with the Fund's investment objectives, policies, and restrictions.

10. The Trust will disclose in its prospectus the existence, substance, and effect of any order granted pursuant to the application. In addition, each Fund relying on the requested order will hold itself out to the public as employing the management structure described in the application. The prospectus will prominently disclose that the adviser has ultimate responsibility (subject to oversight by the Board) to oversee the Subadvisers and recommend their hiring, termination, and replacement.

11. Within 60 days of the hiring of any Subadviser, the affected Fund will furnish its shareholders (or, if the Fund serves as a funding medium for any subaccount of a registered separate account, the unitholders of the Sub-account) with all information about the new Subadviser that would be included in a proxy statement, except as modified to permit Aggregate Fee Disclosure. This information will include Aggregate Fee Disclosure and any change in such disclosure caused by the addition of a new Subadviser. The Adviser will meet this condition by providing shareholders (or, if the Fund serves as a funding medium for any sub-account of a registered separate account, unitholders of the sub-account) with an information statement meeting the requirements of Regulation 14C, Schedule 14C and Item 22 of Schedule 14A under the Exchange Act, exempt as modified by the order to permit Aggregate Fee Disclosure.

12. No trustee or officer of the Trust or director or officer of the Adviser will own directly or indirectly (other than through a pooled investment vehicle that is not controlled by such person) any interest in a Subadviser, except for: (a) Ownership of interests in the Subadviser or any entity that controls, is controlled by, or is under common control with the Adviser; or (b) ownership of less than 1% of the outstanding securities of any class of equity or debt of any publicly-traded company that is either a Subadviser or controls, is controlled by, or is under common control with a Subadviser.

For the SEC, by the Division of Investment Management, pursuant to delegated authority.

Margaret H. McFarland,

Deputy Secretary.

[FR Doc. 99–25500 Filed 9–30–99; 8:45 am] BILLING CODE 8010–01–M

SECURITIES AND EXCHANGE COMMISSION

[Release No. 35-27078]

Filings Under the Public Utility Holding Company Act of 1935, as amended ("Act")

September 24, 1999.

Notice is hereby given that the following filing(s) has/have been made with the Commission pursuant to provisions of the Act and rules promulgated under the Act. All interested persons are referred to the application(s) and/or declaration(s) for complete statements of the proposed transaction(s) summarized below. The application(s) and/or declarations(s) and any amendments is/are available for public inspection through the Commission's Branch of Public Reference.

Interested persons wishing to comment or request a hearing on the applications(s) and/or declaration(s) should submit their views in writing by October 19, 1999, to the Secretary, Securities and Exchange Commission, Washington, D.C. 20549-0609, and serve a copy on the relevant applicant(s) and/or declarant(s) at the address(es) specified below. Proof of service (by affidavit or, in case of an attorney at law, by certificate) should be filed with the request. Any request for hearing should identify specifically the issues of facts or law that are disputed. A person who so requests will be notified of any hearing, if ordered, and will receive a copy of any notice or order issued in the matter. After October 19, 1999, the application(s) and/or declaration(s), as filed or as amended, may be granted and/or permitted to become effective.

Ohio Valley Electric Corporation (70-8527)

Ohio Valley Electric Corporation ("Ohio Valley"), 3932 U.S. Route 23, P.O. Box 468, Piketon, Ohio 45661, an electric public utility subsidiary company of American Electric Power Company, Inc. ("AEP"), a registered holding company, has filed a posteffective amendment to its declaration filed under sections 6(a) and 7 of the Act and rule 54 under the Act.

By orders dated December 28, 1994, December 12, 1996, and March 4, 1998 (HCAR Nos. 26203, 26624, and 26835, respectively) ("Existing Authorization"), Ohio Valley was authorized to incur short-term debt through the issuance and sale of notes to banks or other financial institutions in an aggregate amount not to exceed \$50 million outstanding at any one time, from time to time through December 31, 2001, provided that no notes mature later than June 30, 2002.

