

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

**In the Matter of:**

<b>JOINT APPLICATION OF LOUISVILLE GAS</b>	)	
<b>AND ELECTRIC COMPANY AND KENTUCKY</b>	)	
<b>UTILITIES COMPANY FOR A CERTIFICATE</b>	)	
<b>OF PUBLIC CONVENIENCE AND NECESSITY</b>	)	<b>CASE NO. 2014-00002</b>
<b>FOR THE CONSTRUCTION OF A COMBINED</b>	)	
<b>CYCLE COMBUSTION TURBINE AT THE</b>	)	
<b>GREEN RIVER GENERATING STATION AND A</b>	)	
<b>SOLAR PHOTOVOLTAIC FACILITY AT THE</b>	)	
<b>E.W. BROWN GENERATING STATION</b>	)	

**PETITION OF**  
**LOUISVILLE GAS AND ELECTRIC COMPANY**  
**AND KENTUCKY UTILITIES COMPANY**  
**FOR CONFIDENTIAL PROTECTION**

Joint Applicants, Louisville Gas and Electric Company (“LG&E”) and Kentucky Utilities Company (“KU”) (collectively, the “Companies”) petition the Kentucky Public Service Commission (“Commission”) pursuant to 807 KAR 5:001 § 13 and KRS 61.878(1)(c) to grant confidential protection for the items described herein, which the Companies seek to provide as Direct Testimony of David S. Sinclair and exhibits thereto. In support of this Petition, the Companies state as follows:

1. The Kentucky Open Records Act exempts from disclosure certain commercial information. KRS 61.878(1)(c). To qualify for the exemption and, therefore, maintain the confidentiality of the information, a party must establish that the material is of a kind generally recognized to be confidential or proprietary, and the disclosure of which would permit an unfair commercial advantage to competitors of the party seeking confidentiality.

2. In support of their Joint Application in this matter, the Companies have submitted the Direct Testimony of David S. Sinclair. The Companies’ Resource Assessment is attached as

an exhibit to Mr. Sinclair's testimony. The Resource Assessment is a comprehensive document that describes the process by which the Companies determined the least reasonable cost solution for meeting their electric generation needs. That process included a September 2012 Request for Proposals ("RFP") by which the Companies sought and received numerous proposals to meet their generation needs. The Resource Assessment and Direct Testimony of Mr. Sinclair contain information received in the various responses to the RFP. The Resource Assessment also provides, as an appendix, a detailed summary of the RFP responses. The information from the RFP responses is commercially sensitive and confidential information, the disclosure of which would work to the competitive disadvantage of the Companies. The information includes the projected fuel costs and variable costs, and other highly commercial sensitive information. The projected costs are highly commercially sensitive because, if publicly disclosed, fuel suppliers could manipulate fuel prices. This would result in a detrimental and undue erosion of the Companies' ability to obtain fuel at competitive prices.

3. The Resource Assessment and Direct Testimony of Mr. Sinclair also contain information about the identity of bidders, process used to evaluate the bids, and the amount and relative rank of bids submitted in the RFP process. This information is also commercially sensitive and, if publicly disclosed, would place the Companies at a competitive disadvantage because it would reveal their thought processes and evaluation techniques. In addition, the public release of the information could cause competitive harm to the bidders themselves for the same reasons it would cause harm to the Companies.

4. If the Commission disagrees with any of these requests for confidential protection, however, it must hold an evidentiary hearing (a) to protect KU's due process rights and (b) to supply with the Commission with a complete record to enable it to reach a decision

with regard to this matter. Utility Regulatory Commission v. Kentucky Water Service Company, Inc., 642 S.W.2d 591, 592-94 (Ky. App. 1982).

5. The information for which the Companies are seeking confidential treatment is not known outside of the Companies, is not disseminated within the Companies except to those employees with a legitimate business need to know and act upon the information, and is generally recognized as confidential and proprietary information in the energy industry.

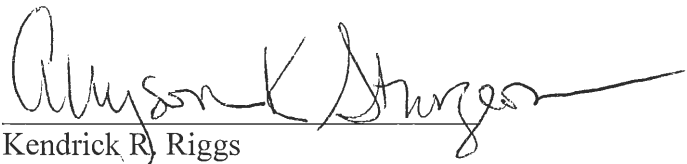
6. The Companies will disclose the confidential information pursuant to a confidentiality agreement, to intervenors and others with a legitimate interest in this information and as required by the Commission.

7. In compliance with 807 KAR 5:001 § 13(2)(e) and 8(3), the Companies are filing with the Commission one paper copy of both the Direct Testimony of Mr. Sinclair and Resource Assessment that identify by highlighting the information for which confidential protection is sought and one paper copy of both the Direct Testimony of Mr. Sinclair and Resource Assessment with the confidential information obscured as an attachment to the Joint Application filed herewith.

**WHEREFORE**, Louisville Gas and Electric Company and Kentucky Utilities Company respectfully request that the Commission grant confidential protection for the information described herein.

Dated: January 17, 2014

Respectfully submitted,



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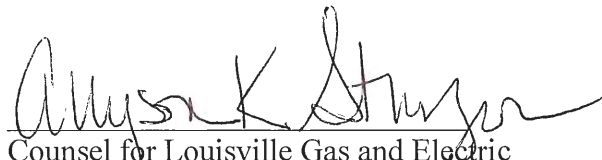
*Counsel for Louisville Gas and Electric Company  
and Kentucky Utilities Company*

**CERTIFICATE OF SERVICE**

This is to certify that Louisville Gas and Electric Company and Kentucky Utilities Company's January 17, 2014 electronic copy of this Petition for Confidential Protection and related documents is a true and accurate copy of the documents being filed in paper medium, with the exception of the unobscured versions of the Direct Testimony of David S. Sinclair and Resource Assessment, which the Companies are not filing in electronic format under 807 KAR 5:001 § 13(2)(e); that the electronic filing was transmitted to the Commission on January 17, 2014; that there are currently no parties that the Commission has excused from participation by electronic means in this proceeding; that a copy of the filing in paper medium is being hand-delivered to the Commission on January 17, 2014; and that on January 17, 2014, electronic mail notification of the electronic filing will be provided to the following:

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