

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

In the Matter of:

ELECTRONIC APPLICATION OF)	
KENTUCKY UTILITIES COMPANY FOR AN)	Case No.
ADJUSTMENT OF ITS RATES)	2018-00294

ELECTRONIC APPLICATION OF LOUISVILLE)	
GAS AND ELECTRIC COMPANY FOR AN)	Case No.
ADJUSTMENT OF ITS ELECTRIC AND GAS)	2018-00295
RATES)	

AFFIDAVIT OF PAUL WERNER

I, Paul Werner, under oath do hereby depose and state as follows:

1. I am submitting this affidavit in support of the stipulation filed February 27, 2019 (“February 27 Stipulation”), in the above-captioned matters between Charter Communications Operating, LLC, Kentucky Utilities Company, and Louisville Gas and Electric Company.
2. I am a partner with the law firm of Sheppard Mullin Richter & Hampton LLP, 2099 Pennsylvania Avenue, NW, Suite 100, Washington, D.C. 20006. I am lead counsel for Charter Communications Operating, LLC, in the above-captioned proceedings.
3. I was aware of, had an opportunity to participate in, and indeed participated extensively, in all of the negotiations that resulted in the settlement agreement.
4. I voluntarily signed the February 27 Stipulation and fully support each and every provision contained therein.
5. There are no provisions in the February 27 Stipulation that I do not understand or to which I object or take issue.

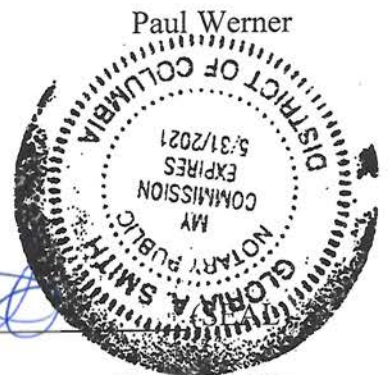
6. No consideration of any kind was offered, and there were no promises made, other than what is expressly set forth in the February 27 Stipulation, to induce me to negotiate and sign the February 27 Stipulation.

7. I am aware of no reason why the Commission should not adopt and approve the February 27 Stipulation in its entirety.

8. Under penalty of perjury, the answers contained herein are true and correct to the best of my information, knowledge, and belief.



Subscribed and sworn to before me this 5th day of March, 2019.



Notary Public

My Commission Expires:

GLORIA A. SMITH
Notary Public, District of Columbia
My Commission Expires May 31, 2021