

**SECOND SUPPLEMENT  
TO  
AGREEMENT FOR INTERRUPTIBLE TIER 3 ENERGY  
DATED JULY 15, 2002**

THIS SUPPLEMENT is entered into as of the 1<sup>st</sup> day of January, 2004, by and between KENERGY CORP., a Kentucky corporation organized under KRS Chapter 279 (“Kenergy”), and SOUTHERN INDIANA GAS AND ELECTRIC COMPANY, an Indiana corporation (“Supplier”)

**RECITALS**

- A. Kenergy and Supplier have entered into an Agreement for Interruptible Tier 3 Energy dated July 15, 2002 (the “Agreement”) wherein the Supplier agreed to sell to Kenergy and Kenergy agreed to purchase from Supplier for resale to Century Aluminum of Kentucky, LLC (“Century”) up to ten (10) megawatts of fully interruptible energy;
- B. The Base Rates contained in the Agreement have been approved by the Kentucky Public Service Commission for resale by Kenergy to Century in 2002 (Filing No. C 63-1020) and 2003 (Filing No. C 63-1474);
- C. Section 5.04(b) of the Agreement provides that Supplier and Kenergy shall determine mutually agreeable Base Rates for 2003 and subsequent years and shall execute an appropriate amendment to the Agreement documenting their agreement;
- D. Supplier and Kenergy have agreed upon the Base Rates for 2004 and desire to document this agreement by entering into this Supplement.

NOW, THEREFORE, in consideration of the mutual covenants set forth below the parties agree as follows:

PUBLIC SERVICE COMMISSION  
KENTUCKY  
EFFECTIVE

JAN 01 2004

PURSUANT TO 807 KAR 5.014  
SECTION 9 (1)

BY Charles L. Dow  
EXECUTIVE DIRECTOR

1. Supplier and Kenergy agree that Base Rates for 2004 shall be as follows:

On-Peak Hours - \$30.00 per megawatt hour

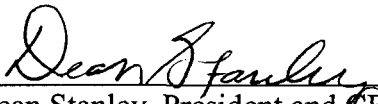
Off-Peak Hours - \$20.00 per megawatt hour

Shoulder Hours - \$26.00 per megawatt hour

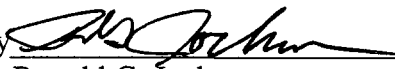
2. All terms and conditions of the Agreement shall remain in full force and effect and shall apply to the provision of service under this Supplement.

IN WITNESS WHEREOF, this Supplement is hereby executed as of the day and year first above written.

KENERGY CORP.

By   
Dean Stanley, President and CEO

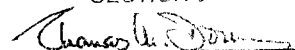
SOUTHERN INDIANA GAS AND ELECTRIC  
COMPANY

By   
Ronald G. Jochum,  
Vice President – Power Supply

PUBLIC SERVICE COMMISSION  
OF KENTUCKY  
EFFECTIVE

JAN 01 2004

PURSUANT TO 807 KAR 5:001  
SECTION 5(1)

BY   
EXECUTIVE DIRECTOR