Affected (b)	Current Quarter/Year Year to Date Balance (c)	Previous Quarter/Year Year to Date Balance (d)
39				
40				
41				
42				
43				
44				
45	TOTAL Appropriated Retained Earnings (Account 215)			
	APPROP. RETAINED EARNINGS - AMORT. Reserve, Federal (Account 215.1)			
46	TOTAL Approp. Retained Earnings-Amort. Reserve, Federal (Acct. 215.1)			
47	TOTAL Approp. Retained Earnings (Acct. 215, 215.1) (Total 45,46)			
48	TOTAL Retained Earnings (Acct. 215, 215.1, 216) (Total 38, 47) (216.1)		1,317,618,203	1,174,207,030
	UNAPPROPRIATED UNDISTRIBUTED SUBSIDIARY EARNINGS (Account			
	Report only on an Annual Basis, no Quarterly			
49	Balance-Beginning of Year (Debit or Credit)		20,755,587	21,207,068
50	Equity in Earnings for Year (Credit) (Account 418.1)		765,782	29,548,519
51	(Less) Dividends Received (Debit)		10,850,000	30,000,000
52				
53	Balance-End of Year (Total lines 49 thru 52)		10,671,369	20,755,587

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/31/2009	End of 2009/Q4

STATEMENT OF CASH FLOWS

(1) Codes to be used:(a) Net Proceeds or Payments;(b)Bonds, debentures and other long-term debt; (c) Include commercial paper; and (d) Identify separately such items as investments, fixed assets, intangibles, etc.
(2) Information about noncash investing and financing activities must be provided in the Notes to the Financial statements. Also provide a reconciliation between "Cash and Cash Equivalents at End of Period" with related amounts on the Balance Sheet.
(3) Operating Activities - Other: Include gains and losses pertaining to operating activities only. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show in the Notes to the Financials the amounts of interest paid (net of amount capitalized) and income taxes paid.
(4) Investing Activities: Include at Other (line 31) net cash outflow to acquire other companies. Provide a reconciliation of assets acquired with liabilities assumed in the Notes to the Financial Statements. Do not include on this statement the dollar amount of leases capitalized per the USofA General Instruction 20; instead provide a reconciliation of the dollar amount of leases capitalized with the plant cost.

Line No.	Description (See Instruction No. 1 for Explanation of Codes) (a)	Current Year to Date Quarter/Year (b)	Previous Year to Date Quarter/Year (c)
1	Net Cash Flow from Operating Activities:		
2	Net Income (Line 78(c) on page 117)	133,326,955	157,265,567
3	Noncash Charges (Credits) to Income:		
4	Depreciation and Depletion	127,553,738	131,115,009
5	Amortization of Plant	6,066,868	5,229,656
6			
7			
8	Deferred Income Taxes (Net)	53,274,660	-13,352,377
9	Investment Tax Credit Adjustment (Net)	21,416,455	25,266,898
10	Net (Increase) Decrease in Receivables	1,838,093	11,538,195
11	Net (Increase) Decrease in Inventory	-27,222,682	-32,876,570
12	Net (Increase) Decrease in Allowances Inventory	-900,657	308,475
13	Net Increase (Decrease) in Payables and Accrued Expenses	6,768,853	16,490,659
14	Net (Increase) Decrease in Other Regulatory Assets	-64,641,330	-106,865,168
15	Net Increase (Decrease) in Other Regulatory Liabilities	3,761,161	2,762,247
16	(Less) Allowance for Other Funds Used During Construction	5,283,414	8,089,437
17	(Less) Undistributed Earnings from Subsidiary Companies	-10,084,218	-451,481
18	Other (provide details in footnote):	-44,977,736	95,368,662
19	Change in Other Deferred Debits	33,955,705	-4,750,751
20	Change in Other Deferred Credits	-7,814,984	3,800,402
21	Gain on Disposal of Assets	-79,614	
22	Net Cash Provided by (Used in) Operating Activities (Total 2 thru 21)	247,126,289	283,662,948
23			
24	Cash Flows from Investment Activities:		
25	Construction and Acquisition of Plant (including land):		
26	Gross Additions to Utility Plant (less nuclear fuel)	-515,851,159	-696,178,672
27	Gross Additions to Nuclear Fuel		
28	Gross Additions to Common Utility Plant		
29	Gross Additions to Nonutility Plant		
30	(Less) Allowance for Other Funds Used During Construction	-5,283,414	-8,089,437
31	Other (provide details in footnote):		
32			
33			
34	Cash Outflows for Plant (Total of lines 26 thru 33)	-510,567,745	-688,089,235
35			
36	Acquisition of Other Noncurrent Assets (d)		
37	Proceeds from Disposal of Noncurrent Assets (d)	89,916	
38	Change in Other Special Funds		
39	Investments in and Advances to Assoc. and Subsidiary Companies		
40	Contributions and Advances from Assoc. and Subsidiary Companies		
41	Disposition of Investments in (and Advances to)		
42	Associated and Subsidiary Companies		
43			
44	Purchase of Investment Securities (a)		
45	Proceeds from Sales of Investment Securities (a)		

Name of Respondent	This Report Is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) [ ] An Original (2) [X] A Resubmission	12/31/2009	End of 2009/Q4

STATEMENT OF CASH FLOWS

(1) Codes to be used:(a) Net Proceeds or Payments;(b)Bonds, debentures and other long-term debt; (c) Include commercial paper; and (d) Identify separately such items as investments, fixed assets, intangibles, etc.
(2) Information about noncash investing and financing activities must be provided in the Notes to the Financial statements. Also provide a reconciliation between "Cash and Cash Equivalents at End of Period" with related amounts on the Balance Sheet.
(3) Operating Activities - Other: Include gains and losses pertaining to operating activities only. Gains and losses pertaining to investing and financing activities should be reported in those activities. Show in the Notes to the Financials the amounts of interest paid (net of amount capitalized) and income taxes paid.
(4) Investing Activities: Include at Other (line 31) net cash outflow to acquire other companies. Provide a reconciliation of assets acquired with liabilities assumed in the Notes to the Financial Statements. Do not include on this statement the dollar amount of leases capitalized per the USofA General Instruction 20; instead provide a reconciliation of the dollar amount of leases capitalized with the plant cost.

Line No.	Description (See Instruction No. 1 for Explanation of Codes) (a)	Current Year to Date Quarter/Year (b)	Previous Year to Date Quarter/Year (c)
46	Loans Made or Purchased		
47	Collections on Loans		
48	Change in Long-Term Investments (d)	411,140	
49	Net (Increase) Decrease in Receivables		
50	Net (Increase) Decrease in Inventory		
51	Net (Increase) Decrease in Allowances Held for Speculation		
52	Net Increase (Decrease) in Payables and Accrued Expenses		
53	Other (provide details in footnote):	-307,816	-81,947
54	Change in Restricted Cash	9,041,467	1,475,547
55	Change in Non-Hedging Derivatives	206,667	369,546
56	Net Cash Provided by (Used in) Investing Activities		
57	Total of lines 34 thru 55)	-501,126,371	-686,326,089
58			
59	Cash Flows from Financing Activities:		
60	Proceeds from Issuance of:		
61	Long-Term Debt (b)	149,385,094	326,631,129
62	Preferred Stock		
63	Common Stock		
64	Other (provide details in footnote):		
65			
66	Net Increase in Short-Term Debt (c)	28,727,500	
67	Other (provide details in footnote):		
68	Reissuance of Reacquired Long-Term Debt (b)		62,900,000
69	Retirement of Reacquired Long-Term Debt (b)		16,693,620
70	Cash Provided by Outside Sources (Total 61 thru 69)	178,112,594	406,224,749
71			
72	Payments for Retirement of:		
73	Long-term Debt (b)		-59,921,140
74	Preferred Stock		
75	Common Stock		
76	Other (provide details in footnote):		
77	Contributed Capital	75,146,486	145,000,000
78	Net Decrease in Short-Term Debt (c)		-6,972,000
79	Payments for Reacquisition of Long-Term Debt (b)		-79,593,620
80	Dividends on Preferred Stock		
81	Dividends on Common Stock		
82	Net Cash Provided by (Used in) Financing Activities		
83	(Total of lines 70 thru 81)	253,259,080	404,737,989
84			
85	Net Increase (Decrease) in Cash and Cash Equivalents		
86	(Total of lines 22,57 and 83)	-741,002	2,074,848
87			
88	Cash and Cash Equivalents at Beginning of Period	2,413,359	338,511
89			
90	Cash and Cash Equivalents at End of period	1,672,357	2,413,359

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/31/2009	2009/Q4

FOOTNOTE DATA

Schedule Page: 120 Line No.: 18 Column: b

Other operating cash flows:

