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October 10, 2011

Mr. Jerry Kettles, Chief Economic Analysis & Policy Division
c/o Ms. Sharla Dillon, Docket Room Manager
460 James Robertson Parkway
Nashville, Tennessee 37219

RE: Petition of Kentucky Utilities Company for an Order Approving Amendment
of Existing Financing Authority, Docket No. 11-00156; Second Response to Data
Request

Dear Mr. Kettles,

This letter is the second response to your data request dated September, 19, 2011 seeking
the status and periodic updates on the similar filings of Kentucky Utilities Company
("KU") pending before the Kentucky Public Service Commission and the Virginia State
Corporation Commission.

Attached is a copy of the Order of the Virginia State Corporation Commission in Case
No. PUE-2010-0006, dated September 27, 2011 granting KU's Motion for modification
of its existing financing authority.

We are expecting the Kentucky Public Service Commission to issue its Order early this
week.

Please contact me if you have any questions or need additional information.

Sincerely,



D. Billye Sanders
Attorney for Kentucky Utilities Company

c: Kendrick R. Riggs, Esq., Stoll Keenon Ogden PLLC
Allyson K. Sturgeon, Senior Corporate Attorney, LG&E and KU Energy LLC

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION
AT RICHMOND, SEPTEMBER 27, 2011

CLERK'S OFFICE

2011 SEP 27 P 2:07

APPLICATION OF

KENTUCKY UTILITIES COMPANY d/b/a
OLD DOMINION POWER COMPANY

DOCUMENT CONTROL
CASE NO. PUE-2010-00061

For authority under Chapter 3 of Title 56 of
the Code of Virginia to restructure and refinance
unsecured debt, to assume obligations, and for
amendment to existing authority

ORDER EXTENDING AUTHORITY GRANTED

On June 15, 2010, Kentucky Utilities Company d/b/a Old Dominion Power Company ("KU/ODP" or "Company"), filed an application with the State Corporation Commission ("Commission") pursuant to Chapter 3 of Title 56 of the Code of Virginia ("Code"), § 56-55 *et seq.* of the Code, to restructure and refinance its existing debt ("Application").

The Company's Application, among other things, requested authority to replace its then current revolving credit facilities and to enter into one or more new credit facilities ("New Credit Facilities") to replace the existing multi-year revolving credit facilities authorized in Case No. PUE-2007-00056.¹ The Company stated that the term of the New Credit Facilities would not exceed five years, and that it expected the actual term of any New Credit Facility to run through December 31, 2014.

On October 19, 2010, the Commission issued its Order Granting Authority ("October 19, 2010 Order") that, among other things, authorized KU/ODP to enter into one or more New Credit Facilities to provide short-term financing up to \$400 million to replace its then current

¹ *Application of Kentucky Utilities Company d/b/a Old Dominion Power Company, For authority to issue securities under Chapter 3 of Title 56 of the Code of Virginia*, Case No. PUE-2007-00056, 2007 S.C.C. Ann. Rept. 455, Order Granting Authority (Aug. 3, 2007).

revolving credit facility with Fidelia Corporation, under the terms and conditions and for the purposes set forth in the Application.

On September 2, 2011, KU/ODP filed its Motion to Modify Order Granting Authority ("Motion") in which it noted that it had entered into New Credit Facilities and stated that "significant changes in the credit markets have recently occurred that have made it advantageous for KU/ODP to extend the New Credit Facilities beyond the current December 31, 2014 termination date, or the five year term contemplated in KU/ODP's Application."² The Company requested authorization to extend the term of its multi-year revolving credit facilities through December 31, 2016.

NOW THE COMMISSION, upon consideration of KU/ODP's request, is of the opinion and finds that the Company's Motion should be granted and that the Company should be authorized to amend and extend the term of its multi-year revolving credit facilities through December 31, 2016.

Accordingly, IT IS ORDERED THAT:

(1) KU/ODP is hereby authorized to amend and extend the term of its multi-year revolving credit facilities through December 31, 2016.

(2) KU/ODP shall file a copy of the extension agreement promptly after it becomes available.

(3) Except to the extent modified herein, all of the other provisions of the Commission's October 19, 2010 Order shall remain in full force and effect.

(4) This matter shall remain under the continued review, audit and appropriate directive of the Commission.

² Motion at 2.

AN ATTESTED COPY hereof shall be sent by the Clerk of the Commission to:
Kendrick R. Riggs, Esquire, Stoll Keenon Ogden PLLC, 2000 PNC Plaza, 500 West Jefferson Street, Louisville Kentucky 40202-2828; Allyson K. Sturgeon, Esquire, Senior Corporate Counsel, LG&E and KU Energy LLC, 220 West Main Street, Louisville, Kentucky 40202; and C. Meade Browder, Senior Assistant Attorney General, Office of Attorney General, Division of Consumer Counsel, 900 East Main Street, 2nd Floor, Richmond, Virginia 23219. A copy shall be provided to the Commission's Office of General Counsel and Divisions of Economics and Finance, Energy Regulation, and Public Utility Accounting.