



Mr. Jeff DeRouen
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40601

E.ON U.S. LLC
State Regulation and Rates
220 West Main Street
PO Box 32010
Louisville, Kentucky 40232
www.eon-us.com

July 26, 2010

Lonnie E. Bellar
Vice President
T 502-627-4830
F 502-217-2109
lonnie.bellar@eon-us.com

RE: *Joint Application of PPL Corporation, E.ON AG, E.ON US Investments Corp., E.ON U.S. LLC, Louisville Gas and Electric Company and Kentucky Utilities Company For Approval of An Acquisition of Ownership and Control of Utilities – Case No. 2010-00204*

Dear Mr. DeRouen:

Please find enclosed and accept for filing the original and twelve (12) copies of the Joint Responses of PPL Corporation, E.ON AG, E.ON US Investments Corp., E.ON U.S. LLC, Louisville Gas and Electric Company and Kentucky Utilities Company to the Tendered Second Request for Information of Association of Community Ministries (“ACM”) dated July 16, 2010, in the above-reference matter.

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

Sincerely,

A handwritten signature in black ink that reads "Lonnie E. Bellar". The signature is written in a cursive, flowing style.

Lonnie E. Bellar

cc: Parties of Record

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

JOINT APPLICATION OF PPL CORPORATION,)	
E.ON AG, E.ON US INVESTMENTS CORP.,)	
E.ON U.S. LLC, LOUISVILLE GAS AND ELECTRIC)	CASE NO.
COMPANY AND KENTUCKY UTILITIES)	2010-00204
COMPANY FOR APPROVAL OF AN ACQUISITION)	
OF OWNERSHIP AND CONTROL OF UTILITIES)	

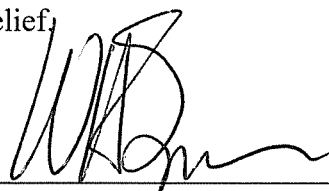
JOINT RESPONSE OF
PPL CORPORATION, E.ON AG, E.ON US INVESTMENTS CORP.,
E.ON U.S. LLC, LOUISVILLE GAS AND ELECTRIC COMPANY AND
KENTUCKY UTILITIES COMPANY
TO THE
TENDERED SECOND REQUEST FOR INFORMATION OF
ASSOCIATION OF COMMUNITY MINISTRIES
DATED JULY 16, 2010

FILED: July 26, 2010

VERIFICATION

COMMONWEALTH OF PENNSYLVANIA)
) SS:
 COUNTY OF LEHIGH)

WILLIAM H. SPENCE, being duly sworn, deposes and says that he has read the foregoing responses and exhibits and knows the matters contained therein; that said matters are true and correct to the best of his knowledge and belief.



WILLIAM H. SPENCE

Subscribed and sworn to before me, a Notary Public in and for the above County and State, on this 22nd day of July, 2010.

Deborah A. Muhr
 Notary Public

COMMONWEALTH OF PENNSYLVANIA
 Notarial Seal
 Deborah A. Muhr, Notary Public
 City of Allentown, Lehigh County
 My Commission Expires July 16, 2012

My Commission Expires:

July 16, 2012

VERIFICATION

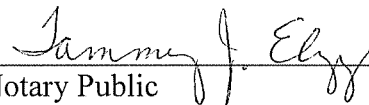
COMMONWEALTH OF KENTUCKY)
) SS:
COUNTY OF JEFFERSON)

The undersigned, **Lonnie E. Bellar**, being duly sworn, deposes and says he is Vice President of State Regulation and Rates of Louisville Gas and Electric Company and Kentucky Utilities Company, and an employee of E.ON U.S. Services Inc., that he has personal knowledge of the matters set forth in the responses for which he is identified as the witness, and answers contained therein are true and correct to the best of his information, knowledge and belief.



LONNIE E. BELLAR

Subscribed and sworn to before me, a Notary Public in and before said County and State,
this 23rd day of July, 2010.

 (SEAL)

Notary Public

My Commission Expires:
November 9, 2010

**PPL CORPORATION, E.ON AG, E.ON US INVESTMENTS CORP.,
E.ON U.S. LLC, LOUISVILLE GAS AND ELECTRIC COMPANY AND
KENTUCKY UTILITIES COMPANY**