Depreciation charged to balance sheet accounts	$	1,187,476
Other changes in Net Utility Plant		(21,325,913)
Amortization of Debt Expenses and Loss on Bonds		815,138
Net increase in Prepayments		(2,359,014)
Net decrease in Preliminary Survey		2,167,482
Net increase in Clearing Accounts		(353,706)
Net increase in Customer Advances for Construction		497,606
Net increase in Asset Retirement Obligations		1,799,198
Net decrease in Provision for Postretirement Benefits		(34,772,280)
Net increase in Hedging Derivative Liabilities		1,000,779
Deferred income taxes charged to balance sheet accounts		3,568,385
Investment tax credit charged to balance sheet accounts		2,797,112
Rounding		1

Total	$	(44,977,736)

Schedule Page: 120 Line No.: 18 Column: c

Other operating cash flows:

Depreciation charged to balance sheet accounts	$	726,899
Other changes in Net Utility Plant		(7,706,861)
Amortization of Debt Expenses and Loss on Bonds		743,571
Net increase in Prepayments		(540,025)
Net decrease in Land Options		16,145
Net increase in Preliminary Survey		(2,825,270)
Net increase in Clearing Accounts		(2,990,074)
Net decrease in Customer Advances for Construction		(373,020)
Net increase in Asset Retirement Obligations		2,251,051
Net increase in Provision for Postretirement Benefits		104,123,794
Deferred income taxes charged to balance sheet accounts		7,328,239
Investment tax credit charged to balance sheet accounts		(314,308)
Rounding		(1)

Previous Year to Date, as originally filed	$	100,440,140
Add: Reclass of non-cash derivative liability		(1,202,691)
Less: Capitalized pension, FASB 106, FASB 112 costs		(3,868,787)

Restated Previous Year to Date	$	95,368,662

Schedule Page: 120 Line No.: 26 Column: c

Restatement due to account reclassifications:

Previous Year to Date, as originally filed	$	(700,047,459)
Add: Capitalized pension, FASB 106, FASB 112 costs		3,868,787

Restated Previous Year to Date	$	(696,178,672)

Schedule Page: 120 Line No.: 37 Column: b

Proceeds from disposal of land and vehicles

Schedule Page: 120 Line No.: 48 Column: c

Restatement due to account reclassifications:

Previous Year to Date, as originally filed	$	(81,947)
Less: Change in Other Special Funds		81,947

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/31/2009	2009/Q4

FOOTNOTE DATA

Total Change in Long-Term Investments	$	-

Schedule Page: 120 Line No.: 53 Column: b

Change in other special funds due to a change in the OMU assets.

Schedule Page: 120 Line No.: 53 Column: c

Restatement due to account reclassifications:

Previous Year to Date, as originally filed	$	-
Less: Change in Other Special Funds		(81,947)
Total Change in Other Special Funds	$	(81,947)

Schedule Page: 120 Line No.: 55 Column: c

Restatement due to account reclassifications:

Previous Year to Date, as originally filed	$	(833,145)
Less: Reclass of non-cash derivative liability		1,202,691
Total Change in Non-Hedging Derivatives	$	369,546

Schedule Page: 120 Line No.: 90 Column: b

Cash and cash equivalents is comprised of the following amounts:

Cash (131)	$	1,672,088
Temporary Cash Investments (136)		269
Total Cash and Cash Equivalents at End of Period	$	1,672,357

Schedule Page: 120 Line No.: 90 Column: c

Cash and cash equivalents is comprised of the following amounts:

Cash (Acct 131)	$	2,413,346
Temporary Cash Investments (Acct 136)		13
Total Cash and Cash Equivalents at End of Period	$	2,413,359

Name of Respondent	This Report Is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) ☐ An Original (2) ☒ A Resubmission	12/31/2009	End of 2009/Q4

NOTES TO FINANCIAL STATEMENTS

1. Use the space below for important notes regarding the Balance Sheet, Statement of Income for the year, Statement of Retained Earnings for the year, and Statement of Cash Flows, or any account thereof. Classify the notes according to each basic statement, providing a subheading for each statement except where a note is applicable to more than one statement.
2. Furnish particulars (details) as to any significant contingent assets or liabilities existing at end of year, including a brief explanation of any action initiated by the Internal Revenue Service involving possible assessment of additional income taxes of material amount, or of a claim for refund of income taxes of a material amount initiated by the utility. Give also a brief explanation of any dividends in arrears on cumulative preferred stock.
3. For Account 116, Utility Plant Adjustments, explain the origin of such amount, debits and credits during the year, and plan of disposition contemplated, giving references to Commission orders or other authorizations respecting classification of amounts as plant adjustments and requirements as to disposition thereof.
4. Where Accounts 189, Unamortized Loss on Reacquired Debt, and 257, Unamortized Gain on Reacquired Debt, are not used, give an explanation, providing the rate treatment given these items. See General Instruction 17 of the Uniform System of Accounts.
5. Give a concise explanation of any retained earnings restrictions and state the amount of retained earnings affected by such restrictions.
6. If the notes to financial statements relating to the respondent company appearing in the annual report to the stockholders are applicable and furnish the data required by instructions above and on pages 114-121, such notes may be included herein.
7. For the 3Q disclosures, respondent must provide in the notes sufficient disclosures so as to make the interim information not misleading. Disclosures which would substantially duplicate the disclosures contained in the most recent FERC Annual Report may be omitted.
8. For the 3Q disclosures, the disclosures shall be provided where events subsequent to the end of the most recent year have occurred which have a material effect on the respondent. Respondent must include in the notes significant changes since the most recently completed year in such items as: accounting principles and practices; estimates inherent in the preparation of the financial statements; status of long-term contracts; capitalization including significant new borrowings or modifications of existing financing agreements; and changes resulting from business combinations or dispositions. However were material contingencies exist, the disclosure of such matters shall be provided even though a significant change since year end may not have occurred.
9. Finally, if the notes to the financial statements relating to the respondent appearing in the annual report to the stockholders are applicable and furnish the data required by the above instructions, such notes may be included herein.

PAGE 122 INTENTIONALLY LEFT BLANK
SEE PAGE 123 FOR REQUIRED INFORMATION.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

INDEX OF ABBREVIATIONS

AG	Attorney General of Kentucky
ARO	Asset Retirement Obligation
ASC	Accounting Standards Codification
CAIR	Clean Air Interstate Rule
CCN	Certificate of Public Convenience and Necessity
Clean Air Act	The Clean Air Act, as amended in 1990
CMRG	Carbon Management Research Group
Company	KU
CT	Combustion Turbines
DSM	Demand Side Management
ECR	Environmental Cost Recovery
EEI	Electric Energy, Inc.
E.ON	E.ON AG
E.ON U.S.	E.ON U.S. LLC
E.ON U.S. Services	E.ON U.S. Services Inc.
EPA	U.S. Environmental Protection Agency
EPAct 2005	Energy Policy Act of 2005
FAC	Fuel Adjustment Clause
FASB	Financial Accounting Standards Board
FERC	Federal Energy Regulatory Commission
FGD	Flue Gas Desulfurization
Fidelia	Fidelia Corporation (an E.ON affiliate)
GHG	Greenhouse Gas
Gwh	Gigawatt hours or one thousand Mwh
IBEW	International Brotherhood of Electrical Workers
IMEA	Illinois Municipal Electric Agency
IMPA	Indiana Municipal Power Agency
IRS	Internal Revenue Service
KCCS	Kentucky Consortium for Carbon Storage
Kentucky Commission	Kentucky Public Service Commission
KIUC	Kentucky Industrial Utility Consumers, Inc.
KU	Kentucky Utilities Company
Kwh	Kilowatt hours
LG&E	Louisville Gas and Electric Company
LG&E Energy	LG&E Energy LLC (now E.ON U.S. LLC)
MISO	Midwest Independent Transmission System Operator, Inc.
MMBtu	Million British thermal units
Moody's	Moody's Investor Services, Inc.
MVA	Megavolt-ampere
Mw	Megawatts
Mwh	Megawatt hours
NERC	North American Electric Reliability Corporation
NOV	Notice of Violation
NOx	Nitrogen Oxide
OMU	Owensboro Municipal Utilities
OVEC	Ohio Valley Electric Corporation
PUHCA 2005	Public Utility Holding Company Act of 2005
RSG	Revenue Sufficiency Guarantee
S&P	Standard & Poor's Rating Services
SCR	Selective Catalytic Reduction
SIP	State Implementation Plan
SO_2	Sulfur Dioxide
TC1	Trimble County Unit 1
TC2	Trimble County Unit 2
VDT	Value Delivery Team Process
Virginia Commission	Virginia State Corporation Commission

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Note 1 - Summary of Significant Accounting Policies

KU, incorporated in Kentucky in 1912 and in Virginia in 1991, is a regulated public utility engaged in the generation, transmission, distribution and sale of electric energy in Kentucky, Virginia and Tennessee. KU provides electric service to approximately 515,000 customers in 77 counties in central, southeastern and western Kentucky, to approximately 30,000 customers in 5 counties in southwestern Virginia and 5 customers in Tennessee. KU's service area covers approximately 6,600 square miles. Approximately 99% of the electricity generated by KU is produced by its coal-fired electric generating stations. The remainder is generated by a hydroelectric power plant and natural gas and oil fueled CTs. In Virginia, KU operates under the name Old Dominion Power Company. KU also sells wholesale electric energy to 12 municipalities.