Ohio Valley now proposes that the authorization in the Existing Authorization be increased so that Ohio Valley may issue and sell notes ("Notes") in an aggregate amount not to exceed \$100 million outstanding at any one time, from time to time through December 31, 2003. The Notes will mature not more than 270 days after the date of issuance or renewal, provided that no Notes will mature later than June 30, 2004. The Notes will bear interest at an annual rate not greater than the prime commercial rate of Citibank, N.A. (or its successor) in effect from time to time. These credit arrangements may require the payment of a fee not greater than 1/5 of 1% per annum of the size of the line of credit made available by the bank and the maintenance of additional balances of not greater than 20% of the line of credit. The maximum effective annual interest cost will not exceed 125% of the prime commercial rate in effect from time to time, or not more than 10% on the basis of a prime commercial rate of 8%

The proceeds of the short-term debt incurred by Ohio Valley will be added to its general funds and used to pay its general obligations and for other corporate purposes, including coal supply inventory.

Northeast Utilities, et al. (70-8875)

Northeast Utilities ("Northeast"), 174 Brush Hill Avenue, West Springfield, Massachusetts 01090-0010, a registered holding company, Northeast's public utility subsidiaries, The Connecticut Light and Power Company ("CL&P"), 107 Selden Street, Berlin, Connecticut 06037, Western Massachusetts Electric Company ("WMECO"), 174 Brush Hill Avenue, West Springfield, Massachusetts 01090–0010, Holyoke Water Power Company ("Holvoke"). Canal Street, Holyoke, Massachusetts 01040, and Public Service Company of New Hampshire ("PSNH") and North Atlantic Energy Corporation ("North Atlantic''), each at 1000 Elm Street, Manchester, New Hampshire 03015, and Northeast's nonutility subsidiaries, NU Enterprises, Inc., Northeast Generation Service Company, Northeast Generation Company, Select Energy, Inc., and Mode 1 Communications, Inc., each at 107 Selden Street, Berlin, Connecticut 06037, (collectively, "Applicants") have filed a post-effective amendment to their application-declaration filed under sections 6(a), 7, 9(a), 10, and 12(b) of the Act and rules 43 and 45 under the Act.

By orders dated November 20, 1996, February 11, 1997, March 25, 1997, May 29, 1997, January 16, 1998, and May 13, 1999 (HCAR Nos. 26612, 26665, 26692, 26721, 26816, and 27022), the Commission authorized, among other things, short-term borrowing, subject to certain limits, for Northeast, CL&P, and WMECO through December 31, 2000 ("Authorization Period").1 The shortterm borrowings for NU, CL&P, and WMECO include a revolving credit facility to which CL&P and WMECO are parties ("Existing System Revolver") and an unsecured revolving credit facility for Northeast ("Existing Northeast Facility"). Both the Existing System Revolver and the Existing Northeast Facility expire on November 21, 1999.

Applicants now seek authorization for: (1) Replacement of the Existing System Revolver and Existing Northeast Facility with various short-term borrowings subject to the parameters described below; (2) WMECO to increase its short-term borrowing limit from \$150 million to \$250 million for the remainder of the Authorization Period; and (3) Northeast to increase its short-term borrowing limit from \$200 million to \$400 million for the remainder of the Authorization Period. No change is requested with respect to the limits on short-term debt borrowings for CL&P, PSNH, Holyoke, or North Atlantic.

The short-term borrowings ("Debt") for Northeast, CL&P, and WMECO ("Borrowers") will take a variety of forms, including short-term notes issued to bank and nonbank lending institutions through formal and informal credit lines, commercial paper issuances, open account advances by Northeast to certain of its subsidiaries, and use of the Northeast system money pool. The effective cost of money on the Debt will not exceed 400 basis points over the base rate in effect from time to time of the lending bank or financial institution or, if no such base rate is identified, the base rate in effect from time to time of a representative money center bank. The maturity of the Debt will not exceed 364 days. The fees, commissions, or other expenses paid in connection with the issuance of the Debt or the entering into of credit facilities will not exceed 3% of the principal amount of the Debt. Borrowings from banks and other financial institutions may be either unsecured or secured. To the extent required, the provision of any collateral

to secure Debt will be approved by applicable state regulatory commissions. Specific terms of any Debt will be determined by the Borrowers at the time of issuance and will comply with these parameters.

Northeast Utilities (70–9343)

Northeast Utilities ("NU"), a registered holding company, located at 174 Brush Hill Avenue, West Springfield, Massachusetts 01090–0010 has filed a post-effective amendment to its declaration under section 12(b) of the Act and rule 45 under the Act.