CASE NO. 2010-00204

**Joint Response to Tendered Second Request for Information of
Association of Community Ministries
Dated July 16, 2010**

Question No. 1

Responding Witness: William H. Spence

- Q-1. Please refer to the Joint Response of PPL Corporation, E.ON AG, E.ON US Investments Corp., E.ON U.S. LLC, Louisville Gas and Electric Company and Kentucky Utilities Company to the Tendered First Request for Information of Association of Community Ministries ("ACM"), hereafter referred to as "Response to ACM," A - 2(b). As part of Regulatory Commitment No. 36, does PPL Corporation intend to contribute any of its own funds to assist LG&E and KU in maintaining a substantial level of involvement in community activities through annual charitable and other contributions?
- A-1. In Regulatory Commitment No. 36, PPL commits to maintaining and supporting the relationship between LG&E and KU with the communities that each serves for a period of 10 years. PPL and its subsidiaries have a long track record of significant positive involvement with the communities in which they operate, and it is PPL's intention that the same will be true in LG&E's and KU's communities if the proposed acquisition is approved. At this early stage in the process of planning for the post-closing operations of LG&E and KU, PPL has not decided how community activities in Kentucky, including charitable and other contributions, will be funded. See also the response to CAC 1-5 and attachments thereto.

**PPL CORPORATION, E.ON AG, E.ON US INVESTMENTS CORP.,
E.ON U.S. LLC, LOUISVILLE GAS AND ELECTRIC COMPANY AND
KENTUCKY UTILITIES COMPANY**

CASE NO. 2010-00204

**Joint Response to Tendered Second Request for Information of
Association of Community Ministries
Dated July 16, 2010**

Question No. 2

Responding Witness: Lonnie E. Bellar

- Q-2. Please refer to Response to ACM A-3(a).
- a) How did “partnering with the communities where their customers are located to attract new companies and further economic opportunities” and “providing leadership in regional and statewide business/economic development organizations” further the commitments referenced in the Final Orders of KPSC Case Nos. 2000-00095 and 2001-00104 to maintain a substantial level of involvement in community activities through annual charitable and other contributions?
 - b) Were amounts expended in the above described activities to attract new companies and engage in other economic efforts included in the amounts reported to the PSC on the Schedule of Charitable Contributions, December 31, 2009 Submitted pursuant to the Commission’s Order in Case No. 2000-0095 attached to Response to ACM A-5(e)?
 - c) If the response to 2(b) above is yes, please provide a breakdown of how much of the amounts listed in the Schedule of Charitable Contributions are attributable to the above described activities to attract new companies and engage in other economic efforts.
 - d) Did LG&E Energy, E.ON U.S., LG&E and KU count the contributions of the E.ON U.S. LLC Foundation (formerly LG&E Energy Foundation) towards meeting the commitments to maintain a substantial level of involvement in community activities through annual charitable and other contributions, on a level comparable to or greater than the participation levels experienced prior to the date of the merger as expressed in the Final Orders of KPSC Case Nos. 2000-00095 and 2001-00104?
- A-2. a) In this regard, our “other contributions,” while not direct monetary contributions, focus on our specific economic development initiatives rather than on

community contributions that are either charitable or civic. LG&E and KU have furthered the commitments referenced in the Final Orders of KPSC Case Nos. 2000-00095 and 2001-00104 through the following activities: providing resources to regional and statewide business/economic development organizations, assisting with community preparedness, affording strategic marketing/outreach opportunities, strategic planning guidance, offering project management assistance and supporting/developing educational opportunities.

- b) No.
- c) Not applicable.
- d) Yes. LG&E Energy, E.ON U.S., LG&E and KU counted contributions made by the E.ON U.S. LLC Foundation (formerly LG&E Energy Foundation) when assessing its commitment to maintain a substantial level of involvement in community activities through annual charitable and other contributions, on a level comparable to or greater than the participation levels experienced prior to the date of the merger as expressed in the Final Orders of KPSC Case Nos. 2000-00095 and 2001-00104.

PPL CORPORATION, E.ON AG, E.ON US INVESTMENTS CORP.,
E.ON U.S. LLC, LOUISVILLE GAS AND ELECTRIC COMPANY AND
KENTUCKY UTILITIES COMPANY

CASE NO. 2010-00204

Joint Response to Tendered Second Request for Information of
Association of Community Ministries
Dated July 16, 2010

Question No. 3

Responding Witness: Lonnie E. Bellar

- Q-3. Please refer to the Schedule of Charitable Contributions, December 31, 2009 Submitted pursuant to the Commission's Order in Case No. 2000-0095 attached to Response to ACM A - 5(e).
- a) Please describe how each entity listed decides on the recipients of its contributions, the amounts contributed and the total amount contributed.
 - b) Please provide copies of any written guidelines that each entity utilizes in making decisions on contributions and copies of any applications utilized.
 - c) Please explain why each entity's level of giving dropped below pre-merger levels at various times including:

LG&E in 2002;
KU in 2000, 2001 and 2003;
Foundation in 2006 – 2009.
 - d) Please explain why collectively, the level of giving for all three entities combined dropped below pre-merger levels in 2003.
 - e) For each amount listed, please provide a breakdown of the name of the recipient and amount of the contribution.
- A-3. a) E.ON U.S. has a Community Investment and Sponsorship Policy which governs how LG&E and KU make donations to nonprofit organizations located within the communities served by its subsidiaries. The policy provides, in part, that organizations receiving support must focus on education, the environment, diversity initiatives, safety, and programs benefiting low income customers. In addition, per the Community Investment and Sponsorship Policy, such organizations must also enhance the Company's image as a concerned, reasonable, and compassionate member of the community; benefit a

substantial segment of customers and/or employees; or contribute to the service area's ability to attract new or retain existing employment opportunities or other economic development activities.