KU is a wholly-owned subsidiary of E.ON U.S., an indirect wholly-owned subsidiary of E.ON, a German corporation. KU's affiliate, LG&E, is a regulated public utility engaged in the generation, transmission, distribution and sale of electric energy and the distribution and sale of natural gas in Kentucky.

Certain reclassification entries have been made to the previous years' financial statements to conform to the 2009 presentation with no impact on net assets, liabilities and capitalization or previously reported net income. However, cash from operations was decreased by $5 million and cash flows from investing increased by $5 million.

Presentation. The accompanying financial statements are prepared on the regulatory basis of accounting in accordance with the requirements of the FERC, which is a comprehensive basis of accounting other than Generally Accepted Accounting Principles ("GAAP"). The significant differences between GAAP and FERC reporting are as follows:

- Restricted cash is recorded in cash on the balance sheet for FERC reporting and presented as a separate line item for GAAP statements;
- Certain costs of removal obligations are recorded in accumulated depreciation for FERC reporting and recorded in regulatory liabilities for GAAP reporting;
- Long-term and short-term bonds are recorded in total in the long-term debt section for FERC reporting and are presented separately in current liabilities for the short-term portion and in long-term debt for the long-term portion for GAAP reporting; and
- Deferred taxes are shown gross for FERC reporting in the balance sheet (a deferred asset and a deferred liability are recorded), for GAAP reporting the deferred taxes are netted together and recorded as a liability.

Regulatory Accounting. KU is subject to the regulated operations guidance of the FASB ASC, under which regulatory assets are created based on expected recovery from customers in future rates to defer costs that would otherwise be charged to expense. Likewise, regulatory liabilities are created based on expected return to customers in future rates to defer credits that would otherwise be reflected as income, or, in the case of costs of removal, are created to match long-term future obligations arising from the current use of assets. The accounting for regulatory assets and liabilities is based on specific ratemaking decisions or precedent for each item as prescribed by the FERC, the Kentucky Commission or the Virginia Commission. See Note 2, Rates and Regulatory Matters, for additional detail regarding regulatory assets and liabilities.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Cash and Cash Equivalents. KU considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

Restricted Cash. Proceeds from bond issuances for environmental equipment (primarily related to the installation of FGDs) are held in trust pending expenditure for qualifying assets.

Allowance for Doubtful Accounts. The allowance for doubtful accounts included in customer accounts receivable is based on the ratio of the amounts charged-off during the last twelve months to the retail revenues billed over the same period multiplied by the retail revenues billed over the last four months. Accounts with no payment activity are charged-off after four months, although collection efforts continue thereafter. The allowance for doubtful accounts included in other accounts receivable is composed of accounts aged more than four months. Accounts are written off as management determines them uncollectible.

Materials and Supplies. Fuel and other materials and supplies inventories are accounted for using the average-cost method. Emission allowances are included in other materials and supplies. At December 31, 2009 and 2008, the emission allowances inventory was $1 million and less than $1 million, respectively.

Other Property and Investments. Other property and investments on the balance sheets consists of KU's investment in EEI, KU's investment in OVEC, funds related to the long-term power purchase contract with OMU and non-utility plant.

Although KU holds investment interests in OVEC and EEI, it is not the primary beneficiary, therefore, neither are consolidated into the Company's financial statements. KU and 10 other electric utilities are owners of OVEC, located in Piketon, Ohio. OVEC owns and operates two coal-fired power plants, Kyger Creek Station in Ohio and Clifty Creek Station in Indiana. OVEC's power is currently supplied to KU and 12 other companies affiliated with the various owners. Pursuant to current contractual agreements, KU owns 2.5% of OVEC's common stock and is contractually entitled to 2.5% of OVEC's output, approximately 55 Mw of generation capacity.

As of December 31, 2009 and 2008, KU's investment in OVEC totaled less than $1 million and is accounted for under the cost method of accounting. The direct exposure to loss as a result of its involvement with OVEC is generally limited to the value of its investment. See Note 9, Commitments and Contingencies, for further discussion of developments regarding KU's ownership interests and power purchase rights.

KU owns 20% of the common stock of EEI, which owns and operates a 1,162-Mw generating station in southern Illinois. EEI, through a power marketer affiliated with its majority owner, sells its output to third parties. KU's investment in EEI is accounted for under the equity method of accounting and, as of December 31, 2009 and 2008, totaled $12 million and $22 million, respectively. KU's direct exposure to loss as a result of its involvement with EEI is generally limited to the value of its investment.

Utility Plant. Utility plant is stated at original cost, which includes payroll-related costs such as taxes, fringe benefits and administrative and general costs. Construction work in progress has been included in the rate base for determining retail customer rates in Kentucky. KU has not recorded a significant allowance for funds used

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

during construction.

The cost of plant retired or disposed of in the normal course of business is deducted from plant accounts and such cost is charged to the reserve for depreciation. When complete operating units are disposed of, appropriate adjustments are made to the reserve for depreciation and gains and losses, if any, are recognized.

Depreciation and Amortization. Depreciation is provided on the straight-line method over the estimated service lives of depreciable plant. The amounts provided were approximately 2.6% in 2009 and 3.0% in 2008 of average depreciable plant. Of the amount provided for depreciation at December 31, 2009 and 2008, approximately 0.4% and 0.5%, respectively, was related to the retirement, removal and disposal costs of long lived assets.

Unamortized Debt Expense. Debt expense is capitalized in deferred debits and amortized using the straight line method, which approximates the effective interest method, over the lives of the related bond issues.

Income Taxes. In accordance with the guidance of the FASB ASC, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases, as measured by enacted tax rates that are expected to be in effect in the periods when the deferred tax assets and liabilities are expected to be settled or realized. Significant judgment is required in determining the provision for income taxes, and there are transactions for which the ultimate tax outcome is uncertain. The income taxes guidance of the FASB ASC prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. Uncertain tax positions are analyzed periodically and adjustments are made when events occur to warrant a change. See Note 6, Income Taxes.

Deferred Income Taxes. Deferred income taxes are recognized at currently enacted tax rates for all material temporary differences between the financial reporting and income tax bases of assets and liabilities.

Investment Tax Credits. The EPAct 2005 added Section 48A to the Internal Revenue Code, which provides for an investment tax credit to promote the commercialization of advanced coal technologies that will generate electricity in an environmentally responsible manner. KU and LG&E received an investment tax credit related to the construction of a new base-load, coal-fired unit, TC2. See Note 6, Income Taxes. Investment tax credits prior to 2006 resulted from provisions of the tax law that permitted a reduction of KU's tax liability based on credits for construction expenditures. Deferred investment tax credits are being amortized to income over the estimated lives of the related property that gave rise to the credits.

Revenue Recognition. Revenues are recorded based on service rendered to customers through month-end. KU accrues an estimate for unbilled revenues from each meter reading date to the end of the accounting period based on allocating the daily system net deliveries between billed volumes and unbilled volumes. The allocation is based on a daily ratio of the number of meter reading cycles remaining in the month to the total number of meter reading cycles in each month. Each day's ratio is then multiplied by each day's system net deliveries to determine an estimated billed and unbilled volume for each day of the accounting period. The unbilled revenue estimates included in accounts receivable were $76 million and $60 million at December 31, 2009 and 2008, respectively.

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/31/2009	2009/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Fuel Costs. The cost of fuel for generation is charged to expense as used. See Note 2, Rates and Regulatory Matters, for a description of the FAC.

Management's Use of Estimates. The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported assets and liabilities and disclosure of contingent items at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Accrued liabilities, including legal and environmental, are recorded when they are probable and estimable. Actual results could differ from those estimates.

Recent Accounting Pronouncements. The following are recent accounting pronouncements affecting KU:

Hierarchy of Generally Accepted Accounting Principles

The guidance related to the hierarchy of generally accepted accounting principles was issued in June 2009, and is effective for interim and annual periods ending after September 15, 2009. The guidance establishes the FASB ASC as the single source of authoritative nongovernmental U.S. generally accepted accounting principles. It had no effect on the Company's results of operations, financial position or liquidity; however, references to authoritative accounting literature have changed with the adoption.

