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270-827-2561  
www.bigrivers.com

April 26, 2013

Kenergy Corp.  
P. O. Box 1389  
Owensboro, KY 42302  
Attn: Greg Starheim, President and CEO

Subject: Market Energy Transaction

This letter contains the understanding of Big Rivers Electric Corporation ("Big Rivers") about the agreed details for a Market Energy purchase by Kenergy Corp. ("Kenergy") from Big Rivers for resale to Alcan Primary Products Corporation ("Alcan") under Section 2.3.2(c) of the Wholesale Electric Service Agreement (Alcan) dated July 1, 2009, between Big Rivers and Kenergy ("Agreement"). This transaction is made pursuant to the terms of the Agreement, except to the extent those terms are inconsistent with the terms of this letter.

Quantity/Scheduling: When scheduling Market Energy Alcan shall submit a schedule no later than 3:00 PM on the second business day prior to the day of the scheduled delivery for up to 10 MW in integral multiples of one MW per hour. Once the schedule is submitted the obligation of Big Rivers to provide and Alcan to pay for Market Energy shall become a firm commitment, except as provided for in Article 11 of the Agreement. Alcan may elect to schedule Interruptible Energy pursuant to Section 2.3.2(a) of the Agreement rather than, or in combination with, Market Energy.

Delivery: In accordance with Section 2.3.2(c) of the Agreement.

Term: July 1, 2013 through January 31, 2014.

Price: As follows for Market Energy scheduled during each month of the term:

July 2013	\$49.68/MWh
August 2013	\$46.00/MWh
September 2013	\$40.02/MWh
October 2013	\$40.02/MWh
November 2013	\$39.65/MWh
December 2013	\$40.19/MWh
January 2014	\$42.20/MWh

**KENTUCKY  
PUBLIC SERVICE COMMISSION**

**JEFF R. DEROUEN  
EXECUTIVE DIRECTOR**

TARIFF BRANCH

EFFECTIVE

**7/1/2013**

PURSUANT TO 807 KAR 5:011 SECTION 9 (1)

These prices include the items of pricing stated in Section 4.3.3(b) of the Agreement including transmission services from Big Rivers.

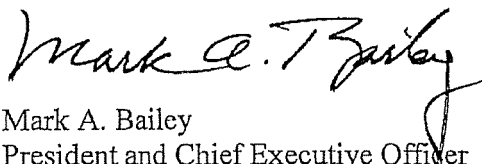
Billing and Calculation of Market Energy Charge: In accordance with Section 4.3.3(a) of the Agreement.

The effective date of the terms in this letter will be the date on which this letter has been signed by the parties and has received required approval from the Rural Utilities Service ("RUS"), and a corresponding agreement between Kenergy and Alcan has been signed by the parties and received all required approvals from Kenergy's board of directors and the RUS.

If these terms are agreeable to Kenergy, please indicate that agreement by signing in the location provided below.

Sincerely yours,

Big Rivers Electric Corporation

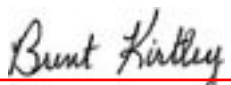
  
Mark A. Bailey  
President and Chief Executive Officer

ACCEPTED AND AGREED:

Kenergy Corp.

By: ~~S. Starheim~~  
Greg Starheim, President and CEO  
Date: April 29, 2013

cc: Mark Bailey  
Lindsay Barron  
Mike Mattox  
David Hamilton, Kenergy

<b>KENTUCKY PUBLIC SERVICE COMMISSION</b>
<b>JEFF R. DEROUEN EXECUTIVE DIRECTOR</b>
TARIFF BRANCH  
EFFECTIVE <b>7/1/2013</b>
<small>Your Touchstone Energy® Cooperative</small> PURSUANT TO 807 KAR 5:011 SECTION 9 (1)