E.ON U.S.'s community investment process is managed by the Corporate Responsibility and Community Affairs Department.

Organizations seeking community investment funding must complete an application form available on line. Final awards are based upon the amount requested, the compatibility of the request with the targeted funding categories, the anticipated community impact, and the total amount of funds budgeted for awards. Community investments and sponsorship funds are not given to any activity intended to further a particular religion, political organization, or candidate for public office.

The Community Investment and Sponsorship Policy requires quarterly meetings of The Community Investment Team, the body responsible for making funding decisions. The team is composed of representatives from each line of business. It is chaired by the Vice President, Corporate Responsibility and Community Affairs. A copy of the Community Investment and Sponsorship Policy is attached. A copy of the Community Investment and Sponsorship funding application is attached.

Since its inception in 1994, the E.ON U.S. Foundation ("Foundation") has been a philanthropic organization focused on charitable giving in the areas served by E.ON U.S. LLC and its subsidiaries — Louisville Gas and Electric Company (LG&E), Kentucky Utilities Company (KU) and Old Dominion Power Company (ODP). The Foundation supports nonprofit organizations in the communities where E.ON U.S.'s subsidiaries operate with the intention of improving the quality of life. The Foundation's funding focus is education, the environment, and health and human services – through grants to the United Way organizations within the LG&E, KU and ODP service territories and locals where the company's employees reside. An application is available on line for organizations seeking E.ON U.S. Foundation support. Typically, applications are due in November of each year, the Foundation's Board makes funding decisions each December, and applicants are notified in January. Funding decisions are based upon the amount requested by each applicant, Foundation funds earned through investment, and the anticipated community impact of the requested gift.

The Foundation maintains a separate competitive scholarship award process for graduating seniors who are children of E.ON U.S. employees and its subsidiary companies. The application and award process is managed by an independent third party vendor. In addition, the Foundation also operates a

matching gift program which provides matching gifts, up to \$2,000 per gift annually, for individual employee gifts given to educational institutions.

- b) E.ON U.S.'s Community Investment and Sponsorship Policy describes the guidelines and process for awarding community investment and sponsorship funds. A copy of the guidelines describing the process for requesting funds from the E.ON U.S. Foundation is available via E.ON U.S.'s internet webpage, <http://www.eon-us.com/foundation/default.asp>. A copy of those guidelines has been attached. A copy of the E.ON U.S. Foundation's funding application is attached.

- c) Since its inception, the Foundation has made grants to nonprofit organizations based upon the amount of money earned from investments, existing multi-year award obligations, and the level of funding requests received from the community which are responsive to the Foundation's stated funding focus. There have been years during which the amount of funds available for grants has been significantly impacted by investment performance. Thus, grants made during such years may not have equaled the level of grants made during years when investment performance was more robust.

All budgets are subject to a drafting, review and adoption process which takes the company's overall financial and operating exigencies into account. Thus, the amount available each year for community investment grants is a function of overall business necessities and community requests.

- d) Please see the response to Question No. 3(c) above.

- e) The information requested is not readily available in the form requested.

E.ON U.S. LLC Policy

Revision Dates 05/16/01, 05/14/08

Community Investments (Non-Foundation) and Sponsorships (formerly Contributions/Charitable Contributions)

Policy

The purpose of the Community Investment and Sponsorship Policy is to define the process by which all contributions and sponsorships will be processed and approved throughout all E.ON US LLC (E.ON U.S.) business units. Contributions and sponsorships under the scope of this policy may include but are not limited to: contributions to non-profit organizations, table purchases or participation in celebrations, levels of named sponsorships, and volunteer labor.

E.ON U.S. (Company) will make reasonable community investments and sponsorships in the communities in which it does business in support of, education, the environment, diversity initiatives, safety, and programs benefiting our low income customers.

Community investments and sponsorships will not be made to further any particular religion, political organization, or candidate for public office. In general, community investments and sponsorships will be limited to organizations which achieve one or more of the following objectives:

- a) enhance the Company's image as a concerned, reasonable, and compassionate member of the community;
- b) benefit a substantial segment of customers and/or employees; or
- c) contribute to the service area's ability to attract new or retain existing employment opportunities or other economic activities.