Subsequent Events

The guidance related to subsequent events was issued in May 2009, and is effective for interim and annual periods ending after June 15, 2009. This guidance requires disclosure of the date through which subsequent events have been evaluated, as well as whether that date is the date the financial statements were issued or the date they were available to be issued. The adoption of this guidance had no impact on the Company's results of operations, financial position or liquidity; however, additional disclosures were required with the adoption. See Note 13, Subsequent Events, for additional disclosures.

Interim Disclosures about Fair Value of Financial Instruments

The guidance related to interim disclosures about fair value of financial instruments was issued in April 2009, and is effective for interim and annual periods ending after June 15, 2009. This guidance requires qualitative and quantitative disclosures about fair values of assets and liabilities on a quarterly basis. The adoption had no impact on the Company's results of operations, financial position or liquidity; however, additional disclosures were required with the adoption. See Note 3, Financial Instruments, for additional disclosures.

Employers' Disclosures about Postretirement Benefit Plan Assets

The guidance related to employers' disclosures about postretirement benefit plan assets was issued in December 2008, and is effective as of December 31, 2009. This guidance requires additional disclosures related to pension and other postretirement benefit plan assets. Additional disclosures include the investment allocation decision-making process, the fair value of each major category of plan assets as well as the inputs and valuation

Name of Respondent	This Report is:	Date of Report (Mo, Da, Yr)	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	12/31/2009	2009/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

techniques used to measure fair value and significant concentrations of risk within the plan assets. The adoption had no impact on the Company's results of operations, financial position or liquidity; however, additional disclosures were required with the adoption. See Note 5, Pension and Other Postretirement Benefit Plans, for additional disclosures.

Disclosures about Derivative Instruments and Hedging Activities

The guidance related to disclosures about derivative instruments and hedging activities was issued in March 2008, and is effective for fiscal years, and interim periods within those fiscal years, beginning on or after November 15, 2008. The objective of this guidance is to enhance the current disclosure framework. The adoption had no impact on KU's results of operations, financial position or liquidity; however, additional disclosures relating to derivatives were required with the adoption effective January 1, 2009. See Note 3, Financial Instruments, for additional disclosures.

Noncontrolling Interests in Consolidated Financial Statements

The guidance related to noncontrolling interests in consolidated financial statements was issued in December 2007, and is effective for fiscal years, and interim periods within those fiscal years, beginning on or after December 15, 2008. The objective of this guidance is to improve the relevance, comparability and transparency of financial information in a reporting entity's consolidated financial statements. The Company adopted this guidance effective January 1, 2009, and it had no impact on its results of operations, financial position or liquidity.

Fair Value Measurements

In January 2010, the FASB issued guidance related to fair value measurement disclosures requiring separate disclosure of amounts of significant transfers in and out of level 1 and level 2 fair value measurements and separate information about purchases, sales, issuances, and settlements within level 3 measurements. This guidance is effective for the first reporting period beginning after issuance except for disclosures about the roll-forward of activity in level 3 fair value measurements. This guidance will have no impact on the Company's results of operations, financial position or liquidity; however, additional disclosures will be provided as required.

In August 2009, the FASB issued guidance related to fair value measurement disclosures, which is effective for the first reporting period beginning after issuance. The guidance provides amendments to clarify and reduce ambiguity in valuation techniques, adjustments and measurement criteria for liabilities measured at fair value. The adoption had no impact on the Company's results of operations, financial position or liquidity, and no additional disclosures were required.

The guidance related to fair value measurements was issued in September 2006 and, except as described below, was effective for fiscal years beginning after November 15, 2007. This statement defines fair value, establishes a framework for measuring fair value in generally accepted accounting principles and expands disclosures about fair value measurements. This guidance does not expand the application of fair value accounting to new circumstances.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

In February 2008, guidance on fair value measurements and disclosures delayed the effective date for all nonfinancial assets and liabilities, except those that are recognized or disclosed at fair value in the financial statements on a recurring basis (at least annually), to fiscal years beginning after November 15, 2008, and interim periods within those fiscal years. All other amendments have been evaluated and have no impact on the Company's financial statements.

The Company adopted this guidance effective January 1, 2008, except as it applies to those nonfinancial assets and liabilities, and it had no impact on the results of operations, financial position or liquidity, however, additional disclosures relating to its financial derivatives and cash collateral on derivatives, as required, are now provided. Fair value accounting for all nonrecurring fair value measurements of nonfinancial assets and liabilities was adopted effective January 1, 2009, and it had no impact on the results of operations, financial position or liquidity. At December 31, 2009, no additional disclosures were required as KU did not have any nonfinancial assets or liabilities measured at fair value subsequent to initial measurement.

The guidance related to determining fair value was issued in April 2009, and is effective for interim and annual periods ending after June 15, 2009. This update provides additional guidance on determining fair values when there is no active market or where the price inputs being used represent distressed sales. The adoption had no impact on the Company's results of operations, financial position or liquidity.

Note 2 - Rates and Regulatory Matters

The Company is subject to the jurisdiction of the Kentucky Commission, the Virginia Commission, the Tennessee Regulatory Authority and the FERC in virtually all matters related to electric utility regulation, and as such, its accounting is subject to the regulated operations guidance of the FASB ASC. Given its position in the marketplace and the status of regulation in Kentucky and Virginia, there are no plans or intentions to discontinue the application of the regulated operations guidance of the FASB ASC.

<u>2010 Kentucky Rate Case</u>

In January 2010, KU filed an application with the Kentucky Commission requesting an increase in base electric rates of approximately 12%, or $135 million annually, including an 11.5% return on equity. KU has requested the increase, based on the twelve month test year ended October 31, 2009, to become effective on and after March 1, 2010. The requested rates have been suspended until August 1, 2010, at which time they may be put into effect, subject to refund, if the Kentucky Commission has not issued an order in the proceeding. The parties are currently exchanging data requests in the proceedings and a hearing date has been scheduled for June 2010. An order in the proceeding may occur during the third or fourth quarters of 2010.

<u>2008 Kentucky Rate Case</u>

In July 2008, KU filed an application with the Kentucky Commission requesting an increase in base electric rates. In January 2009, KU, the AG, the KIUC and all other parties to the rate case filed a settlement agreement with the Kentucky Commission, under which KU's base electric rates decreased by $9 million annually. An Order approving the settlement agreement was received in February 2009. The new rates were implemented

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

effective February 6, 2009, at which time the merger surcredit terminated.

In conjunction with the filing of the application for changes in base rates the VDT surcredit terminated. The VDT surcredit resulted from a 2001 initiative to share savings of $10 million from the VDT initiative with customers over five years. In February 2006, KU and all parties to the proceeding reached a unanimous settlement agreement on the future ratemaking treatment of the VDT surcredit which was approved by the Kentucky Commission in March 2006 at an annual rate of $4 million. Under the terms of the settlement agreement, the VDT surcredit continued at its then current level until such time as KU filed for a change in base rates. In accordance with the Order, the VDT surcredit terminated in August 2008, the first billing month after the July 2008 filing for a change in base rates.

In December 2007, KU submitted its plan to allow the merger surcredit to terminate as scheduled on June 30, 2008. The merger surcredit originated as part of the LG&E Energy merger with KU Energy Corporation in 1998. In June 2008, the Kentucky Commission issued an Order approving a unanimous settlement agreement reached with all parties to the case which provided for a reduction in the merger surcredit to approximately $6 million for a 7-month period beginning July 2008, termination of the merger surcredit when new base rates went into effect on or after January 31, 2009, and that the merger surcredit be continued at an annual rate of $12 million thereafter should the Company not file for a change in base rates. In accordance with the Order, the merger surcredit was terminated effective February 6, 2009, with the implementation of new base rates.

Virginia Rate Case

In June 2009, KU filed an application with the Virginia Commission requesting an increase in electric base rates for its Virginia jurisdictional customers in an amount of $12 million annually or approximately 21%. The proposed increase reflected a proposed rate of return on rate base of 8.586% based upon a return on equity of 12%. During December 2009, KU and the Virginia Commission Staff agreed to a Stipulation and Recommendation authorizing base rate revenue increases of $11 million annually and a return on rate base of 7.846% based on a 10.5% return on common equity. A public hearing was held during January 2010. As permitted, pursuant to a Virginia Commission order, KU elected to implement the proposed rates effective November 1, 2009, on an interim basis. In March 2010, the Virginia Commission issued an Order approving the stipulation, with the increased rates to be put into effect as of April 1, 2010. As part of the stipulation, KU will refund certain amounts collected since November 2009, consisting of interim increased rates in excess of the ultimate approved rates. These refunds aggregate approximately $1 million and are anticipated to occur during the second quarter of 2010. See also Note 13 to Notes to Financial Statements.

