

**KENTUCKY POWER COMPANY
KAMMER PLANT**

OFFER

**TO LOCAL 468
UTILITY WORKERS UNION OF AMERICA**

February 25, 2015

The Company offers the following to Local Union 468, Utility Workers Union of America, A.F.L.-C.I.O.:

1. The parties recognize that the current Collective Bargaining Agreement between Kammer and Mitchell Plants and UWUA Locals 468 and 492 will expire at Midnight on May 31, 2015. The projected plant closing date for the Kammer Plant is May 31, 2015. As a result of the simultaneous expiration of the Collective Bargaining Agreement and the Kammer Plant shut down, there will be no renewal of the Collective Bargaining Agreement for Kammer Plant and UWUA Local 468. Mitchell Plant and UWUA Local 492 will continue to negotiate a successor Agreement that does not include Kammer Plant or UWUA Local 468.
2. The employees represented by UWUA Local 468 will be released on or before May 31, 2015.
3. The Company will offer Local 468 represented employees the opportunity to be permitted to participate in the American Electric Power Dispositioned Plant Severance.

Acceptance of this Offer shall consist of delivery to the Company of a signed copy of this Offer prior March 13, 2015. If this Offer is not signed and delivered prior to the March 13, 2015 deadline noted immediately above, this Offer for a Severance Plan for UWUA Local 468 represented employees will be withdrawn.