A community investment request seeks operating funds, table purchases, or other discreet financial support for a specific program. A sponsorship seeks use of the Company's name for fund raising or advertising purposes, employee volunteer involvement, or other joint partnership.

Scope

This policy applies to all E.ON U.S. and subsidiary (Company) employees at all business locations. This policy does not apply to the activities of the E.ON US Foundation.

General Requirements

1. This policy establishes the guidelines under which a Company community investment and/or sponsorship will be received, processed and approved.
2. Each Line of Business will assign a representative to the E.ON U.S. Community Investment Team. This Team will operate under the purview of Corporate Responsibility and

E.ON U.S. LLC Policy

Community Investments (Non Foundation) and Sponsorships (formerly Contributions/Charitable Contributions)

Community Affairs and will meet at least quarterly to review community investment requests and the guidelines under which such requests are approved.

3. The Corporate Contribution Payment Request Form will be used to document ALL contribution requests.
4. The Corporate Contribution Payment Request Form will be completed by any employee who receives a community investment request. The form will be sent electronically to the "Charitable Contributions" mailbox maintained by Corporate Responsibility and Community Affairs. See General Requirement 8 for additional details.
5. All community investment requests of any amount must first be forwarded to the Community Investment Team via the VP, Corporate Responsibility and Community Affairs for review and approval if payment through community investment funds is contemplated. In addition, contribution requests of any amount which will be paid from departmental funds must first be forwarded to Corporate Responsibility and Community Affairs for record keeping purposes prior to submittal to Accounts Payable for payment. See General requirement 8 for additional details.
6. All contributions and community investments must be processed using the Corporate Contribution Payment Request Form and must include the appropriate accounting information. (The respective area's Budget Coordinator should be consulted for the appropriate accounting information).
7. All contributions, community investments, and sponsorship expenditures must be approved consistent with the Corporate Authority Matrix.
8. The Corporate Contribution Payment Request Form must be forwarded to Accounts Payable for processing.
 - a. For Contributions approved by the Community Investment Team, an administrator within Corporate Responsibility and Community Affairs will authorize approval and forward it to the Manager - Accounts Payable for processing.
 - b. For Contributions not requiring approval by the Community Investment Team , (contributions paid from departmental funds) the local Business person receiving the contribution request will complete the Corporate Contribution Payment Request Form, send an electronic copy to the Charitable Contribution mailbox per step 4 above and forward original to the Manager-Accounts Payable for processing.
 - c. The administrator within Corporate Responsibility and Community Affairs will maintain all contribution documentation in a central location for audit purposes for 7 years
9. The Communications Department is responsible for all Company sponsorships. Decisions regarding the appropriateness or inappropriateness of a requested sponsorship will be made by the Communications Department.
10. The Business person who receives the initial contribution or sponsorship request is responsible for notifying all applicants of whether or not their request was approved or denied.

E.ON U.S. LLC Policy

Community Investments (Non Foundation) and Sponsorships (formerly Contributions/Charitable Contributions)

11. Annually, but no later than February 28th for the previous calendar year, the administrator in Corporate Responsibility and Community Affairs will prepare and submit a written report documenting all community investment and contribution expenditures. The report should be addressed to the E.ON U.S. Chief Executive Officer and a copy provided to the Director of Corporate Tax, Vice President of Corporate Responsibility and Community Affairs, and the Chief Financial Officer.

Guidelines to be used in approving (and reporting) a corporate contribution or sponsorship include the following:

- Type of activity (Does it fit with the Company image? Respectable, good corporate citizen.)
- Purpose (Does it fit the Company's goals of education, safety, environmental excellence, etc.?)
- Diversity opportunities
- Contribution/sponsorship amount
- Media coverage potential
- Exposure opportunities (advertising, signage, booth space, etc.)
- Budget impact (is the amount of the contribution covered in the current approved budget?)

The following activities will *not* be considered for any type of Company contribution:

- Direct support of raffles or prizes
- Sports events or advertising, unless they support broad socioeconomic, welfare or civic needs of the community. (Any sports sponsorship or advertising requests should be forwarded to Corporate Communications.)
- Religious organizations, unless the program benefits the overall community
- Any political, fraternal or labor organization
- Any medical sponsorships should be directed to Corporate Responsibility and Community Affairs and will be evaluated on a case by case basis
- Activities associated with Company campaigns or company sponsored campaigns, such as Power of One, etc (unless the prior written approval of the Business Unit's Senior Officer is obtained)

Penalties for Noncompliance

Failure to comply with this policy may result in disciplinary action, up to and including discharge.

Reference: E.ON U.S. Community Involvement Guidelines, Corporate Contribution Payment Request Form, Authority Limit Matrices.

