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Linda C. Bridwell, PE
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40601-8294

December 15, 2022

**RE: Electronic Joint Application of Kentucky Utilities Company and Louisville Gas and Electric Company for Certificates of Public Convenience and Necessity and Site Compatibility Certificates and Approval of a Demand Side Management Plan
Case No. 2022-00402**

Dear Ms. Bridwell:

Please find enclosed and accept for filing pursuant to KRS Chapter 278, including KRS 278.020(1), and applicable sections of 807 KAR Chapter 5, Kentucky Utilities Company ("KU") and Louisville Gas and Electric Company's ("LG&E") (collectively "the Companies") Joint Application seeking approval for Certificates of Public Convenience and Necessity ("CPCN") for the construction of two 621 MW net summer rating natural gas combined cycle combustion turbine ("NGCC") facilities, one at LG&E's Mill Creek Generating Station in Jefferson County, Kentucky ("Mill Creek NGCC") and the other at KU's E.W. Brown Generating Station in Mercer County, Kentucky ("Brown NGCC"), including on-site natural gas and electric transmission construction associated with those facilities and Site Compatibility Certificates pursuant to KRS 278.216 for the Mill Creek NGCC and the Brown NGCC.

The Companies further apply to the Commission pursuant to KRS Chapter 278 and applicable sections of 807 KAR Chapter 5 for a CPCN to construct a 120 MWac solar photovoltaic ("PV") electric generating facility in Mercer County, Kentucky, ("Mercer County Solar Facility").

The Companies also apply under KRS Chapter 278 and applicable sections of 807 KAR Chapter 5 for a CPCN to acquire a 120 MWac solar facility to be built by a third-party solar developer in Marion County, Kentucky ("Marion County Solar Facility").

The Companies further apply to the Commission pursuant to KRS Chapter 278 and applicable sections of 807 KAR Chapter 5 for a CPCN to construct a 125 MW, 4-hour (500 MWh) battery energy storage system ("BESS") facility at KU's E.W. Brown Generating Station ("Brown BESS").

Pursuant to KRS 278.285, the Companies apply to the Commission for approval of their proposed 2024-2030 Demand-Side Management and Energy Efficiency Program Plan and related changes to

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December 15, 2022

the Companies' Demand-Side Management Cost Recovery Mechanism tariff sheets to be effective January 1, 2024.

Finally, the Companies request a declaratory order that their entry into non-firm energy-only power-purchase agreements ("PPAs") for the output of four solar PV facilities with a combined capacity of 637 MW does not require Commission approval, but rather will be treated in the same manner, including Fuel Adjustment Clause ("FAC") cost recovery, as the 25 MW portion of the non-firm energy-only PPA the Companies entered into with Rhudes Creek Solar, LLC that will serve native load customers, which the Commission addressed in Case No. 2020-00016 and determined did not require Commission approval and provided for FAC cost recovery.

Included in this electronic filing is a Joint Petition for Confidential Protection regarding certain information submitted with this filing. Pursuant to 807 KAR5:001, Section 13(2)(e), the confidential material that is the subject of this Petition is not included in the electronic submission of this filing.

Also included in this electronic filing is a Joint Motion for Approval to Deviate from Rule for files that are not PDF documents or Excel spreadsheets and are too voluminous to upload to the Commission's E-Filing System.

In accordance with 807 KAR 5:001, Section 8 and the Commission's Order of July 22, 2021 in Case No. 2020-00085, I certify that the electronic filing has been transmitted to the Commission on December 15, 2022 and that there are currently no parties in this proceeding that the Commission has excused from participation by electronic means.

Should you have any questions regarding the enclosed, please contact me at your convenience.

Sincerely,



Robert M. Conroy