

Edgar Filing: E ON AG - Form U-1/A

E ON AG
Form U-1/A
June 14, 2002

As filed with the Securities and Exchange Commission on June 14, 2002

File No. 70-09961

United States Securities and Exchange Commission
Washington, D.C. 20549

Amendment No. 4
to
Form U-1
Application/Declaration
Under the
Public Utility Holding Company Act of 1935

E.ON AG
E.ON-Platz 1
40479 Dusseldorf
Germany

Powergen plc
Powergen US Holdings Limited
Powergen US Investments
Powergen Luxembourg sarl
Powergen Luxembourg Holdings sarl
Powergen Luxembourg Investments sarl
Powergen US Investments Corp.
City Point
1 Ropemaker Street
London EC2Y 9HT
United Kingdom

(Names of companies filing this statement
and addresses of principal executive offices)

E.ON AG
(Name of top registered holding company)

Ulrich Hueppe
General Counsel, Executive Vice President
Dr. Guntram Wuerzberg
Vice President General Legal Affairs
E.ON AG
E.ON-Platz 1
40479 Dusseldorf
Germany
Telephone: 011-49-211-4579-388
Facsimile: 011-49-211-4579-610

David Jackson
Company Secretary and General Counsel
Powergen plc
City Point
1 Ropemaker Street
London EC2Y 9HT
United Kingdom
Telephone: 011-44-207-826-2742
Facsimile: 011-44-207-826-2889

(Names and addresses of agents for service)

The Commission is also requested to
send copies of any communication in
connection with this matter to:

Tia S. Barancik
LeBoeuf, Lamb, Greene & MacRae, L.L.P.
125 West 55th Street
New York, NY 10019-5389
Telephone: (212) 424-8455
Facsimile: (212) 424-8500

Peter D. Clarke
Debra J. Schnebel
Jones, Day, Reavis & Pogue
77 West Wacker Drive, Ste. 3500
Chicago, IL 60601-1692
Telephone: (312) 782-3939

Edgar Filing: E ON AG - Form U-1/A

Markian M. W. Melnyk
LeBoeuf, Lamb, Greene & MacRae, L.L.P.
1875 Connecticut Ave., N.W.
Washington, D.C. 20009-5728
Telephone: (202) 986-8212
Facsimile: (202) 986-8102

Facsimile: (312) 782-8585
Joseph B. Frumkin
Sullivan & Cromwell
125 Broad Street
New York, NY 10004
Telephone: (212)-558-4000
Facsimile: (212) 558-3588

2

FORM U-1
APPLICATION/DECLARATION
UNDER THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

This pre-effective Amendment No. 4 revises the Form U-1 Application - Declaration (the "Application") in this proceeding originally filed in File No. 70-9961 on September 4, 2001, and subsequently amended by Amendment No. 1, filed on October 23, 2001, Amendment No. 2, filed on December 21, 2001, and Amendment No. 3, filed on June 11, 2002.

Applicants amend the Application by adding the following paragraphs to the end of Item 3.M.

"Applicants shall file a report with the Commission within two business days in Germany after the occurrence of any of the following:

(1) A 10% or greater decline in common stock equity for U.S. GAAP purposes since the end of the last semi-annual reporting period for E.ON, Powergen, LG&E Energy or either of the Utility Subsidiaries or the capitalization of any of those companies falls below 30% common stock equity;

(2) E.ON or either of the Utility Subsidiaries defaults on any debt obligation in principal amount equal to or in excess of \$10 million and such default permits the holder of such debt obligation to demand payment;

(3) Any event described in Rule 53(b) under the Act;

(4) A nationally recognized statistical rating organization has downgraded the senior debt ratings of E.ON or either of the Utility Subsidiaries by one full rating level (e.g., from A to BBB); or

(5) Any event that would have a material adverse effect on the ability of E.ON or any of its subsidiaries to comply with any condition or requirement in this Order on an ongoing basis.

The report shall describe all material circumstances giving rise to the event."

3

SIGNATURES

Pursuant to the requirements of the Public Utility Holding Company Act

Edgar Filing: E ON AG - Form U-1/A

of 1935, the Applicants have duly caused this Application-Declaration to be signed on their behalf by the undersigned thereunto duly authorized. The signature of the Applicants and of the persons on their behalf are restricted to the information contained in this application which is pertinent to the application of the respective companies.

Date: June 14, 2002

E.ON AG

By: /s/ Dr. Rolf Pohlig

Name: Dr. Rolf Pohlig
Title: Executive Vice President

By: /s/ Dr. Guntram Wuerzberg

Name: Dr. Guntram Wuerzberg
Title: Vice President General Legal Affairs

Date: June 14, 2002

Powergen plc
Powergen US Holdings Limited
Powergen US Investments
Powergen Luxembourg sarl
Powergen Luxembourg Holdings sarl
Powergen Luxembourg Investments sarl
Powergen US Investments Corp.

By: /s/ David Jackson

Name: David Jackson
Title: Company Secretary and General Counsel