FERC Wholesale Rate Case

In September 2008, KU filed an application with the FERC for increases in base electric rates applicable to wholesale power sales contracts or interchange agreements involving, collectively, twelve Kentucky municipalities. The application requested a shift from current, all-in stated unit charge rates to an unbundled formula rate. In May 2009, as a result of settlement negotiations, KU submitted an unopposed motion informing the FERC of the filing of a settlement agreement and agreed-upon seven-year service agreements with the municipal customers. The unopposed motion requested interim rate structures containing terms corresponding to the overall settlement principles, to be effective from May 1, 2009, until FERC approval of the settlement

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

agreement. The settlement and service agreements provide for unbundled formula rates which are subject to annual adjustment and approval processes. In May 2009, the FERC issued an Order approving the interim settlement with respect to rates effective May 1, 2009 representing increases of approximately 3% from prior charges and a return on equity of 11%. Additionally, during May 2009, KU filed the first annual adjustment to the formula rates to incorporate 2008 data, which adjusted formula rates became effective on July 1, 2009 and were approved by the FERC during September 2009.

Separately, the parties were not able to reach agreement on the issue of whether KU must allocate to the municipal customers a portion of renewable resources it may be required to procure on behalf of its retail ratepayers. In August 2009, the FERC accepted the issue for briefing and the parties completed briefing submissions during 2009. An order by the FERC on this matter may occur during 2010. KU is not currently able to predict the outcome of this proceeding, including whether its wholesale customers may or may not be entitled to certain rights or benefits relating to renewable energy, and the financial or operational effects, if any, of such outcomes.

Regulatory Assets and Liabilities

The following regulatory assets and liabilities were included in the balance sheets as of December 31:

(in millions)	2009	2008
Current regulatory assets:		
ECR	$ 28	$ 20
FAC	1	8
Net MISO exit	2	-
Other	1	4
Total current regulatory assets	$ 32	$ 32
Non-current regulatory assets:		
Storm restoration	$ 59	$ 2
ARO	30	28
Unamortized loss on bonds	12	13
Net MISO exit	9	19
Other	7	2
Subtotal non-current regulatory assets	117	64
Pension benefits	105	137
Total non-current regulatory assets	$ 222	$ 201
Current regulatory liabilities:		
DSM	$ 3	$ 5
Total current regulatory liabilities	$ 3	$ 5

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Non-current regulatory liabilities:		
Deferred income taxes – net	9	16
Postretirement benefits	9	10
Other	11	15
Total non-current regulatory liabilities	$ 29	$ 41

KU does not currently earn a rate of return on the ECR and FAC regulatory assets and the Virginia levelized fuel factor included in other regulatory assets, which are separate recovery mechanisms with recovery within twelve months. No return is earned on the pension regulatory asset that represents the changes in funded status of the plans. KU will recover this asset through pension expense included in the calculation of base rates with the Kentucky Commission and will seek recovery of this asset in future proceedings with the Virginia Commission. No return is currently earned on the ARO asset. When an asset with an ARO is retired, the related ARO regulatory asset will be offset against the associated ARO regulatory liability, ARO asset and ARO liability. A return is earned on the unamortized loss on bonds, and these costs are recovered through amortization over the life of the debt. The Company is seeking recovery of the Storm restoration regulatory asset and CMRG and KCCS contributions and FERC jurisdictional pension expense, included in other regulatory assets, in its current base rate cases. The Company recovers through the calculation of base rates, the amortization of the net MISO exit regulatory asset in Kentucky incurred through April 30, 2008. The Company recently received approval to recover the Virginia portion of this asset, as incurred through December 31, 2008, over a five year period and, due to the formula nature of its FERC rate structure, the FERC jurisdictional portion of the regulatory asset will be included in the annual updates to the rate formula. The Company recovers through the calculation of base rates, the amortization of the remaining regulatory assets, including other regulatory assets comprised of deferred storm costs, the East Kentucky Power Cooperative FERC transmission settlement agreement and Kentucky rate case expenses. Other regulatory liabilities include DSM, FERC jurisdictional supplies inventory and MISO administrative charges collected via base rates from May 2008 through February 5, 2009. The MISO regulatory liability will be netted against the remaining costs of withdrawing from the MISO, per a Kentucky Commission Order, in the current Kentucky base rate case.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

ARO. A summary of KU's net ARO assets, regulatory assets, ARO liabilities, regulatory liabilities and cost of removal established under the asset retirement and environmental obligations guidance of the FASB ASC, follows:

	ARO Net Assets	ARO Liabilities	Regulatory Assets	Regulatory Liabilities	Accumulated Cost of Removal	Cost of Removal Depreciation
As of December 31, 2007	$ 5	$ (30)	$ 24	$ (2)	$ 2	$ 1
ARO accretion	-	(2)	2	-	-	-
Removal cost reclass	-	-	2	(2)	-	-
As of December 31, 2008	5	(32)	28	(4)	2	1
ARO accretion	-	(2)	2	-	-	-
ARO depreciation	(1)	-	-	-	-	-
Cost of removal depreciation	-	-	-	-	-	1
As of December 31, 2009	$ 4	$ (34)	$ 30	$ (4)	$ 2	$ 2

Pursuant to regulatory treatment prescribed under the regulated operations guidance of the FASB ASC, an offsetting regulatory credit was recorded in depreciation and amortization in the income statement of $2 million in 2009 and 2008 for the ARO accretion and depreciation expense. KU AROs are primarily related to the final retirement of assets associated with generating units. For assets associated with AROs, the removal cost accrued through depreciation under regulatory accounting is established as a regulatory liability pursuant to regulatory treatment prescribed under the regulated operations guidance of the FASB ASC. For the year ended December 31, 2008, KU recorded less than $1 million of depreciation expense related to the cost of removal of ARO related assets. An offsetting regulatory liability was established pursuant to regulatory treatment prescribed under the regulated operations guidance of the FASB ASC.

KU transmission and distribution lines largely operate under perpetual property easement agreements which do not generally require restoration upon removal of the property. Therefore, under the asset retirement and environmental obligations guidance of the FASB ASC, no material asset retirement obligations are recorded for transmission and distribution assets.

MISO. Following receipt of applicable FERC, Kentucky Commission and other regulatory orders, related to proceedings that had been underway since July 2003, KU withdrew from the MISO effective September 1, 2006. Since the exit from the MISO, KU has been operating under a FERC-approved open access-transmission tariff. KU now contracts with the Tennessee Valley Authority to act as its transmission Reliability Coordinator and Southwest Power Pool, Inc. to function as its Independent Transmission Organization, pursuant to FERC requirements.

KU and the MISO have agreed upon overall calculation methods for the contractual exit fee to be paid by the Company following its withdrawal. In October 2006, the Company paid $20 million to the MISO and made related FERC compliance filings. The Company's payment of this exit fee was with reservation of its rights to contest the amount, or components thereof, following a continuing review of its calculation and supporting documentation. KU and the MISO resolved their dispute regarding the calculation of the exit fee and, in

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

November 2007, filed an application with the FERC for approval of a recalculation agreement. In March 2008, the FERC approved the parties' recalculation of the exit fee, and the approved agreement provided KU with an immediate recovery of $1 million and an estimated $3 million over the next seven years for credits realized from other payments the MISO will receive, plus interest.

In accordance with Kentucky Commission Orders approving the MISO exit, KU has established a regulatory asset for the MISO exit fee, net of former MISO administrative charges collected via Kentucky base rates through the base rate case test year ended April 30, 2008. The net MISO exit fee is subject to adjustment for possible future MISO credits, and a regulatory liability for certain revenues associated with former MISO administrative charges, which were collected via base rates until February 6, 2009. The approved 2008 base rate case settlement provided for MISO administrative charges collected through base rates from May 1, 2008 to February 6, 2009, and any future adjustments to the MISO exit fee, to be established as a regulatory liability until the amounts can be amortized in future base rate cases. This regulatory liability balance as of October 31, 2009 has been included in the base rate case application filed on January 29, 2010. MISO exit fee credit amounts subsequent to October 31, 2009, will continue to accumulate as a regulatory liability until they can be amortized in future base rate cases.

