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September 12, 2014

Rosemary Chiavetta, Secretary  
Pa. Public Utility Commission  
P.O. Box 3265  
Harrisburg PA 17105-3265

Re: Joint Application of PPL Interstate Energy  
Company and PPL Electric Utilities Corporation  
for All of the Necessary Authority, Approvals, and  
Certificates of Public Convenience  
Docket No. A-2014-2435752  
Docket No. A-2014-2435833

Dear Secretary Chiavetta:

Enclosed for filing please find the Prehearing Memorandum of International Brotherhood of Electrical Workers, Local 1600, in the above-referenced proceeding. The document was served on all parties of record as shown on the attached Certificate of Service.

The document was filed electronically with the Commission on this date.

Sincerely,



Enclosure

cc: All parties of record  
Susan D. Colwell, Administrative Law Judge

BEFORE THE  
PENNSYLVANIA PUBLIC UTILITY COMMISSION

Joint Application of PPL Interstate Energy Company :  
and PPL Electric Utilities Corporation for All of the :  
Necessary Authority, Approvals, and Certificates of :  
Public Convenience (1) for the Transfer of PPL :  
Corporation's Ownership Interests in PPL Interstate :  
Energy Company to Talen Energy Corporation, and :  
Certain Post Closing Transactions Associated :  
therewith; (2) for the Transfer of Certain Property : Docket No. A-2014-2435752  
Interests Between PPL Electric Utilities Corporation : Docket No. A-2014-2435833  
and PPL Energy Supply, LLC and its Subsidiaries in :  
Conjunction with the Transfer of All of the Interests of :  
PPL Energy Supply, LLC and its Subsidiaries to Talen :  
Energy Corporation; (3) for any Modification or :  
Amendment of Associated Affiliated Interest :  
Agreements; and (4) for any Other Approvals :  
Necessary to Complete the Contemplated Transactions :

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PREHEARING MEMORANDUM  
OF  
INTERNATIONAL BROTHERHOOD OF ELECTRICAL WORKERS, LOCAL 1600

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In accordance with the Administrative Law Judge's Prehearing Order dated August 29, 2014, and 52 Pa. Code § 5.222(d)(1), International Brotherhood of Electrical Workers, Local 1600 ("IBEW"), hereby files this Prehearing Memorandum.

Procedural History: IBEW filed a Petition to Intervene on August 26, 2014.

Issues: IBEW has reviewed the Application, attachments, and direct testimony filed by the Applicants. IBEW, however, has not yet seen the allegedly highly confidential documents that were redacted from Appendices A and B to the Application. Based on the information currently available to IBEW, IBEW has not identified any specific issues on which it would file direct testimony; though, of course, that might

change after the receipt of further information. IBEW will focus its attention on issues that could have a direct and substantial impact on its members who are employed by the Applicants. IBEW notes that the Applicants recognize the need to work with IBEW and its members to ensure a smooth transition of ownership. See, for example, the Employee Matters Agreement entered into by the Applicants (Appendix C to the Application).

Witnesses: IBEW has not identified the need for, or identity of, any witnesses at this time. If it is determined that a witness is necessary, IBEW will notify the Administrative Law Judge and parties as soon as that person is identified.

Service List: IBEW requests that its entry on the service list should be for its undersigned counsel. Pursuant to 52 Pa. Code § 1.54(b)(3), IBEW consents to the electronic service of all documents at the e-mail address shown below.

Schedule: Counsel for IBEW is working with counsel for other parties to develop a schedule for this proceeding.

Discovery Rules: IBEW is not requesting any modifications in the Commission's discovery rules.

Respectfully submitted,



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Counsel for IBEW Local 1600

Dated: September 12, 2014

**CERTIFICATE OF SERVICE**

I hereby certify that I have caused to be served this day a true copy of the foregoing document upon the parties listed below by electronic mail and U.S. mail, first-class, postage prepaid, in accordance with the requirements of 52 Pa. Code § 1.54 (relating to service by a party).

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Dated: September 12, 2014

  
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Scott J. Rubin  
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