

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

Electronic Investigation Of The Service, Rates And)
Facilities Of Kentucky Power Company) Case No. 2021-00370

Notice of Filing Unredacted Portions of Seller Disclosure Letter

Pursuant to the Public Service Commission of Kentucky’s August 5, 2022 Order denying confidential protection for Section 2.13(f) and the title of Section 4.20(e) of the Seller Disclosure Letter filed as part of Kentucky Power Company’s response to Commission Staff’s post hearing data request Item 1, Kentucky Power files as Exhibits 1 and 2 the designated material for which confidential treatment was denied.

Respectfully submitted,



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COUNSEL FOR AMERICAN ELECTRIC
POWER COMPANY, INC. AND KENTUCKY
POWER COMPANY

EXHIBIT 1

Section 2.13(f)
Sellers Benefit Plans – Triggering Events Caused by the Agreement

- (i) Certain senior management members of Kentucky Power or Kentucky TransCo, a complete list of which has been provided to Purchaser prior to the Effective Date¹, are parties to retention agreements that may trigger a payment if they remain employed by such companies through the Closing Date.
- (ii) None
- (iii) The consummation of the transaction would be considered a Triggering Event under the Performance Share Award Agreements that have been effective for at least 6 months and issued to certain Acquired Employees who remain employed by an Acquired Company after the Closing Date. Upon a Triggering Event, a prorated portion of the performance shares remain outstanding (number of whole months from the Effective Date through the Closing Date divided by 36). The prorated portion that remains outstanding will vest as of the Vesting Date and will be subjected to the applicable Overall Performance Score for that award. The value of such performance shares will become payable after the conclusion of the three-year performance and vesting period.

An annex to this Section (file named “Annex 2.13(f) Long Term Incentive Awards”) containing the names and grants of the outstanding performance awards was shared on a confidential basis in email from John Melly (Sellers’ counsel) to Jun Won Kim (Purchaser’s counsel) on October 26, 2021 at 12:46 AM ET.

- (iv) None

¹ A file named “Confidential Schedule 2.13(f)(2369135.1)” containing the names of those members of senior management was shared on a confidential basis in email from Michael Espinoza (Sellers’ counsel) to Jun Won Kim (Purchaser’s counsel) on October 23, 2021 at 2:19 PM ET

EXHIBIT 2

Section 4.20(e)
Conner Run Indemnity

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]