In November 2008, the FERC issued Orders in industry-wide proceedings relating to MISO RSG calculation and resettlement procedures. RSG charges are amounts assessed to various participants active in the MISO trading market which generally seek to compensate for uneconomic generation dispatch due to regional transmission or power market operational considerations, with some customer classes eligible for payments, while others may bear charges. The FERC Orders approved two requests for significantly altered formulas and principles, each of which the FERC applied differently to calculate RSG charges for various historical and future periods. Based upon the 2008 FERC Orders, the Company established a reserve during the fourth quarter of 2008 of less than $1 million relating to potential RSG resettlement costs for the period ended December 31, 2008. However, in May 2009, after a portion of the resettlement payments had been made, the FERC issued an Order on the requests for rehearing on one November 2008 Order which changed the effective date and reduced almost all of the previously accrued RSG resettlement costs. Therefore, these costs were reversed and a receivable was established for amounts already paid of less than $1 million, which the MISO began refunding back to the Company in June 2009, and which were fully collected by September 2009. In June 2009, the FERC issued an Order in the rate mismatch RSG proceeding, stating it will not require resettlements of the rate mismatch calculation from April 1, 2005 to November 4, 2007. An accrual had previously been recorded in 2008 for the rate mismatch issue for the time period April 25, 2006 to August 9, 2007, but no accrual had been recorded for the time period November 5, 2007 to November 9, 2008 based on the prior Order. Accordingly, the accrual for the former time period was reversed and an accrual for the latter time period was recorded in June 2009, with a net effect of $1 million of expense, substantially all of which was paid by September 2009.

In August 2009, the FERC determined that the MISO had failed to demonstrate that its proposed exemptions to real-time RSG charges were just and reasonable. In November 2009, the MISO made a compliance filing incorporating the rulings of the FERC orders and a related task-force, with a primary open issue being whether certain of the tariff changes are applied prospectively only or retroactively to approximately January 6, 2009. The conclusion of the RSG matter, including the retroactivity decision, may result in refunds to the Company, but the Company cannot predict the ultimate outcome of this matter, nor the financial impact, at this time.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

In November 2009, KU and LG&E filed an application with the FERC to approve certain independent transmission operator arrangements to be effective upon the expiration of their current contract with Southwest Power Pool, Inc. in September 2010. The application seeks authority for KU and LG&E to function after such date as the administrators of their own open access transmission tariffs for most purposes. The Tennessee Valley Authority, which currently acts as Reliability Coordinator, would also assume certain additional duties. A number of parties have intervened and filed comments in the matter and initial stages of data response proceedings have occurred. The application is subject to continuing FERC proceedings, including further submissions or filings by intervenors or FERC staff, prior to a ruling by the FERC. During January 2010, the Kentucky Commission issued an Order generally authorizing relevant state regulatory aspects of the proposed arrangements.

Unamortized Loss on Bonds. The costs of early extinguishment of debt, including call premiums, legal and other expenses, and any unamortized balance of debt expense are amortized using the straight line method, which approximates the effective interest method, over the life of either the replacement debt (in the case of refinancing) or the original life of the extinguished debt.

FAC. KU's retail rates contain an FAC, whereby increases and decreases in the cost of fuel for generation are reflected in the rates charged to retail customers. The FAC allows the Company to adjust customers' accounts for the difference between the fuel cost component of base rates and the actual fuel cost, including transportation costs. Refunds to customers occur if the actual costs are below the embedded cost component. Additional charges to customers occur if the actual costs exceed the embedded cost component. The amount of the regulatory asset or liability is the amount that has been under- or over-recovered due to timing or adjustments to the mechanism.

The Kentucky Commission requires public hearings at six-month intervals to examine past fuel adjustments, and at two-year intervals to review past operations of the fuel clause and transfer of the then current fuel adjustment charge or credit to the base charges. In November 2009, January 2009 and June 2008, the Kentucky Commission issued Orders approving the charges and credits billed through the FAC for the six-month periods ending April 2009, April 2008 and October 2007, respectively. In January 2009, the Kentucky Commission initiated a routine examination of the FAC for the two-year period November 1, 2006 through October 31, 2008. The Kentucky Commission issued an Order in June 2009, approving the charges and credits billed through the FAC during the review periods.

KU also employs an FAC mechanism for Virginia customers using an average fuel cost factor based primarily on projected fuel costs. The Virginia levelized fuel factor allows fuel recovery based on projected fuel costs for the coming year plus an adjustment for any over- or under-recovery of fuel expenses from the prior year. At December 31, 2009 and 2008, KU had a regulatory liability of less than $1 million and a regulatory asset of $2 million, respectively.

In February 2009, KU filed an application with the Virginia Commission seeking approval of a 29% increase in its fuel cost factor beginning with service rendered in April 2009. In February 2009, the Virginia Commission issued an Order allowing the requested change to become effective on an interim basis. The Virginia Staff testimony filed in April 2009, recommended a slight decrease in the factor filed by KU. The Company indicated the Virginia Staff proposal was acceptable. A hearing was held in May 2009, with general resolution of remaining issues. In May 2009, the Virginia Commission issued an Order approving the revised fuel factor, representing an increase of 24%, effective May 2009.

In February 2008, KU filed an application with the Virginia Commission seeking approval of a decrease in its fuel cost factor applicable during the billing period, April 2008 through March 2009. The Virginia Commission allowed the new rates to be in effect for the April 2008 customer billings. In April 2008, the Virginia Commission Staff recommended a change to the fuel factor KU filed in its application, to which KU has agreed. Following a public hearing and an Order in May 2008, the recommended change became effective in June 2008, resulting in a decrease of 0.482 cents/kwh from the factor in effect for the April 2007 through March 2008 period.

ECR. Kentucky law permits KU to recover the costs of complying with the Federal Clean Air Act, including a return of operating expenses, and a return of and on capital invested, through the ECR mechanism. The amount of the regulatory asset or liability is the amount that has been under- or over-recovered due to timing or adjustments to the mechanism.

The Kentucky Commission requires reviews of the past operations of the environmental surcharge for six-month and two-year billing periods to evaluate the related charges, credits and rates of return, as well as to provide for the roll-in of ECR amounts to base rates each two-year period. In December 2009, an Order was issued approving the charges and credits billed through the ECR during the two-year period ending April 2009, an increase in the jurisdictional revenue requirement, a base rate roll-in and a revised rate of return on capital. In July 2009, an Order was issued approving the charges and credits billed through the ECR during the six-month period ending October 2008, as well as approving billing adjustments for under-recovered costs and the rate of return on capital. In August 2008, an Order was issued approving the charges and credits billed through the ECR during the six-month periods ending April 2008 and October 2007, and the rate of return on capital. In March 2008, an Order was issued approving the charges and credits billed through the ECR during the six-month and two-year periods ending October 2006 and April 2007, respectively, as well as approving billing adjustments, roll-in adjustments to base rates, revisions to the monthly surcharge filing and the rates of return on capital.

In January 2010, the Kentucky Commission initiated a six-month review of KU's environmental surcharge for the billing period ending October 2009. The proceeding will progress throughout the first half of 2010.

In June 2009, the Company filed an application for a new ECR plan with the Kentucky Commission seeking approval to recover investments in environmental upgrades and operations and maintenance costs at the Company's generating facilities. During 2009, KU reached a unanimous settlement with all parties to the case and the Kentucky Commission issued an Order approving KU's application. Recovery on customer bills through the monthly ECR surcharge for these projects began with the February 2010 billing cycle.

In February 2009, the Kentucky Commission approved a settlement agreement in the rate case which provides for an authorized return on equity applicable to the ECR mechanism of 10.63% effective with the February 2009 expense month filing, which represents a slight increase over the previously authorized 10.50%.

In October 2007, KU met with the Kentucky Commission and other interested parties to discuss the status of the Ghent Unit 2 SCR construction. KU informed the Kentucky Commission that construction of the Ghent Unit 2

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Kentucky Utilities Company	(1) _ An Original (2) X A Resubmission	(Mo, Da, Yr) 12/31/2009	2009/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

SCR was not going to commence before the CCN expired in December 2007, due to a change in the economics for the project. The CCN expired in December 2007, and KU has delayed construction of the Ghent Unit 2 SCR.

Storm Restoration. In January 2009, a significant ice storm passed through KU's service territory causing approximately 199,000 customer outages, followed closely by a severe wind storm in February 2009, causing approximately 44,000 customer outages. The Company filed an application with the Kentucky Commission in April 2009, requesting approval to establish a regulatory asset, and defer for future recovery, approximately $62 million in incremental operation and maintenance expenses related to the storm restoration. In September 2009, the Kentucky Commission issued an Order allowing the Company to establish a regulatory asset of up to $62 million based on its actual costs for storm damages and service restoration due to the January and February 2009 storms. In September 2009, the Company established a regulatory asset of $57 million for actual costs incurred, and the Company is seeking recovery of this asset in its current base rate case.