E.ON U.S. LLC Policy

Community Investments (Non Foundation) and Sponsorships (formerly Contributions/Charitable Contributions)

Key Contacts: Corporate Tax Department; Division Contribution Administrator; Accounts Payable.

Administrative Responsibility: Chief Financial Officer, Vice President Corporate Responsibility and Community Affairs, Vice President Corporate Communications.

2010 Community Investment Funding Application



Applications will be accepted from December 1 to 23, 2009. Applicants receiving funding will be selected in the first quarter of 2010. E.ON U.S. supports non-profit activities which focus on education, the environment, diversity and activities benefiting our low-income customers. We invite you to submit an application if your project is consistent with this emphasis.

- Required information

Organization Name: Web address:

Street address:

City: State: ZIP:

President/executive director:

Application contact person: Telephone:

Contact e-mail:

Current total operating budget: Number of paid staff:

Brief statement describing organization's purpose/mission and goals:

Please provide the following additional information to describe your organization:

1. This organization is is not a membership organization.
2. This organization is is not a tax exempt organization.
3. This organization's tax exempt status derives from:
 - Section 501(c)(3) of the Internal Revenue Code
 - Section 501(c)(4) of the Internal Revenue Code
4. This organization is is not affiliated with a national organization.
If affiliated with a national organization, is paid annually to such organization.
5. This organization receives funding from the following sources:
 - a. Federal State and/or Local Government
 - b. Fund for the Arts
 - c. United Way

6. My organization has worked with the following E.ON U.S. employee(s) in the past:

7. This organization does does not have a newsletter.

The funding requested via this application will be dedicated to:

- General operating support
- Support of a special event
- Support of an Individual program

If requested funding will support a special event, please provide the following information:

Name of event: Location in which event will occur:

Date of event: Total cost of event:

Describe the event:

Continued from previous page

Describe how the community will benefit from this event:

If requested funding will support an individual program, please describe the program:

These companies have supported our organization in the past:

Amount requested from E.ON U.S.:

In order to complete this application and be considered for funding, the following documents must be mailed along with the Community Investment Funding Application Form to the address indicated below:

1. A copy of your organization's 501(c)(3) or 501 (c)(4) (whichever is applicable) IRS determination letter, and
2. A list showing your current board of directors.

The signature of your organization's authorized representative below obligates your organization to spend all funds awarded as a result of this application only for the purpose(s) described within this application. Funds spent for any other purpose will be forfeited, and your organization will be obligated to return any such funds immediately. E.ON U.S. reserves the right to revoke any award and demand the return of all funds spent for any purpose other than that described in this application or for any other material misrepresentation.

Verified and submitted by authorized representative:

Signature _____ Date: _____

Print/type name _____ Print/type title _____

Application will not be considered unless signed by an authorized representative.
(Electronic copies of this application and any supporting material will not be accepted.)

Print this form

Save form data

Clear form; start over

Mail completed application and all required information to:	For sponsorship requests, please contact:
E.ON U.S. Corporate Responsibility and Community Affairs 220 West Main Street, 11th Floor Louisville, Ky. 40202 For questions, call (502) 627-3225	E.ON U.S. Communications Department 220 West Main Street Louisville, Ky. 40202 Or, call (502) 627-2520.

This section for E.ON U.S. use only

Funding category:

- | | | |
|---------------------------|----------------------|---------------|
| Diversity Initiatives | Education | Environmental |
| Health and Human Services | Low Income Customers | Safety |
| Other | | |



E.ON U.S. Foundation

Since its inception in 1994, the E.ON U.S. Foundation has represented E.ON U.S. LLC and its subsidiaries — Louisville Gas & Electric (LG&E), Kentucky Utilities (KU) and Old Dominion Power (ODP) — as the philanthropic arm for charitable giving.

Committed to social responsibility, the E.ON U.S. Foundation proactively supports many philanthropic initiatives with the intent to improve the quality of life in communities where the Company provides service. Through Foundation giving, E.ON U.S. LLC and its subsidiaries are able to play a definitive role in strengthening the communities where they have a presence.

For over a decade of charitable giving, the E.ON U.S. Foundation is proud of its contributions to improve the quality of life for people who live in the communities served by the Company.

Our Mission

To contribute to the communities in which we do business by supporting Education, Diversity, Environmental, and Health and Human Services initiatives.

Our Focus Areas

- **Education** - Education is the Foundation's primary emphasis and includes innovative educational programs within public elementary, middle and secondary schools and public and private post-secondary schools. Programs involving math, science and technology are priority. This emphasis also includes educational programs that are conducted through other qualifying organizations (see grant information).

- **Diversity** - In order to strengthen our communities, we believe in a strong commitment to programs that support diversity and strive to embrace and encourage the inclusion of diverse backgrounds, experiences, and perspectives.
- **Environment** - Supporting environmental excellence is inherent and vital for the protection of our communities in which we live and play and helps promote economic growth.
- **Health and Human Services** - Health and Human Services are programs whose goals better the health and welfare of our society. Grantmaking in this area will be made only to United Way.

