

Matthew G. Bevin
Governor

Charles G. Snively
Secretary
Energy and Environment Cabinet



Commonwealth of Kentucky
Public Service Commission

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Michael J. Schmitt
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Robert Cicero
Vice Chairman

Talina R. Mathews
Commissioner

October 23, 2017

PARTIES OF RECORD

RE: Case No. **2017-00415**

The Commission staff has reviewed the application in the above case and finds that it meets the minimum filing requirements and has been accepted for filing.

Enclosed please find a stamped filed copy of the first page of your filing. This case has been docketed and will be processed as expeditiously as possible.

If you need further assistance, please contact my staff at 502-564-3940.

Sincerely,

A handwritten signature in cursive script that reads "Gwen R. Pinson".

Gwen R. Pinson
Executive Director

GP/BB

FILED

OCT 17 2017

**PUBLIC SERVICE
COMMISSION**

COMMONWEALTH OF KENTUCKY

BEFORE THE PUBLIC SERVICE COMMISSION

RECEIVED

OCT 17 2017

**PUBLIC SERVICE
COMMISSION**

In the Matter of:

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) **CASE NO. 2017-00415**
UTILITIES COMPANY FOR APPROVAL OF AN)
INDIRECT CHANGE OF CONTROL OF)
LOUISVILLE GAS AND ELECTRIC COMPANY)
AND KENTUCKY UTILITIES COMPANY)

JOINT APPLICATION

Pursuant to KRS 278.020(6), PPL Corporation, PPL Subsidiary Holdings, LLC (“NEWCO1”), PPL Energy Holdings, LLC (“NEWCO2”), LG&E and KU Energy LLC (“LKE”), Louisville Gas and Electric Company (“LG&E”), and Kentucky Utilities Company (“KU”) (collectively, “Joint Applicants”) jointly apply to the Kentucky Public Service Commission (“Commission”) for approval of the indirect acquisition of control of LG&E and KU (collectively “the Utilities”) by NEWCO1 and NEWCO2. The proposed acquisition of control results from a corporate reorganization as set forth below. Under the proposed corporate restructuring, PPL Corporation continues to retain ultimate control of the utilities and no change occurs to the corporate structure or management of LKE or the Utilities.¹ The proposed restructuring will have no effect on the operation or management of the Utilities. Consistent

¹ *In the Matter of: Joint Application of PowerGen plc, LG&E Energy Corp., Louisville Gas and Electric Company, and Kentucky Utilities Company for Approval of a Merger*, Case No. 2000-095, Order (Ky. Pub. Serv. Comm’n May 15, 2000); *In the Matter of: Joint Application for Transfer of Louisville Gas and Electric Company and Kentucky Utilities Company in Accordance with E.ON AG’s Planned Acquisition of PowerGen plc*, Case No. 2001-104, Order (Ky. Pub. Serv. Comm’n Aug. 6, 2001); *In the Matter of: Joint Application of PPL Corporation, E.ON AG, E.ON 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, Order (Ky. Pub. Serv. Comm’n Sept. 30, 2010).

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