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COMMONWEALTH OF KENTUCKY  
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPLICATION OF KENTUCKY UTILITIES COMPANY )  
FOR AN ORDER AUTHORIZING THE RESTRUCTURE ) CASE NO.  
AND REFINANCING OF UNSECURED DEBT AND ) 2010-00206  
THE ASSUMPTION OF OBLIGATIONS AND FOR )  
AMENDMENT OF EXISTING AUTHORITY )

PETITION FOR CONFIDENTIAL PROTECTION

Kentucky Utilities Company (“KU”), by counsel, petitions the Kentucky Public Service Commission (“Commission”) pursuant to 807 KAR 5:001 Section 7 to grant confidential protection to certain information relating to the KU’s responses to the Commission staff’s first request for information.

In support of this petition, KU states as follows:

1. On May 28, 2010, KU filed an application with the Commission seeking approval to restructure and refinance its unsecured debt, to assume obligations, and for amendment of its existing authority (the “Application”).
2. On June 23, 2010, KU received the Commission staff’s first request for information.
3. On July 6, 2010, KU will file its responses. Certain attachments provided along with the responses contain confidential commercial and proprietary information. This information is not publicly disseminated, and public disclosure of the information would harm KU and PPL Corporation (“PPL”).<sup>1</sup>

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<sup>1</sup> PPL is not a party to this application, but is a party to *In the Matter of: Joint Application of PPL Corporation, E.ON AG, E.ON US Investments Corp., E.ON U.S. LLC, Louisville Gas & Electric Company and Kentucky Utilities Company for Approval of an Acquisition of Ownership and Control of Utilities*, Case No. 2010-00204.

4. Under KRS 61.878(1)(c), commercial information, generally recognized as confidential, is protected if disclosure would cause competitive injury and permit competitors an unfair commercial advantage. Public disclosure of this information may cause competitive injury to KU, PPL and PPL's shareholders.

5. KU's Response to Commission Staff's First Request for Information No. 4 contains confidential and proprietary commercial information. The request asks for "all PPL presentations made to investment bankers and others relating to the proposed acquisition of KU and Louisville Gas and Electric Company, along with any reports and opinions from rating agencies regarding the proposed acquisition." Some of the materials provided in response to this request contain earnings projections that have not been publicly disclosed and therefore are highly confidential market-sensitive information, the public disclosure of which would cause KU, LG&E and PPL harm.

6. This information is treated as highly confidential by KU and PPL, and is not widely disseminated even among their employees. Only personnel with a business reason to use this confidential information are permitted to view it, including the senior management, directors, and those employees engaged in achieving the various regulatory approvals.

7. If the Commission disagrees with KU that this information is exempt from disclosure as confidential commercial information, however, it must hold an evidentiary hearing to protect the due process rights of KU and PPL and supply the Commission with a complete record to enable it to reach a decision with regard to this matter.

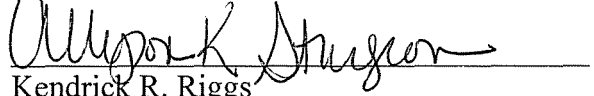
8. KU does not object to disclosure of the confidential information, pursuant to a protective agreement, to intervenors with a legitimate interest in reviewing the confidential information for the purpose of commenting on the Application.

9. In accordance with the provisions of 807 KAR 5:001(7), KU is filing with the Commission one (1) set of the confidential information provided as part of its data responses with the information highlighted and marked confidential and ten (10) sets of the data responses with the confidential information redacted.

**WHEREFORE**, Kentucky Utilities Company respectfully requests that the Commission grant confidential protection for the information at issue, or schedule an evidentiary hearing on all factual issues while maintaining the confidentiality of the information pending the outcome of the hearing.

Dated: July 6, 2010

Respectfully submitted,



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**CERTIFICATE OF SERVICE**

This is to certify that the foregoing Petition for Confidential Protection was served on the following by U.S. Mail, postage prepaid, this 07 day of July, 2010.

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