E.ON U.S. Foundation - Grant Information

Not sure if your organization meets the criteria? Take our [Eligibility Quiz](#).

Criteria for Application

- Organizations must be recognized as tax-exempt under section 501(c)(3) of the Internal Revenue Code.
- Organizations may submit a "Contribution Request Form" no more than once a calendar year.
- Requests should have a clear statement of purpose and have no avoidable duplication of services of other organizations in the same general area.
- Requests should fulfill specific needs within the four areas of focus and generally do not include capital campaigns.
- Grantmaking in the area of Health and Human Services will be made only to United Way.
- Requests may not involve direct support of raffles or prizes.
- The Foundation cannot receive any benefit from the donations it makes. Tables, honorary or celebratory programs/events, and other outings may be considered on a case-by-case basis from funds unrelated to the Foundation.
- Organizations should not be affiliated with religious organizations, unless the program benefits the overall community and does not solely support a specific religious doctrine.
- Organizations should not be affiliated with political, fraternal, or labor organizations.

Exclusions

- Individuals, pageants or travel expenses
- Organizations without an IRS 501(c)(3) designation
- United Way and Fund for the Arts agencies
- Political, fraternal, labor, or religious organizations/endeavors

- Capital campaigns
- Medical research or disease campaigns/walks
- Requests outside the Company's service territory
- Athletic sponsorships



Attachment 2 to Response to ACM Question No. 3(b)

Send application and required information to: **Page 1 of 2**
 E.ON U.S. Foundation, 220 West Main Street, Louisville KY 40202 **Bellar**
 502-627-3337

Please do not staple materials.

The application period for 2009 grants ended November 30, 2008. If you would like to seek funding for 2010, applications will be received only between November 1-20, 2009. Please ensure your mailing is postmarked no later than November 16, 2009.

Corporate Contributions Request Form

Organization Name:		Website:	
Street Address:	City:	State: Kentucky	Zip:
President or Executive Director:		Phone:	
Organization's Contact Person:		E-Mail Address:	
E.ON U.S. Employee Making Request (if applicable):			
Current Operating Budget:		Number of Paid Staff:	
Brief statement of purpose/mission and goals of your organization:			

IS YOUR ORGANIZATION ...

A membership organization? YES NO

If yes, how many members? _____

A tax-exempt organization? YES NO

If yes, under what section of the internal revenue code? _____

Affiliated with a national organization? YES NO

If yes, what organization? _____

Amount of dues or fee to organization? _____

A recipient of:

- Government funding Fund for the Arts Agency United Way Agency

PROJECT INFORMATION...

PLEASE MARK APPROPRIATE LOCALE OF PROJECT

- LG&E Service Area WKE Service Area KU Service Area Combined Service Area

Location in which project will occur:	
Project Name:	Project Date:
Total Cost of Project:	Amount requested from E.ON U.S. Foundation:

Category of funding:

- Operating Funds Special fundraising event or sponsorship Other

Category of Request:

- Education Diversity Health & Human Services Environment

Describe the project:

Describe how the community will benefit from your project and who will benefit:

List 5 companies/businesses contributing to this project & the amount contributed (if applicable):

Company Name	Contribution	Company Name	Contribution

In order to be considered for funding, you must send the foundation the following with this Contribution Request Form:

1. A copy of your organization's most recent 501(c)(3) tax-exempt IRS determination letter
2. A copy of your organization's current budget
3. A list of your Board of Directors
4. Any other information your organization believes to be pertinent to this request

☞ An organization may apply for an E.ON U.S. Foundation grant no more than once a year

Date your organization last applied: ____ / ____ / ____

Your signature below indicates your understanding that this grant is made on the condition that funds disbursed pursuant to a Foundation grant will be used only for the purpose(s) described in this request. If these grant funds are used for any purpose other than as described in this application, a like amount of funds shall be returned to the Foundation immediately. E.ON U.S. Foundation reserves the right to terminate, revoke and/or request the return of funds for the grounds referred to in this paragraph.

Verified and submitted by:

 Name Title Date

 Authorized signature Phone Number

FOR E.ON U.S. FOUNDATION USE ONLY

Category of funding:

- Education Diversity Health & Human Services Environment

Initial Review Date: ____ / ____ / ____

Amount Requested: _____ Amount Approved: _____

Contributions Committee Review Date: ____ / ____ / ____

Approved Denied Modified \$_____ for \$_____ Challenge Grant

Comments: _____

Signatures:

Proposal Reviewed by Corporate Contributions Committee:

 Grants Administrator Date

 Tax Department Date

FOR FOUNDATION OFFICER APPROVAL/SIGNATURES - SEE RESOLUTION

Previous Support by E.ON U.S. Foundation:

YEAR	PROGRAM	AMOUNT

Educational Matching Gifts Program

To support higher education, E.ON U.S. Foundation offers an educational matching gift program. Employees may contribute and have their gift matched by the Company.

