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Form U5B/A
April 29, 2004

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

AMENDMENT NO. 1 TO

FORM U5B

REGISTRATION STATEMENT

FILED PURSUANT TO SECTION 5 OF THE

PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

LG&E ENERGY LLC

Name of Registrant

Name, title and address of officer to whom notices and correspondence concerning this statement should be addressed:

Mr. John R. McCall
Executive Vice President, General Counsel and Secretary
LG&E Energy LLC
220 West Main Street
Louisville, Kentucky 40202

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FORM U5B

REGISTRATION STATEMENT

This Amendment No. 1 to Registration Statement of LG&E Energy LLC amends the Form U5B filed by LG&E Energy LLC on March 29, 2004 in the following respects:

ITEM 5: In addition to the response previously provided in the Form U5B, the Annual Report of Louisville Gas and Electric Company ("LG&E") (File No. 1-2893), and Kentucky Utilities Company ("KU") (File No. 1-3464) on Form 10-K (the "2003 10-K") for the year ended December 31, 2003, which was filed with the Commission on March 30, 2004, is incorporated by reference herein.

ITEM 6: In addition to the response previously provided in the Form U5B, the 2003 10-K is incorporated herein by reference.

ITEM 19: In addition to the response previously provided in the Form U5B, the 2003 10-K is incorporated herein by reference.

Exhibits G-1 through G-3 are filed herewith.

This Amendment No. 1 to Registration Statement of LG&E Energy LLC comprises:

- (a) A cover page, followed by pages numbered 1 to 3, consecutively.
- (b) The following Exhibits: the Exhibits shown on the attached exhibit index.

INDEX OF EXHIBITS

Exhibit No.	Description
G-1	Annual Report of Major Electric Utilities, Licensees and Others (FERC Form 1) for the year ended December 31, 2003 for LG&E (filed herewith in paper format on Form SE)
G-2	Annual Report of Major Electric Utilities, Licensees and Others (FERC Form 1) for the year ended December 31, 2003 for KU (filed herewith in paper format on Form SE)
G-3	Annual Report of Major Natural Gas Companies (FERC Form 2) for the year ended December 31, 2003 for LG&E (filed herewith in paper format on Form SE)

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