

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

ELECTRONIC JOINT APPLICATION OF PPL CORPORATION, PPL SUBSIDIARY HOLDINGS, LLC, PPL ENERGY HOLDINGS, LLC, LG&E AND KU ENERGY LLC, LOUISVILLE GAS AND ELECTRIC COMPANY AND KENTUCKY UTILITIES COMPANY FOR APPROVAL OF AN INDIRECT CHANGE OF CONTROL OF LOUISVILLE GAS AND ELECTRIC COMPANY AND KENTUCKY UTILITIES COMPANY)	CASE NO. 2017-00415
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COMMISSION STAFF'S FIRST REQUEST FOR INFORMATION
TO PPL CORPORATION, PPL SUBSIDIARY HOLDINGS, LLC, PPL ENERGY
HOLDINGS, LLC, LG&E AND KU ENERGY LLC, LOUISVILLE GAS AND ELECTRIC
COMPANY, AND KENTUCKY UTILITIES COMPANY

PPL Corporation, PPL Subsidiary Holdings, LLC, PPL Energy Holdings, LLC, LG&E and KU Energy LLC ("LKE"), Louisville Gas and Electric Company ("LG&E"), and Kentucky Utilities Company ("KU") (collectively, "Joint Applicants"), pursuant to 807 KAR 5:001, are to file with the Commission the original with six copies in paper medium and an electronic version of the following information. The information requested herein is due no later than December 4, 2017. Responses to requests for information in paper medium shall be appropriately bound, tabbed and indexed. Each response shall include the name of the witness responsible for responding to the questions related to the information provided.

Each response shall be answered under oath or, for representatives of a public or private corporation or a partnership or association or a governmental agency, be accompanied by a signed certification of the preparer or the person supervising the

preparation of the response on behalf of the entity that the response is true and accurate to the best of that person's knowledge, information, and belief formed after a reasonable inquiry.

Joint Applicants shall make timely amendment to any prior response if they obtain information which indicates that the response was incorrect when made or, though correct when made, is now incorrect in any material respect. For any request to which Joint Applicants fail or refuse to furnish all or part of the requested information, they shall provide a written explanation of the specific grounds for their failure to completely and precisely respond.

Careful attention shall be given to copied material to ensure that it is legible. When the requested information has been previously provided in this proceeding in the requested format, reference may be made to the specific location of that information in responding to this request. When applicable, the requested information shall be separately provided for total company operations and jurisdictional operations. When filing a paper containing personal information, Joint Applicants shall, in accordance with 807 KAR 5:001, Section 4(10), encrypt or redact the paper so that personal information cannot be read.

1. Provide copies of all minutes of any board of directors' meetings for PPL Corporation, LKE, LG&E, and KU, in which the proposed corporate restructuring was discussed.

2. Provide copies of any presentation materials made by PPL Corporation, LKE, LG&E, or KU discussing the proposed corporate restructuring.

3. Explain whether the proposed corporate restructuring will require other regulatory approvals and provide copies of any applications filed requesting such approvals.

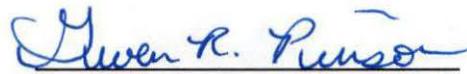
4. Refer to the Application, page 5, paragraph 17. Identify, explain, and quantify any other federal, state, or local tax implications or any other expense the proposed changes in PPL Corporation's corporate structure would create if the proposed change were approved by the Commission.

5. Refer to the Application, page 6, paragraph 18.

a. In addition to the elimination of the tax implications outlined in the Application, explain why Joint Applicants believe the proposed structure would be more effective for operating PPL Corporation's regulated businesses.

b. Explain what consideration PPL Corporation has given to consolidating LG&E and KU into one entity to achieve potential efficiencies.

c. Identify and explain the reasons PPL Corporation believes that utilizing the subsidiary holding companies provides a more effective structure to facilitate any future business acquisitions it may undertake.



Gwen R. Pinson
Executive Director
Public Service Commission
P.O. Box 615
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DATED NOV 20 2017

cc: Parties of Record

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