Who can participate:

- Regular, full-time salaried employees of E.ON U.S. and its subsidiaries***
- Directors of E.ON U.S. who are not employees of the company***

The program

- E.ON U.S. Foundation will match personal contributions to a maximum of \$2,000 per individual, per calendar year. Each single gift to be matched must be at least \$25.

- Match is toward gifts to colleges and universities granting a two or four-year degree, undergraduate or graduate, private or tax-supported, located in the U.S. or its possessions, and are accredited by a national or professional accrediting association. Qualifying gifts may be through a foundation or other tax-exempt association for the sole benefits of the scholastic purposes of the institution.

For an Educational Matching Gift form, or for further information, contact the E.ON U.S. Foundation at (502) 627-3337 or check the guidelines.

E.ON U.S. Foundation Scholarship Program

Children of E.ON U.S. employees have a resource to assist with their college education. All dependent children of regular, full-time employees of E.ON U.S. LLC and its subsidiaries are eligible to apply for a scholarship, with the exception of children of employees who are classified as officers or senior managers of E.ON U.S. LLC and its subsidiaries.

In 2006, the Foundation plans to award up to 10 four-year scholarships worth \$1,200. In order to qualify, students must currently be enrolled or plan to enroll full-time in an undergraduate degree program at an accredited college or university. Students must have a cumulative GPA of 3.0 and must maintain a 3.0 GPA while attending a college or university. This program does not limit the type of courses that students can take.

Scholarship application and scholarship guidelines

ReScholarship Management Services (SMS) will continue to administer the scholarship program. If you have any questions about the program, call **Marlene Johnson** at **1-800-537-4180 ext. 453**.

**PPL CORPORATION, E.ON AG, E.ON US INVESTMENTS CORP.,
E.ON U.S. LLC, LOUISVILLE GAS AND ELECTRIC COMPANY AND
KENTUCKY UTILITIES COMPANY**

CASE NO. 2010-00204

**Joint Response to Tendered Second Request for Information of
Association of Community Ministries
Dated July 16, 2010**

Question No. 4

Responding Witness: Lonnie E. Bellar

Q-4. Please see the attached E.ON U.S. Foundation, Inc. Form 990-PFs, Part XV(a) and (b) Attachments for tax years 2006, 2007 and 2008 obtained from Guidestar.

- a) Please confirm that these attached Form 990 documents are correct copies of the actual documents filed by E.ON U.S. Foundation Inc. with the IRS for the years in question, and that such attachments have not been amended.
- b) Please confirm that the amounts listed on the attached Form 990 documents form the basis for the amounts listed on the Schedule of Charitable Contributions provided by the Joint Applicants in the attachment to Response to ACM A - 5(e) for years 2006 through 2008 under the "Foundation" column.
- c) The following contributions appear to have been made to organizations located outside of the LG&E/KU service territory:

2006: Roanoke Valley United Way Inc., Roanoke Rapid, NC

2007 and 2008:

Jefferson County United Fund Inc., Madison, IN

United Way of Perry County, Inc. Tell City, KY

United Way of Southwestern Indiana, Evansville, IN

Please confirm that the above organizations are located outside of the LG&E/KU service territory and identify any other contributions made to organizations located outside of the LG&E/KU service territory.

- d) Please describe whether, and if so how, the above contributions and any other contributions made to organizations located outside of the service territory

support the relationship between LG&E and KU and the communities they serve, as stated in the prior Regulatory Commitments as expressed in the Final Orders of KPSC Case Nos. 2000-00095 and 2001-00104.

- A-4.
- a) The attached Form 990 documents are correct copies of the actual documents filed by the E.ON U.S. Foundation Inc. with the IRS for the years in question, and such attachments have not been amended.
 - b) The amounts listed on the attached Form 990 documents form the basis for the amounts listed on the Schedule of Charitable Contributions provided by the Joint Applicants in the attachment to Response to ACM 1- 5(e) for years 2006 through 2008 under the "Foundation" column.
 - c) The contributions listed are associated with the "Power of One Campaign," a voluntary E.ON U.S. employee giving program. In 2006, E.ON U.S. owned a plant, ROVA, located in Roanoke Rapids, North Carolina. The other locations, Madison, Indiana, Evansville, Indiana, and Tell City, Indiana, are locations where several E.ON U.S. employees including those who worked for Western Kentucky Energy, which was a subsidiary of the company at that time, lived. Through the "Power of One" employee voluntary charitable giving campaign, employees are able to target their financial gift to a United Way organization in the area where they live. The E.ON U.S. Foundation then matched that employee gift. The contributions described in Question No. 4(c) represent matching funds paid by the Foundation to support employee contributions to Metro United Way organizations in the communities where they lived.
 - d) Please see the response Question No. 4(c) above.

