One Monument Circle, Indianapolis, Indiana

RATE HL PRIMARY DISTRIBUTION, SUB-TRANSMISSION AND TRANSMISSION VOLTAGES

AVAILABILITY:

Available for power and lighting service at standard primary distribution, sub-transmission, or transmission line voltages. Delivery voltage to be determined by the Company. Minimum contract two thousand (2,000) kilowatts of demand. Not for resale.

CHARACTER OF SERVICE:

Standard Characteristics: Three phase, sixty cycle alternating current, delivered and metered at one point on Customer's premises, at primary distribution voltage (approximately 4,160 or 13,200 volts), sub-transmission voltage (approximately 34,500 volts), or transmission voltage (approximately 138,000 or 345,000 volts). All distribution transformers, lines and other equipment on the Customer's side of the point of delivery shall be installed, owned, operated and maintained by the Customer.

Non-Standard Characteristics: If the Customer desires service necessitating transformers (including circuit breakers, supporting structure and supplementary equipment) which do not conform to the standards of the Company as to design, voltage ratio or capacity, or if the Customer desires the exclusive use and/or control of the transformers (whether standard or non-standard), such transformers shall be installed, owned, operated and maintained by the Customer, and the point of delivery in either case shall be at the high voltage side of the transformers.

LOW-LOAD FACTOR SERVICE:

Any existing transmission voltage customer with an annual average billing load factor less than 15 percent during the preceding 12 months, will be charged the low-load factor transmission rate. The annual average billing load factor shall be calculated by dividing the preceding 12-month total billed KWH of usage by the number of hours in the preceding billing year, and then dividing that total by the highest monthly KW of billing demand for the preceding year.

RATE:

The Customer Charge; plus the sum of the Demand Charge and the Energy Charge adjusted according to the "Power Factor" clause shown hereafter; plus the Standard Contract Riders shown hereafter in the Standard Contract Riders Applicable section.

Customer Charge

For service at primary distribution voltage	\$130.00
For service at sub-transmission voltage	\$215.00
For service at transmission voltage	\$500.00
For low-load factor service at transmission voltage	\$508.21

Demand Charge

For service at primary distribution voltage (4,160 or 13,200 volts)

All KW of billing demand per month @ \$27.95 net per KW

For service at sub-transmission voltage (34,500 volts)

All KW of billing demand per month @ \$25.00net per KW

For service at transmission voltage (138,000 or 345,000 volts)

All KW of billing demand per month @ \$24.09 net per KW

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One Monument Circle, Indianapolis, Indiana

RATE HL (Continued)

Demand Charge (Continued)

For low-load factor service at transmission voltage (138,000 or 345,000 volts) All KW of billing demand per month @ \$15.06 net per KW

Energy Charge

For service at primary distribution voltage	4.0606¢ net per KWH
For service at sub-transmission voltage	4.0410¢ net per KWH
For service at transmission voltage	3.9873¢ net per KWH
For low-load factor service at transmission voltage	6.0210 ¢ net per KWH

DETERMINATION OF BILLING DEMAND:

The billing demand shall be the average of the three (3) highest fifteen (15) minute interval demands, expressed in kilowatts, established by the Customer during the billing month under consideration, but not less than seventy-five percent (75%) of the highest billing demand that has been established in any of the immediately preceding eleven (11) months, and in no case less than two thousand (2,000) kilowatts.

POWER FACTOR:

The Customer's bill will be adjusted by multiplying the sum of the demand and energy charges by the multiplier set out in the table below whenever the average monthly power factor of his operation varies from eighty-five percent (85%) lagging, as determined by suitable instruments connected at the point where the energy and the demand are measured for billing purposes. In determining the average power factor for the month, no credit will be given for leading power factor. Any equipment installed to control or to correct the power factor shall be of such design, and it shall be so controlled and operated at all times, that its use will not create any undesirable operating characteristics (including voltage rise) in the supply circuits, beyond the limits of good practice.

POWER FACTOR	MULTI- PLIER	POWER FACTOR	MULTI- PLIER	POWER FACTOR	MULTI- PLIER	POWER FACTOR	MULTI- PLIER
1.00	.951	.87	.9919	.74	1.0563	.61	1.1661
.99	.9535	.86	.9958	.73	1.0627	.60	1.1785
.98	.9562	.85	1.0000	.72	1.0694	.59	1.1897
.97	.9590	.84	1.0041	.71	1.0764	.58	1.2025
.96	.9618	.83	1.0085	.70	1.0835	.57	1.2159
.95	.965	.82	1.0131	.69	1.0913	.56	1.2300
.94	.9677	.81	1.0178	.68	1.0992	.55	1.2455
.93	.9709	.80	1.0230	.67	1.1075	.54	1.2607
.92	.9741	.79	1.0277	.66	1.1161	.53	1.2773
.91	.9774	.78	1.0330	.65	1.1255	.52	1.2950
.90	.981	.77	1.0386	.64	1.1347	.51	1.3136
.89	.9844	.76	1.0442	.63	1.1447	.50	1.3335
.88	.9881	.75	1.0500	.62	1.1551		

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d/b/a AES Indiana One Monument Circle, Indianapolis, Indiana

RATE HL (Continued)

MINIMUM CHARGE PER MONTH:

The sum of the Customer Charge and Demand Charge, which is to be in no case for less than two thousand (2,000) kilowatts.

STANDARD CONTRACT RIDERS APPLICABLE:

No. 1	Customer Load Characteristics	see Page 150	
No. 3	Transmission, Distribution and Storage System Improvement Charge	see Page 153	
No. 4	Additional Charges for Transformers and Other Facilities	_	
	Furnished by Company to Customer	see Page 154	
No. 6	Fuel Cost Adjustment	see Page 157	
No. 8	Off-Peak Service	see Page 160	
No. 9	Net Metering	see Page 161	
No. 13	Air Conditioning Load Management Adjustment	see Page 165	
No. 14	Interruptible Power	see Page 166	
No. 16	Excess Distributed Generation Credit	see Page 172	
No. 17	Curtailment Energy	see Page 175	
No. 19	Interruptible Demand Response	see Page 179.1	
No. 20	Environmental Compliance Cost Recovery Adjustment	see Page 179.2	
No. 21	Green Power Initiative	see Page 179.3	
No. 22	Demand-Side Management Adjustment	see Page 179.5	
No. 23	Market Based Demand Response Rider	see Page 179.6	
No. 24	Capacity Adjustment	see Page 179.7	
No. 25	Off-System Sales Margin Adjustment	see Page 179.8	
No. 26	Regional Transmission Organization Adjustment	see Page 179.9	
No. 27	Economic Development Rider	see Page 179.92	

PAYMENT:

The above rates and charges are net. If the net bill is not paid within seventeen (17) days after its date of issue, a charge will be added in the amount of ten percent (10%) of the first Three Dollars (\$3.00) plus three percent (3%) of the excess of Three Dollars (\$3.00).

STANDARD TERM:

Five years.

RULES:

Service hereunder shall be subject to the Company's Rules and Regulations for Electric Service, and to the Rules and Standards of Service for the Electrical Public Utilities of Indiana prescribed by the Indiana Utility Regulatory Commission, as the same are now in effect, and as they may be changed from time to time hereafter.

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