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March 30, 2018

VIA REGULAR MAIL AND ELECTRONIC MAIL

Michael L. Kurtz
Kurt Boehm
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Boehm, Kurtz & Lowry
36 East Seventh Street, Suite 1510
Cincinnati, OH 45202

Rebecca W. Goodman
Kent A. Chandler
Justin M. McNeil
Lawrence W. Cook
Office of the Kentucky Attorney General
1024 Capital Center, Suite 200
Frankfort, KY 4601

RE: Reinstatement and Re-Execution of Offer and Acceptance of Satisfaction

Dear Counsel:

On March 20, 2018, the Public Service Commission (“Commission”) approved with a material modification the *Offer and Acceptance of Satisfaction* entered into by Kentucky Utilities Company (“KU”), Louisville Gas and Electric Company (“LG&E”) (collectively, “Companies”), the Attorney General for the Commonwealth of Kentucky (“AG”), and Kentucky Industrial Utility Customers, Inc. (“KIUC”).

On March 26, 2018, KU and LG&E exercised their right to withdraw from the Offer and Acceptance of Satisfaction and gave notice of their withdrawal to the other parties by a letter of the same date and filed a petition requesting reconsideration and a hearing of the Commission’s modification of the *Offer and Acceptance of Satisfaction*.

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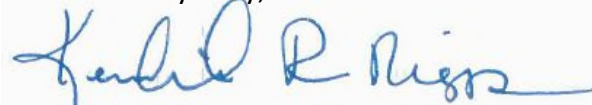
On March 28, 2018, the Commission issued an order granting rehearing on the limited issues of capitalization and cost of capital. The AG exercised his right to withdraw from the *Offer and Acceptance of Settlement* and gave notice of his withdrawal to the other parties by a letter of the same date.

In light of the Commission's decision to grant the Companies' Petition for Reconsideration and Request for Hearing, the Companies by this letter reinstate their offer set forth in the *Offer and Acceptance of Satisfaction* and further offer to be bound by that document. The executed signature page is enclosed with this letter.

If KIUC accepts the Companies' offer to reinstate the terms of the *Offer and Acceptance of Satisfaction* and to re-execute the *Offer and Acceptance of Satisfaction*, I respectfully request KIUC's counsel confirm its acceptance by countersigning the enclosed signature page and filing it with the Commission.

If the AG subsequently determines to consent to the Companies' offer and rejoin in the re-executed *Offer and Acceptance of Satisfaction*, please countersign the enclosed signature page and file it with the Commission.

Yours very truly,



Kendrick R. Riggs

KRR:ec

Enclosure: (1)

cc: Gwen Pinson, Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40602

WITNESS WHEREOF, the Parties have hereunto affixed their signatures this 30th day
of March, 2018.

Kentucky Utilities Company and
Louisville Gas and Electric Company

HAVE SEEN AND AGREED:

By: 
Kendrick R. Riggs

Kentucky Industrial Utility Customers, Inc.

HAVE SEEN AND AGREED:

By: _____
Michael L. Kurtz
Kurt J. Boehm
Jody Kyler Cohn

Attorney General for the Commonwealth of
Kentucky, by and through the Office of Rate
Intervention

HAVE SEEN AND AGREED:

By: _____

Kent A. Chandler
Rebecca W. Goodman
Assistant Attorneys General