In September 2008, high winds from the remnants of Hurricane Ike passed through the service territory causing significant outages and system damage. In October 2008, KU filed an application with the Kentucky Commission requesting approval to establish a regulatory asset, and defer for future recovery, approximately $3 million of expenses related to the storm restoration. In December 2008, the Kentucky Commission issued an Order allowing the Company to establish a regulatory asset of up to $3 million based on its actual costs for storm damages and service restoration due to Hurricane Ike. In December 2008, the Company established a regulatory asset of $2 million for actual costs incurred, and the Company is seeking recovery of this asset in its current base rate case.

FERC Jurisdictional Pension Costs. Other regulatory assets include pension costs of $3 million incurred by the Company and allocated to its FERC jurisdictional ratepayers. The Company will seek recovery of this asset in the next FERC rate proceeding.

Rate Case Expenses. KU incurred $1 million in expenses related to the development and support of the 2008 Kentucky base rate case. The Kentucky Commission approved the establishment of a regulatory asset for these expenses and authorized amortization over three years beginning in March 2009.

CMRG and KCCS Contributions. In July 2008, KU and LG&E, along with Duke Energy Kentucky, Inc. and Kentucky Power Company, filed an application with the Kentucky Commission requesting approval to establish regulatory assets related to contributions to the CMRG for the development of technologies for reducing carbon dioxide emissions and the KCCS to study the feasibility of geologic storage of carbon dioxide. The filing companies proposed that these contributions be treated as regulatory assets to be deferred until recovery is provided in the next base rate case of each company, at which time the regulatory assets will be amortized over the life of each project: four years with respect to the KCCS and ten years with respect to the CMRG. KU and LG&E jointly agreed to provide less than $2 million over two years to the KCCS and up to $2 million over ten years to the CMRG. In October 2008, an Order approving the establishment of the requested regulatory assets was received and KU is seeking rate recovery in the Company's 2010 Kentucky base rate case.

Deferred Storm Costs. Based on an Order from the Kentucky Commission in June 2004, KU reclassified from maintenance expense to a regulatory asset, $4 million related to costs not reimbursed from the 2003 ice storm.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

These costs were amortized through June 2009. KU earned a return of these amortized costs, which were included in jurisdictional operating expenses.

Pension and Postretirement Benefits. KU accounts for pension and postretirement benefits in accordance with the compensation – retirement benefits guidance of the FASB ASC. This guidance requires employers to recognize the over-funded or under-funded status of a defined benefit pension and postretirement plan as an asset or liability in the balance sheet and to recognize through other comprehensive income the changes in the funded status in the year in which the changes occur. Under the regulated operations guidance of the FASB ASC, KU can defer recoverable costs that would otherwise be charged to expense or equity by non-regulated entities. Current rate recovery in Kentucky and Virginia is based on the compensation – retirement benefits guidance of the FASB ASC. Regulators have been clear and consistent with their historical treatment of such rate recovery, therefore, the Company has recorded a regulatory asset representing the change in funded status of the pension plan that is expected to be recovered and a regulatory liability representing the change in funded status of the postretirement plan that is expected to be refunded. The regulatory asset and liability will be adjusted annually as prior service cost and actuarial gains and losses are recognized in net periodic benefit cost.

Deferred Income Taxes – Net. These regulatory assets and liabilities represent the future revenue impact from the reversal of deferred income taxes required for unamortized investment tax credits, the allowance for funds used during construction and deferred taxes provided at rates in excess of currently enacted rates.

DSM. KU's rates contain a DSM provision which includes a rate mechanism that provides for concurrent recovery of DSM costs and provides an incentive for implementing DSM programs. The provision allows KU to recover revenues from lost sales associated with the DSM programs based on program plan engineering estimates and post-implementation evaluations.

In July 2007, KU and LG&E filed an application with the Kentucky Commission requesting an order approving enhanced versions of the existing DSM programs along with the addition of several new cost effective programs. The total annual budget for these programs is approximately $26 million. In March 2008, the Kentucky Commission issued an Order approving the application, with minor modifications. KU and LG&E filed revised tariffs in April 2008, under authority of this Order, which were effective in May 2008.

<u>Other Regulatory Matters</u>

Kentucky Commission Report on Storms. In November 2009, the Kentucky Commission issued a report following review and analysis of the effects and utility response to the September 2008 wind storm and the January 2009 ice storm, and possible utility industry preventative measures relating thereto. The report suggested a number of proposed or recommended preventative or responsive measures, including consideration of selective hardening of facilities, altered vegetation management programs, enhanced customer outage communications and similar measures. In March 2010, the Companies filed a joint response reporting on their actions with respect to such recommendations. The response indicated implementation or completion of substantially all of the recommendations, including, among other matters, on-going reviews of system hardening and vegetation management procedures, certain test or pilot programs in such areas, and fielding of enhanced operational and customer outage-related systems.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

Wind Power Agreements. In August 2009, KU and LG&E filed a notice of intent with the Kentucky Commission indicating their intent to file an application for approval of wind power purchase contracts and cost recovery mechanisms. The contracts were executed in August 2009, and are contingent upon KU and LG&E receiving acceptable regulatory approvals. Pursuant to the proposed 20-year contracts, KU and LG&E would jointly purchase respective assigned portions of the output of two Illinois wind farms totaling an aggregate 109.5 Mw. In September 2009, the Companies filed an application and supporting testimony with the Kentucky Commission. In October 2009, the Kentucky Commission issued an Order denying the Companies' request to establish a surcharge for recovery of the costs of purchasing wind power. The Kentucky Commission stated that such recovery constitutes a general rate adjustment and is subject to the regulations of a base rate case. The Kentucky Commission Order currently provides for the request for approval of the wind power agreements to proceed independently from the request to recover the costs thereof via surcharges. In November 2009, KU and LG&E filed for rehearing of the Kentucky Commission's Order and requested that the matters of approval of the contract and recovery of the costs thereof remain the subject of the same proceeding. During December 2009, the Kentucky Commission issued data requests on this matter. In March 2010, the Companies filed a motion requesting a ruling on this matter during the second quarter of 2010. The Companies cannot currently predict the timing or outcome of this proceeding.

Trimble County Asset Purchase and Depreciation. KU and LG&E are currently constructing a new base-load, coal fired unit, TC2, which will be jointly owned by the Companies, together with the IMEA and the IMPA. In July 2009, the Companies notified the Kentucky Commission of the proposed sale from LG&E to KU of certain ownership interests in certain existing Trimble County generating station assets which are anticipated to provide joint or common use in support of the jointly-owned TC2 generating unit under construction at the station. The undivided ownership interests being sold are intended to provide KU an ownership interest in these common assets that is proportional to its interest in TC2 and the assets' role in supporting both TC1 and TC2. In December 2009, KU and LG&E completed the sale transaction at a price of $48 million, representing the current net book value of the assets, multiplied by the proportional interest being sold.

In August 2009, in a separate proceeding, KU and LG&E jointly filed an application with the Kentucky Commission to approve new depreciation rates for applicable TC2-related generating, pollution control and other plant equipment and assets. The filing requests common depreciation rates for the applicable jointly-owned TC2-related assets, rather than applying differing depreciation rates in place with respect to KU's and LG&E's separately-owned base-load generating assets. During December 2009, the Kentucky Commission extended the data discovery process through January 2010 and authorized KU and LG&E on an interim basis to begin using the depreciation rates for TC2 as proposed in the application. In March 2010, the Kentucky Commission issued a final Order approving the use of the proposed depreciation rates on a permanent basis.

TC2 CCN Application and Transmission Matters. An application for a CCN for construction of TC2 was approved by the Kentucky Commission in November 2005. CCNs for two transmission lines associated with TC2 were issued by the Kentucky Commission in September 2005 and May 2006. All regulatory approvals and rights of way for one transmission line have been obtained.

The CCN for the remaining line has been challenged by certain property owners in Hardin County, Kentucky. In August 2006, KU and LG&E obtained a successful dismissal of the challenge at the Franklin County Circuit Court, which ruling was reversed by the Kentucky Court of Appeals in December 2007, and the proceeding

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

reinstated. A motion for discretionary review of that reversal was filed by KU and LG&E with the Kentucky Supreme Court and was granted in April 2009. That proceeding, which seeks reinstatement of the Circuit Court dismissal of the CCN challenge, has been fully briefed and oral argument occurred during March 2010. A ruling on the matter could occur by mid 2010.

Completion of the transmission lines are also subject to standard construction permit, environmental authorization and real property or easement acquisition procedures and certain Hardin County landowners have raised challenges to the transmission line in some of these forums as well.