By order dated November 12, 1998 (HCAR No. 26939) ("Order"), the Commission authorized NU and NEWCO (now known as NU Enterprises ("NUEI"))² to, among other things, provide guarantees and similar forms of credit support or enhancements (collectively, "Guarantee") to, or for the benefit of NUEI, NUEI's nonutility subsidiaries, or NU's other to-be-formed direct or indirect energy-related companies, as defined in rule 58 under the Act, in an aggregate amount not to exceed \$75 million, at any one time, through December 31, 1999.

By order dated May 19, 1999, the Commission authorized an increase in Guarantee authority from \$75 million to \$250 million. NU and NUEI now propose to increase the Guarantee authority from \$250 million to \$500 million and to extend the date through which guarantees may be provided through December 31, 2002, under the terms and conditions of the Order.³

LG&E Energy Corp. (70-9523)

LG&E Energy Corp. ("LG&E Corp."), 200 West Main Street, Louisville, Kentucky 40232, a Kentucky corporation and an electric and gas public utility holding company currently exempt under section 3(a)(1)from all provisions of the Act except section 9(a)(2),⁴ has filed an application for an order under sections 9(a)(2) and 10 of the Act. LG&E Corp. seeks authorization of its proposed indirect acquisition of a reconstituted Western Kentucky Energy Corp. ("WKEC"), an indirect wholly owned nonutility subsidiary of LG&E Corp., in connection with a consolidation among WKEC and two other nonutility subsidiaries of LG&E Corp., with WKEC as the

surviving corporation ("Transaction"). The application also requests (1) an order under section 3(a)(1) declaring LG&E Corp. and its wholly owned subsidiary, LG&E Capital Corp. ("LG&E Capital"), exempt from all provisions of the Act except section 9(a)(2), following the Transaction, and (2) an order under section 3(a)(2) declaring LG&E Corp.'s subsidiary, Kentucky Utilities Company ("KUC"), exempt from all provisions of the Act except section 9(a)(2), following the Transaction.⁵

LG&E Corp. and Subsidiaries

LG&E Corp. has two wholly owned public utility subsidiaries, Louisville Gas and Electric Company ("LG&E") and KUC. LG&E, a Kentucky corporation, is engaged primarily in the generation, transmission and distribution of electricity to approximately 360,000 customers in Louisville and adjacent areas in Kentucky. LG&E's service area covers approximately 700 square miles in 17 counties in Kentucky with an estimated population of one million. LG&E also purchases, distributes and sells natural gas to approximately 289,000 customers within this service area and in limited additional areas. Included within LG&E's service area is the Fort Knox Military Reservation, to which LG&E transports gas and provides electric service, but which maintains its own distribution systems.

Retail sales rates, services and other aspects of LG&E's electric and gas retail operations are subject to the jurisdiction of the Kentucky Public Service Commission ("Kentucky Commission"). The Kentucky Commission also has regulatory authority over aspects of LG&E's financial activities including security issuances, property transfers involving asset values in excess of \$100,000, and mergers with other utilities. Wholesale rates for electric energy sold in interstate commerce. wheeling rates for every transmission in interstate commerce, and certain other activities of LG&E (including its hydroelectric facilities) are subject to the jurisdiction of the Federal Energ Regulatory Commission ("FERC").

LG&E owns 4.9% of the common stock of Ohio Valley Electric Corporation ("OVEC"), which has one wholly owned subsidiary, Indiana-

¹The order dated May 13, 1999 (HCAR No. 27022) includes a reservation of jurisdiction "over Money Pool borrowings by PSNH that are attributable to contributions by WMECO, pending the approval of the [Massachusetts Department of Telecommunications and Energy]."

 $^{^2\,\}rm NUEI$ is engaged, through the use of multiple subsidiaries, in various energy related and other activities.

³Rule 52 exempts NUEI's financial transactions with its associate companies from Commission jurisdiction, however, this information is provided for background purposes.

⁴LG&E Corp.'s exemption was granted by order of the Commission. *See LG&E Energy Corp.*, Holding Co. Act Release No. 26866 (April 30, 1998).

⁵ KUC currently is a Kentucky electric utility and public utility holding company exempt under section 3(a)(2) by order of the Commission from all provisions of the Act except section 9(a)(2). See Kentucky Utilities Company, 29 S.E.C. 289 (1949); KU Energy Corporation, Holding Co. Act Release No. 25409 (Nov. 13, 1991). The Commission recently affirmed KUC's exemption under section 3(a)(2). See LG&E Energy Corp., Holding Co. Act Release No. 26866 (April 30, 1998).