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**Joint Response to Tendered Second Request for Information of
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Question No. 5

Responding Witness: Lonnie E. Bellar

- Q-5. Please see the attached E.ON U.S. Foundation, Inc. Form 990-PFs, Part XV(a) and (b) Attachments for tax years 2006, 2007 and 2008. Each of the attached Form 990 documents lists a contribution to the LG&E Energy or E.ON US Foundation Matching Gift Program.
- a) Please describe this program, including its purpose and eligibility criteria and attach any written guidelines, applications and reports.
 - b) Please confirm that all recipients are located in the LG&E/KU service territory and if not, describe how such contributions support the relationship between LG&E and KU and the communities they serve.
- A-5. a) The Matching Gift Program provides for a Foundation match of up to \$2,000 per year for any gift made by an employee to an educational institution. Many employees choose to request a Foundation match for a gift to their alma mater. This may result in a Foundation gift to an educational institution which is outside of LG&E and KU's service territory.

The attached further describes the Matching Gift Program.

- b) Please see the response to Question No. 5(a) above.

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**Joint Response to Tendered Second Request for Information of
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Question No. 6

Responding Witness: Lonnie E. Bellar

- Q-6. Please see the attached E.ON U.S. Foundation, Inc. Form 990-PFs, Part XV(a) and (b) Attachments for tax years 2006, 2007 and 2008. Each of the attached Form 990 documents lists a contribution to the LG&E Energy or E.ON US Foundation Scholarship Program.
- a) Please describe this program including its purpose and eligibility criteria and attach any written guidelines, applications and reports.
 - b) Please confirm that all recipients are located in the LG&E/KU service territory and if not, describe how such contributions support the relationship between LG&E and KU and the communities they serve.
- A-6. a) The E.ON U.S. Foundation Scholarship Program is a competitive scholarship program which provides up to \$1,200 per year in financial assistance to college going dependent children of E.ON U.S. full time employees – with the exception of employees who are ranked at the senior manager or above level. To be eligible for award, students must have a minimum high school GPA of 3.0 and must maintain a 3.0 post award. The scholarship application and award process is managed by an independent, third party vendor. Additional information regarding the scholarship program is attached.
- b) Eligibility for award is based upon the full time employment status of the applicant's parent not place of residence. It is possible that some awardees may reside outside the service territory.

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**Joint Response to Tendered Second Request for Information of
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Question No. 7

Responding Witness: Lonnie E. Bellar / William H. Spence

- Q-7. Please refer to Response to ACM A - 6.
- a) Is it the Joint Applicants' position that Regulatory Commitment 43 requires nothing more than the ordinary business practices currently carried out by the Customer Commitment division as described in this response?
 - b) In carrying out Regulatory Commitment 43 would the Joint Applicants commit to including one or more meetings in which ACM and other low-income advocates could participate in a review along with Purchaser, LG&E and KU of current policies and practices with respect to low-income customers to determine whether policies and practices more sympathetic to the needs of such customers would be appropriate?
 - c) Would Joint Applicants commit to reporting to the Commission on the results of its review pursuant to Regulatory Commitment 43?
- A-7.
- a) No. Following the purchase, PPL will review LG&E and KU's policies and practices with respect to low-income customers.
 - b) It is the Joint Applicants' view the current Customer Commitment Advisory Forum provides a meeting venue for ACM and other low-income advocates to have open, meaningful dialogue about the policies and practices of LG&E and KU with respect to low-income customers. Further, this Forum provides such participants the opportunity to provide input and guidance as to whether policies and practices more sympathetic to such customers would be appropriate.
 - c) LG&E and KU will provide an update to the Commission along with other reporting requirements included in the Regulatory Commitments.

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**Joint Response to Tendered Second Request for Information of
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Question No. 8

Responding Witness: Lonnie E. Bellar

- Q-8. Please refer to the Response to ACM A - 9.
- a) Please describe the new low income and energy efficiency programs referred to in the response.
 - b) Please describe the status of any plans or discussions to change the format of the Forum.
 - c) Will the Companies seek input from participants of the Forum before making a decision on any such change?
- A-8.
- a) Presently there are no new low income and energy efficiency programs to identify.
 - b) Presently there are no plans or discussions to change the format of the Forum.
 - c) Although there presently are no plans or discussions to change the format of the Forum, the Companies would envision that if there is a desire to change the format of the Forum in the future, it would seek input from Forum participants.