

149 FERC ¶ 61,152
UNITED STATES OF AMERICA
FEDERAL ENERGY REGULATORY COMMISSION

PPL Corporation and
RJS Power Holdings LLC

Docket No. EC14-112-000

NOTICE OF PROPOSED COMMUNICATION
WITH DEPARTMENT OF JUSTICE

(November 21, 2014)

1. On July 15, 2014, as supplemented on August 29, 2014, pursuant to section 203(a)(1) and, to the extent necessary, section 203(a)(2), of the Federal Power Act (FPA),¹ and Part 33 of the Commission's Regulations,² PPL Corporation (PPL Corp.), on behalf of the public utility subsidiaries of PPL Corp.'s indirect, wholly-owned subsidiary, PPL Energy Supply, LLC (PPL Energy Supply), and RJS Power Holdings LLC (RJS Power Holdings), on behalf of its public utility subsidiaries, submitted an application for the approval of a transaction pursuant to which the interests in PPL Energy Supply's public utility subsidiaries will be separated from PPL Corp., distributed to PPL Corp.'s shareowners, and combined with RJS Power Holdings' public utility subsidiaries to form a new company, Talen Energy Corporation (Proposed Transaction). At the close of the Proposed Transaction, Talen Energy Corporation will be owned 65 percent by PPL Corp.'s shareowners and 35 percent by affiliates of Riverstone Holdings LLC.

2. Notice of the July 15, 2014 filing was published in the *Federal Register*, 79 Fed. Reg. 42,784 (2014), with interventions and comments or protests due on or before September 15, 2014. Notice of the August 29, 2014 supplement was published in the *Federal Register*, 79 Fed. Reg. 53,700 (2014), with comments due on or before September 19, 2014.

¹ 16 U.S.C. § 824b (2012).

² 18 C.F.R. § 33, *et seq.* (2014).

3. The purpose of this notice is to advise the applicants and intervenors that the Commission proposes to permit communications between staff from the Department of Justice, Antitrust Division (DOJ Antitrust Division Staff) and Commission Advisory Staff regarding the Proposed Transaction during the pendency of this proceeding. Because such communications, under our current regulations, require the consent of all parties to this proceeding, the Commission directs applicants and any intervenors who object to these communications to indicate their objection within seven days of the issuance of this notice.³ Otherwise, the Commission will deem applicants and intervenors in this proceeding to have consented to communications between DOJ Antitrust Division Staff and Commission Advisory Staff during the pendency of the Proposed Transaction proceeding. The Commission notes that this proposal is limited in application and applies only to this proceeding and communications between Commission Advisory Staff and DOJ Antitrust Division Staff related to the Proposed Transaction.

By direction of the Commission.

(S E A L)

Kimberly D. Bose,
Secretary.

³ The Commission directs any party seeking late intervention to indicate its objection, if any, in its late-filed motion to intervene.