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Kentucky Electric Corp. ("IKEC"). Each of OVEC and IKEC is an electric utility company under the Act. For each of the three years in the period ended December 31, 1998, LG&E derived less than 0.15% of its income from its share of the earnings of OVEC.

KUC, a Kentucky and Virginia corporation, is engaged in producing, transmitting and selling electric energy to approximately 449,00 customers in over 600 communities and adjacent suburban and rural areas in 77 counties in central, southeastern and western Kentucky, and to approximately 29,000 customers in 5 counties in southwestern Virginia. In Virginia, KUC operates under the name Old Dominion Power Company. KUC also sells electric energy at wholesale for resale in 12 municipalities in Kentucky.

KUC is subject to the jurisdiction of the Kentucky Commission and the Virginia State Corporation Commission as to retail rates and service, accounts, issuance of securities and in other respects. The FERC has jurisdiction over certain of the electric utility facilities and operations, wholesale sale of power and related transactions and accounting practices of KUC, and in certain other respects. By reason of owning and operating a small amount of electric utility property in one county in Tennessee (having a gross book value of about \$226,000), KUC also may be subject to the jurisdiction of the Tennessee Regulatory Authority as to retail rates, accounts, issuance of securities and in other respects.

KUC owns 2.5% of the common stock of OVEC. KUC also owns 20% of Electric Energy, Inc. ("EEI"), an Illinois corporation and an electric utility company under the Act. EEI was formed in the early 1950s to provide electric energy to a uranium enrichment plant located near Paducah, Kentucky. The enrichment plant was originally operated by the Atomic Energy Commission and the Department of Energy and is operated today by the United States Enrichment Corporation. EEI owns the Joppa Plant, a 1,015 Mw coal-fired electric generating plant located near Joppa, Illinois, and six 161 kilovolt transmission lines which transmit power from the Joppa Plant to the Paducah enrichment plant. EEI's common sock is held by KUC and three other utility companies. EEI sells its excess electricity to its sponsoring utilities for resale. The uranium enrichment facility is EEI's only enduser customer. For each of the three years in the period ended December 31, 1998, KUC derived less than 3% of its net income from its share of the earnings of EEI and OVEC.

LG&E CORP. has two other directly owned subsidiaries, LG&E Energy Foundation, Inc., a tax-exempt charitable foundation and LG&E Capital, which is involved in numerous nonutility, energy-related businesses through various subsidiaries and joint ventures. Through its subsidiaries, LG&E Capital has interests in and operates electric power plants in several states and Spain. Each of these facilities is a qualifying cogeneration facility under the Public Utility Regulatory Policies Act of 1978, an exempt wholesale generator ("EWG") under section 32 of the Act or a foreign utility company ("FUCO") under section 33 of the Act. LG&E Capital also has interests in and operates three natural gas distribution companies in Argentina, each of which is a FUCO. LG&E Capital is involved through various subsidiaries in energy marketing and trading and, with respect to natural gas, LG&E Capital also is involved through subsidiaries in the gathering, processing, storage and transportation of natural gas.6

For the year ended December 31, 1998, approximately 16% of LG&E Corp.'s consolidated operating revenues and 18% of its consolidated operating income were derived from the nonutility businesses. As of December 31, 1998, approximately 20% of LG&E Corp.'s consolidated assets were invested in nonutility businesses. For the twelve months ended March 31, 1999, approximately 19% of LG&E Corp.'s consolidated operating revenues and 23% of its consolidated operating income were derived from nonutility businesses. As of March 31, 1999, approximately 22% of LG&E Corp.'s consolidated assets were invested in nonutility businesses

For the year ended December 31, 1998, LG&E Corp.'s operating revenues on consolidated basis were \$2.002 billion of which approximately \$659 million was derived from LG&E's electric operations, \$192 million was derived from LG&E's gas operations and \$810 million was derived from KUC's electric operations. Consolidated assets for LG&E Corp. and its subsidiaries as of December 31, 1998 were approximately \$4.8 billion, of which approximately \$3.0 billion consisted of electric utility assets and \$300 million consisted of gas utility assets. As of April 30, 1999, there were 129,677,030 outstanding shares of the common stock of LG&E Corp. LG&E Corp. has no preferred stock outstanding.

