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Mr. James M. Allison, Chairman
Tennessee Regulatory Authority
c/o Sharla Dillon, Dockets and Records Manager
460 James Robertson Parkway
Nashville, TN 37243

Kentucky Utilities Company
State Regulation and Rates
220 West Main Street
PO Box 32010
Louisville, Kentucky 40232
www.lge-ku.com

December 13, 2013

Rick E. Lovekamp
Manager - Regulatory Affairs
T 502-627-3780
F 502-627-3213
rick.lovekamp@lge-ku.com

**RE: Petition of Kentucky Utilities Company for an Order Authorizing
the Issuance of Securities and the Assumption of Obligations
(Docket No. 12-00067)**

Dear Mr. Allison:

Pursuant to Ordering Paragraph No. 4 of the Commission's Order in the
aforementioned docket, Kentucky Utilities Company ("KU") hereby files an
original and thirteen (13) copies of information filed with the Kentucky Public
Service and the Virginia State Corporation Commission.

Please confirm your receipt of this information by placing the File Stamp of
your Office on the enclosed additional copy and returning it in the enclosed
self-addressed, stamped envelope. Should you have any questions regarding
this information filed herewith, please contact me or Don Harris at (502) 627-
2021.

Sincerely,

Rick E. Lovekamp



a PPL company

Mr. Jeff DeRouen
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
P.O. Box 615
Frankfort, Kentucky 40602-0615

Kentucky Utilities Company
State Regulation and Rates
220 West Main Street
PO Box 32010
Louisville, Kentucky 40232
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December 13, 2013

**RE: The application of Kentucky Utilities Company for an Order
Authorizing the Issuance of Securities and Assumption of
Obligations (Case No. 2012-00232)**

Dear Mr. DeRouen:

Pursuant to Ordering Paragraph No. 5 of the Commission's Order in the aforementioned proceeding, Kentucky Utilities Company ("KU") hereby files an original and three (3) copies of information related to an issuance under said Order.

On November 14, 2013 KU issued \$250 million of First Mortgage Bonds in accordance with the aforementioned order. The details of the bond issuances are shown below:

Borrower:	Kentucky Utilities Company
Type of Security:	First Mortgage Bonds
Amount:	\$250,000,000
Issuance Date:	11/14/2013
Maturity Date:	11/15/2043
Interest Rate:	4.650%
Price Paid:	99.28%
Commissions Paid	\$2,187,500
Net Proceeds:	\$246,012,500

On September 18, 2013 KU received a cash settlement of \$49,325,370.50 and on November 8, 2013 KU paid out \$6,297,402.74 on interest rate hedging agreements with its affiliate, PPL Corporation, as the counterparty in accordance with the aforementioned order. The net settlement received of

Mr. Jeff DeRouen
December 13, 2013

\$43,027,967.76 will be amortized over the life of the bonds. Including the amortization of the swaps, amortization of the discount, and the amortization of the underwriting commissions the all in yield on the bonds will be 4.13%.

Issuance expenses billed to date, other than commissions, total \$267,899. Additional issuance expense billings are anticipated to be received subsequent to the date of this filing.

Please confirm your receipt of this information by placing the File Stamp of your Office on the enclosed additional copy and returning it in the envelope provided. Should you have any questions regarding this transaction or this information, please contact me or Don Harris at (502) 627-2021.

Sincerely,



Rick E. Lovekamp



a PPL company

Mr. Joel Peck, Clerk
Virginia State Corporation Commission
Document Control Center
1300 East Main Street
Tyler Building 1F
Richmond, Virginia 23218

Old Dominion Power
Company
State Regulation and Rates
220 West Main Street
PO Box 32010
Louisville, Kentucky 40232
www.eon-us.com

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rick.lovekamp@eon-us.com

VIA UPS OVERNIGHT DELIVERY

November 15, 2013

**RE: Kentucky Utilities Company (Case No. PUE-2012-00078)
Preliminary Report of Action**

Dear Mr. Peck:

Pursuant to Ordering Paragraph No. 5 of the Commission's Order dated July 27, 2012 in Case No. PUE 2012-00078, Kentucky Utilities Company d/b/a Old Dominion Power Company ("KU/ODP") hereby submits a Preliminary Report of Action.

On November 14, 2013 KU/ODP issued \$250 million of First Mortgage Bonds in accordance with the aforementioned order. The details of the bond issuance are shown below.

Borrower:	Kentucky Utilities
Type of Security:	First Mortgage Bonds
Amount:	\$250,000,000
Issuance Date:	11/14/2013
Maturity Date:	11/15/2043
Interest Rate:	4.650%
Price Paid:	99.28%
Commissions Paid	\$2,187,500
Net Proceeds:	\$246,012,500

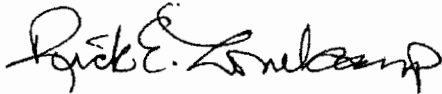
Mr. Joel Peck
November 15, 2013

On September 18, 2013 KU/ODP received a cash settlement of \$49,325,370.50 and on November 8, 2013 KU/ODP paid out \$6,297,402.74 on interest rate hedging agreements with its affiliate, PPL Corporation, as the counterparty in accordance with the aforementioned order. The net settlement received of \$43,027,967.76 will be amortized over the life of the bonds. Including the amortization of the swaps, amortization of the discount, and the amortization of the underwriting commissions the all in yield on the bonds will be 4.13%.

KU/ODP elected to issue the bonds with a maturity date of thirty years since assets to be acquired with bond proceeds will be long-lived and thirty year rates are at very attractive levels.

Please confirm your receipt of this information by placing the File Stamp of your Office on the enclosed additional copy and returning to me in the enclosed self-addressed, stamped envelope. Should you have any questions regarding this information filed herewith, please contact me at your convenience.

Sincerely,

A handwritten signature in dark ink, appearing to read "Rick E. Lovekamp". The signature is fluid and cursive, with the first name "Rick" being more prominent.

Rick E. Lovekamp