During 2008, KU obtained various successful rulings at the Hardin County Circuit Court confirming its condemnation rights. In August 2008, several landowners appealed such rulings to the Kentucky Court of Appeals and received a temporary stay preventing KU from accessing their properties. In April 2009, that appellate court denied KU's motion to lift the stay and issued an Order retaining the stay until a decision on the merits of the appeal. Efforts to seek reconsideration of that ruling, or to obtain intermediate review of the ruling by the Kentucky Supreme Court, were unsuccessful, and the stay remains in effect. The underlying appeal on KU's right to condemn remains pending before the Court of Appeals and oral argument on the matter is scheduled to occur during late March 2010.

Settlement discussions with the Hardin County property owners involved in the appeals of the condemnation proceedings have been unsuccessful to date. During the fourth quarter of 2008, KU and LG&E entered into settlements with certain Meade County landowners and obtained dismissals of prior litigation they had brought challenging the same transmission line.

As a result of the aforementioned unresolved litigation delays encountered in obtaining access to certain properties in Hardin County, KU has obtained easements to allow construction of temporary transmission facilities bypassing those properties while the litigated issues are resolved. In September 2009, the Kentucky Commission issued an Order stating that a CCN was necessary for two segments of the proposed temporary facilities. In December 2009, the Kentucky Commission granted the CCNs for the relevant segments and the property owners have filed various motions to intervene, stay and appeal certain elements of the Kentucky Commission's recent orders. In January 2010, in respect of two of such proceedings, the Franklin County circuit court issued Orders denying the property owners' request for a stay of construction and upholding the prior Kentucky Commission denial of their intervenor status. In parallel with, and consistent with the relevant proceedings and their status, the Company is conducting appropriate real estate acquisition and construction activities with respect to these temporary transmission facilities.

In a separate proceeding, certain Hardin County landowners have also challenged the same transmission line in federal district court in Louisville, Kentucky. In that action, the landowners claim that the U.S. Army failed to comply with certain National Historic Preservation Act requirements relating to easements for the line through Fort Knox. KU and LG&E are cooperating with the U.S. Army in its defense in this case and in October 2009, the federal court granted the defendants' motion for summary judgment and dismissed the plaintiffs' claims. During November 2009, the petitioners filed submissions for review of the decision with the 6th Circuit Court of Appeals.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4

NOTES TO FINANCIAL STATEMENTS (Continued)

KU and LG&E are not currently able to predict the ultimate outcome and possible effects, if any, on the construction schedule relating to the transmission line approval, land acquisition and permitting proceedings.

Utility Competition in Virginia. The Commonwealth of Virginia passed the Virginia Electric Utility Restructuring Act in 1999. This act gave customers the ability to choose their electric supplier and capped electric rates through December 2010. KU subsequently received a legislative exemption from the customer choice requirements of this law. In April 2007, however, the Virginia General Assembly amended the Virginia Electric Utility Restructuring Act, thereby terminating this competitive market and commencing re-regulation of utility rates. The new act ended the cap on rates at the end of 2008. Pursuant to this legislation, the Virginia Commission adopted regulations revising the rules governing utility rate increase applications. As of January 2009, a hybrid model of regulation is being applied in Virginia. Under this model, utility rates are reviewed every two years. KU's exemption from the requirements of the Virginia Electric Utility Restructuring Act in 1999, however, discharges the Company from the requirements of the new hybrid model of regulation. In lieu of submitting an annual information filing, the Company has the option of requesting a change in base rates to recover prudently incurred costs by filing a traditional base rate case. KU is also subject to other utility regulations in Virginia, including, but not limited to, the recovery of prudently incurred fuel costs through an annual fuel factor charge and the submission of integrated resource plans.

Market-Based Rate Authority. In July 2006, the FERC issued an Order in KU's market-based rate proceeding accepting the Company's further proposal to address certain market power issues the FERC had claimed would arise upon an exit from the MISO. In particular, the Company received permission to sell power at market-based rates at the interface of control areas in which it may be deemed to have market power, subject to a restriction that such power not be collusively re-sold back into such control areas. However, restrictions exist on sales by KU of power at market-based rates in the KU/LG&E and Big Rivers Electric Corporation control areas. In June 2007, the FERC issued Order No. 697 implementing certain reforms to market-based rate regulations, including restrictions similar to those previously in place for the Company's power sales at control area interfaces. In December 2008, the FERC issued Order No. 697-B potentially placing additional restrictions on certain power sales involving areas where market power is deemed to exist. As a condition of receiving and retaining market-based rate authority, KU must comply with applicable affiliate restrictions set forth in the FERC regulation. During September 2008, the Company submitted a regular tri-annual update filing under market-based rate regulations.

In June 2009, the FERC issued Order No. 697-C which generally clarified certain interpretations relating to power sales and purchases at control area interfaces or into control areas involving market power. In July 2009, the FERC issued an order approving the Company's September 2008 application for market-based rate authority. During July 2009, affiliates of KU completed a transaction terminating certain prior generation and power marketing activities in the Big Rivers Electric Corporation control area, which termination should ultimately allow a filing to request a determination that the Company no longer is deemed to have market power in such control area.

KU conducts certain of its wholesale power sales activities in accordance with existing market-based rate authority principles and interpretations. Future FERC proceedings relating to Orders 697 or market-based rate authority could alter the amount of sales made at market-based versus cost-based rates. The Company's sales under market-based rate authority totaled less than $1 million for the year ended December 31, 2009.

Name of Respondent Kentucky Utilities Company	This Report is: (1) _ An Original (2) X A Resubmission	Date of Report (Mo, Da, Yr) 12/31/2009	Year/Period of Report 2009/Q4
NOTES TO FINANCIAL STATEMENTS (Continued)			

Mandatory Reliability Standards. As a result of the EPAct 2005, certain formerly voluntary reliability standards became mandatory in June 2007, and authority was delegated to various Regional Reliability Organizations ("RROs") by the NERC, which was authorized by the FERC to enforce compliance with such standards, including promulgating new standards. Failure to comply with mandatory reliability standards can subject a registered entity to sanctions, including potential fines of up to $1 million per day, as well as non-monetary penalties, depending upon the circumstances of the violation. KU is a member of the SERC Reliability Corporation ("SERC"), which acts as KU's RRO. During May 2008, the SERC and KU agreed to a settlement involving penalties totaling less than $1 million related to KU's February 2008 self-report concerning possible violations of certain existing mitigation plans relating to reliability standards. During December 2009, the SERC and KU agreed to a settlement involving penalties totaling less than $1 million concerning a June 2008 self-report by KU relating to three other standards and an October 2008 self-report relating to an additional standard. During December 2009, KU submitted a self-report relating to an additional standard. SERC proceedings for the December 2009 self-report are in the early stages and therefore the outcome is unable to be determined. Mandatory reliability standard settlements commonly include other non-penalty elements, including compliance steps and mitigation plans. Settlements with the SERC proceed to NERC and FERC review before becoming final. While KU believes itself to be in compliance with the mandatory reliability standards, the Company cannot predict the outcome of other analyses, including on-going SERC or other reviews described above.

Integrated Resource Planning. Integrated resource planning ("IRP") regulations in Kentucky require major utilities to make triennial IRP filings with the Kentucky Commission. In April 2008, KU and LG&E filed their 2008 joint IRP with the Kentucky Commission. The IRP provides historical and projected demand, resource and financial data, and other operating performance and system information. The Kentucky Commission issued a staff report and Order closing this proceeding in December 2009. Pursuant to the Virginia Commission's December 2008 Order, KU filed its IRP in July 2009. The filing consisted of the 2008 Joint IRP filed by KU and LG&E with the Kentucky Commission along with additional data. The Virginia Commission has not established a procedural schedule for this proceeding.

PUHCA 2005. E.ON, KU's ultimate parent, is a registered holding company under PUHCA 2005. E.ON, its utility subsidiaries, including KU, and certain of its non-utility subsidiaries, are subject to extensive regulation by the FERC with respect to numerous matters, including: electric utility facilities and operations, wholesale sales of power and related transactions, accounting practices, issuances and sales of securities, acquisitions and sales of utility properties, payments of dividends out of capital and surplus, financial matters and inter-system sales of non-power goods and services. KU believes that it has adequate authority, including financing authority, under existing FERC orders and regulations to conduct its business and will seek additional authorization when necessary.

EPAct 2005. The EPAct 2005 was enacted in August 2005. Among other matters, this comprehensive legislation contains provisions mandating improved electric reliability standards and performance; granting enhanced civil penalty authority to the FERC; providing economic and other incentives relating to transmission, pollution control and renewable generation assets; increasing funding for clean coal generation incentives; repealing the Public Utility Holding Company Act of 1935; enacting PUHCA 2005 and expanding FERC jurisdiction over public utility holding companies and related matters via the Federal Power Act and PUHCA