Description of Proposed Transaction

In the Transaction, LG&E Corp. proposes to acquire a reconstituted WKEC indirectly, through the merger of two indirect nonutility subsidiaries of LG&E Corp.—WKE Corp. and WKE Station Two Sub Inc. ("Station Two") into WKEC, with WKEC as the surviving corporation.

WKE Corp. currently is a direct, wholly owned subsidiary of LG&E Capital and the parent company of WKEC and Station Two. WKE Corp. currently is certified as an EWG and Station Two is a nonutility company under the Act.⁷ Each of WKE Corp., WKEC and Station Two was formed in connection with a series of transactions involving Big Rivers Electric Corporation ("Big Rivers"), a nonassociate utility company. Under these transactions, WKEC leases the generating facilities of Big Rivers and conducts the day-to-day operations of these facilities. Station Two operates a generating facility of the City of Henderson, Kentucky, that was previously operated by Big Rivers. LG&E Energy Marketing, Inc. ("LEM"), another indirect nonutility subsidiary of LG&E Corp., agreed to purchase electricity from the Big Rivers' facilities and the City of Henderson's facility. The electricity from the City of Henderson was previously purchased by Big Rivers. These transactions took effect in July 1998.8

Because the City of Henderson's generating facility serves retail customers, WKEC cannot operate this facility and maintain its status as an EWG. Therefore, the duties and responsibilities relating to the Big Rivers' facilities and the City of Henderson's facility were divided among WKE Corp., WKEC, Station Two and LEM, even though these duties were previously performed by one company, Big Rivers.

LG&E Corp. has determined that the separation of the duties and responsibilities among WKE Corp., WKEC, Station Two and LEM, and the constraints imposed upon WKEC in order to maintain its certification as an

⁶ Effective June 30, 1998 LG&E Corp. discontinued its merchant trading and sales business and announced its plans to sell its natural gas gathering and processing business. LG&E Corp., however, intends to maintain the technical systems and personnel necessary to engage in power marketing sales from assets it owns or controls, including LG&E, KUC and WKEC.

⁷ In this regard, LG&E Corp. has received a noaction letter from the staff of the Commission confirming that Station Two's activities would not cause it to be deemed an electric utility company under the Act. *See WKE Station Two, Inc/Big Rivers Electric Corporation,* SEC No-Action Letter (July 13, 1998).

⁸ The Big Rivers transactions are described in more detail in the no-action letter. *See supra* note 7

EWG have led to numerous operational inefficiencies. Consequently, LG&E Corp. now desires to combine WKE Corp., WKEC and Station Two, with WKEC as the surviving corporation. LG&E Corp. also may transfer certain related contracts for the sale of energy, capacity and ancillary services from LEM to WKEC. The Transaction is intended to simplify and consolidate responsibility within a single company, WKEC, for operation and management of all of the generating assets in western Kentucky that are operated by LG&E Corp.'s affiliates, and for the sale of power and ancillary services from those facilities. Following the Transaction, WKEC will cease to meet the requirements of an EWG, will decertify as an EWG and will become an electric utility company under the Act. Therefore, consummation of the Transaction will result in the indirect acquisition of an electric utility company by LG&E Corp.

The application states that the Transaction is expected to result in substantial benefits to the public, investors and consumers, including significant economies of scale, reduced labor costs and reduced corporate and administrative expenses through the elimination of redundancies and inefficiencies. As an example, the application notes that the Transaction will promote more efficient use of the labor force currently divided among WKE Corp., WKEC and Station Two, and will eliminate the need to maintain separate computer systems and books and records for each of those companies.

Proposed Post-Transaction Exemptions

LG&E Corp. states that, following the Transaction, it will continue to qualify as an exempt holding company under section 3(a)(1) of the Act, and LG&E Capital will qualify as an exempt holding company under section 3(a)(1)of the Act, because each of LG&E Corp. and LG&E Capital, and each of its public utility company subsidiaries from which it derives a material part of its income, will be a Kentucky corporation, will continue to be predominantly intrastate in character and will continue to conduct its utility business substantially within the Commonwealth of Kentucky.9

LG&E Corp. also states that, following the Transaction, KUC will continue to qualify as an exempt holding company under section 3(a)(2) of the Act because KUC is predominantly a public utility company whose operations, as such, do not extend beyond the Commonwealth of Kentucky.

