

E ON AG  
Form U-12-IB  
April 22, 2005

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**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C.**

**Three year period ending December 31, 2007**

**FORM U-12(I)-B (THREE-YEAR STATEMENT)**

**STATEMENT PURSUANT TO SECTION 12(i) OF PUBLIC UTILITY HOLDING COMPANY ACT OF 1935 BY A PERSON  
REGULARLY EMPLOYED OR RETAINED BY A REGISTERED HOLDING COMPANY OR A SUBSIDIARY THEREOF AND  
WHOSE EMPLOYMENT CONTEMPLATES ONLY ROUTINE EXPENSES AS SPECIFIED IN RULE 71(b)**

1. Name and business address of person filing statement.

See attached Exhibit A.

2. Names and business addresses of any persons through whom the undersigned proposes to act in matters included within the exemption provided by paragraph (b) of Rule U-71.

Not applicable.

3. Registered holding companies and subsidiary companies by which the undersigned is regularly employed or retained.

E.ON AG and its subsidiaries, including but not limited to those specified on the exhibits. (See Exhibits A, B and C (Exhibit C filed confidentially pursuant to Rule 104(b))

4. Position or relationship in which the undersigned is employed or retained by each of the companies named in item 3, and brief description of nature of services to be rendered in each such position or relationship.

See attached Exhibit B.

In such capacity, the undersigned may participate in presenting, advocating, or opposing matters before the legislative bodies, regulatory commissions and officials specified in Section 12(i) of PUHCA, but the exact nature of such services or the relative time to be devoted thereto cannot presently be forecast with any degree of precision.

- 5.(a) Compensation received during the current year and estimated to be received over the next two calendar years by the undersigned or others, directly or indirectly, for services rendered by the undersigned, from each of the companies designated in item 3. (Use column (a) as supplementary statement only.)

See attached Exhibit C (filed confidentially pursuant to Rule 104(b)).

A portion thereof may be attributable to activities within the scope of Section 12(i). During the calendar years 2006 and 2007, it is estimated that the undersigned will receive compensation comparable to that in 2005 with potential annual increases based on wage, price or market conditions. The exact amount can not presently be forecasted with any degree of precision.

(b)

Basis for compensation if other than salary.

See attached Exhibit C (filed confidentially pursuant to Rule 104(b)).

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6. (TO BE ANSWERED IN SUPPLEMENTARY STATEMENT ONLY. SEE INSTRUCTIONS.) Expenses incurred by the undersigned or any person named in item 2, above, during the calendar year in connection with the activities described in item 4, above, and the source or sources of reimbursement for same.

(a) Total amount of routine expenses charged to client: \$

(b) Itemized list of all other expenses:

No other expenses

(Signed)

Date: April 22, 2005

/s/ VICTOR A. STAFFIERI

VICTOR A. STAFFIERI

Date: April 22, 2005

/s/ JOHN R. MCCALL

JOHN R. MCCALL

Date: April 22, 2005

/s/ PAUL W. THOMPSON

PAUL W. THOMPSON

Date: April 22, 2005

/s/ MICHAEL S. BEER

MICHAEL S. BEER

Date: April 22, 2005

/s/ GEORGE R. SIEMENS

GEORGE R. SIEMENS

Date: April 22, 2005

/s/ MARK S. JOHNSON

MARK S. JOHNSON

Date: April 22, 2005

/s/ DANIEL K. ARBOUGH

DANIEL K. ARBOUGH

Date: April 22, 2005

/s/ JOHN P. FENDIG

JOHN P. FENDIG

Date: April 22, 2005

/s/ ELIZABETH L COCANOUGHER

ELIZABETH L COCANOUGHER

Date: April 22, 2005

/s/ STEVEN D. PHILLIPS

STEVEN D. PHILLIPS

Date: April 22, 2005

/s/ JOHN WOLFRAM

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JOHN WOLFRAM

Date: April 22, 2005

/s/ JENNIFER M. KEISLING

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JENNIFER M. KEISLING

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EXHIBIT A

Names, corporate affiliations and business addresses of individuals who may act during 2005, 2006 and 2007 in matters included within the exemption provided by paragraph (b) of Rule 71.

E.ON AG  
E.ON US HOLDINGS GMBH  
E.ON US INVESTMENTS CORP.

Name(s)

Business Address

N/A

LG&E ENERGY LLC

Name(s)

Business Address

|                          |  |
|--------------------------|--|
| Victor A. Staffieri      | 220 West Main Street, Louisville, KY 40202 |
| John R. McCall           | 220 West Main Street, Louisville, KY 40202 |
| Paul W. Thompson         | 220 West Main Street, Louisville, KY 40202 |
| Michael S. Beer          | 220 West Main Street, Louisville, KY 40202 |
| George R. Siemens        | 220 West Main Street, Louisville, KY 40202 |
| Mark S. Johnson          | 220 West Main Street, Louisville, KY 40202 |
| Daniel K. Arbough        | 220 West Main Street, Louisville, KY 40202 |
| John P. Fendig           | 220 West Main Street, Louisville, KY 40202 |
| Elizabeth L. Cocanougher | 220 West Main Street, Louisville, KY 40202 |
| Steven D. Phillips       | 220 West Main Street, Louisville, KY 40202 |
| John Wolfram             | 220 West Main Street, Louisville, KY 40202 |
| Jennifer M. Keisling     | 220 West Main Street, Louisville, KY 40202 |

LOUISVILLE GAS AND ELECTRIC COMPANY  
KENTUCKY UTILITIES COMPANY  
LG&E ENERGY SERVICES INC.

Name(s)

Business Address

[See LG&E Energy LLC above]



**EXHIBIT B**

E.ON AG  
E.ON US HOLDINGS GMBH

| Name(s) | Position |
|---------|----------|
| N/A     |          |

E.ON US INVESTMENTS CORP.

| Name(s)           | Position                     |
|-------------------|------------------------------|
| John R. McCall    | Vice President and Secretary |
| Daniel K. Arbough | Treasurer                    |

LG&E ENERGY LLC

| Name(s)                  | Position  |
|--------------------------|---|
| Victor A. Staffieri      | Chairman, President and Chief Executive Officer                 |
| John R. McCall           | Executive Vice President, General Counsel & Corporate Secretary |
| Paul W. Thompson         | Senior Vice President, Energy Services                          |
| Michael S. Beer          | Vice President Federal Regulation and Policy                    |
| George R. Siemens        | Vice President External Affairs                                 |
| Mark S. Johnson          | Director Transmission   |
| Daniel K. Arbough        | Director Corporate Finance & Treasurer                          |
| John P. Fendig           | Senior Corporate Attorney                                       |
| Elizabeth L. Cocanougher | Senior Corporate Attorney                                       |
| Steven D. Phillips       | Senior Corporate Attorney                                       |
| John Wolfram             | Manager Regulatory Affairs                                      |
| Jennifer M. Keisling     | Senior Corporate Attorney                                       |

LOUISVILLE GAS AND ELECTRIC COMPANY  
KENTUCKY UTILITIES COMPANY

| Name(s)                     | Position |
|-----------------------------|----------|
| [See LG&E Energy LLC above] |          |

LG&E ENERGY SERVICES INC.

| Name(s) | Position |
|---------|----------|
|---------|----------|

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Victor A. Staffieri

Chairman, President and Chief Executive Officer

John R. McCall

Vice President and Secretary

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Daniel K. Arbough

Treasurer

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EXHIBIT B