For the Commission by the Division of Investment Management, under delegated authority.

Margaret H. McFarland,

Deputy Secretary. [FR Doc. 99–25501 Filed 9–30–99; 8:45 am] BILLING CODE 8010–01–M

SMALL BUSINESS ADMINISTRATION

Data Collection Available for Public Comments and Recommendations

ACTION: Notice and request for comments.

SUMMARY: In accordance with the Paperwork Reduction Act of 1995, this notice announces the Small Business Administration's intentions to request approval on a new, and/or currently approved information collection.

DATES: Submit comments on or before November 30, 1999.

ADDRESSES: Send all comments regarding whether this information collection is necessary for the proper performance of the function of the agency, whether the burden estimate is accurate, and if there are ways to minimize the estimated burden and enhance the quality of the collection, to Bruce Taylor, Financial Specialist, Office of the Denver Finance Center, Small Business Administration, 721 19th Street 4th Fl., Denver, CO 80202.

FOR FURTHER INFORMATION CONTACT:

Bruce Taylor, Financial Specialist, 303– 844–0171 or Curtis B. Rich, Management Analyst, 202–205–7030.

SUPPLEMENTARY INFORMATION:

Title: "FFS Vendor Request Form". *Form No:* 1851A.

Description of Respondents: Outside Vendors.

Annual Responses: 300. Annual Burden: 25.

Jacqueline White,

Chief, Administrative Information Branch. [FR Doc. 99–25607 Filed 9–30–99 8:45 am] BILLING CODE 8025–01–P

LG&E Corp. for purposes of section 3(a)(1) because LG&E Corp. does not derive a material part of its income from EEI (less than 3% in each of the last three years).

SMALL BUSINESS ADMINISTRATION

Reporting and Recordkeeping Requirements Under OMB Review

AGENCY: Small Business Administration. ACTION: Notice of Reporting Requirements Submitted for OMB Review.

SUMMARY: Under the provisions of the Paperwork Reduction Act (44 U.S.C. Chapter 35), agencies are required to submit proposed reporting and recordkeeping requirements to OMB for review and approval, and to publish a notice in the **Federal Register** notifying the public that the agency has made such a submission.

DATES: Submit comments on or before November 1, 1999. If you intend to comment but cannot prepare comments promptly, please advise the OMB Reviewer and the Agency Clearance Officer before the deadline.

COPIES: Request for clearance (OMB 83–1), supporting statement, and other documents submitted to OMB for review may be obtained from the Agency Clearance Officer.

ADDRESSES: Address all comments concerning this notice to: Agency Clearance Officer, Jacqueline White, Small Business Administration, 409 3rd Street, SW, 5th Floor, Washington, DC 20416; and OMB Reviewer, Office of Information and Regulatory Affairs, Office of Management and Budget, New Executive Office Building, Washington, DC 20503.

FOR FURTHER INFORMATION CONTACT: Jacqueline White, Agency Clearance

Officer, (202) 205–7044. SUPPLEMENTARY INFORMATION:

Title: Size Status Declaration. *Form No.:* 480. *Frequency:* On Occasion. *Description of Respondents:* Small Business Investment Companies.

Annual Responses: 4,200. Annual Burden: 700.

Dated: September 24, 1999.

Jacqueline White,

Chief, Administrative Information Branch. [FR Doc. 99–25528 Filed 9–30–99; 8:45 am] BILLING CODE 8025–01–P

SMALL BUSINESS ADMINISTRATION

Reporting and Recordkeeping Requirements Under OMB Review

AGENCY: Small Business Administration. **ACTION:** Notice of reporting requirements submitted for OMB review.

SUMMARY: Under the provisions of the Paperwork Reduction Act (44 U.S.C.

⁹ In this regard, LG&E Corp. states that neither OVEC nor IKEC will be a subsidiary of LG&E Corp. for purposes of the Act following the Transaction because LG&E Corp.'s total indirect ownership of OVEC will be 7.4%. Although EEI will be a subsidiary of LG&E Corp. for purposes of the Act following the Transaction, and EEI is not a Kentucky corporation, LG&E Corp. states that EEI will not be a material public utility subsidiary of