

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the matter of the Application of The)	
Empire District Electric Company for)	
authority to issue and sell under its)	
existing Indenture of Mortgage and Deed)	
of Trust dated as of September 1, 1944,)	Case No. EF-2011-0393
as amended and supplemented, up to and)	
including \$250,000,000 principal amount)	
of its First Mortgage Bonds, in one or more)	
series and to, among other things, execute)	
and deliver a Supplemental Indenture or)	
Indentures to provide for the terms of)	
said Bonds.)	

NOTICE OF COMPLIANCE

COMES NOW The Empire District Electric Company ("Empire" or the "Company") and states to the Commission as follows:

1. On August 24, 2011, the Commission issued an Order Granting Application ("Order") in the referenced case. The authority granted by the Order was subject to a number of conditions recommended by the Commission's staff.

Among those were the following filing requirements:

b. Applicant shall be required to file with the Commission all final terms and conditions on this financing including, but not limited to, the aggregate principal amount to be sold or borrowed, price information, estimated expenses, and the loan or indenture agreement concerning each issuance.

2. Empire on May 30, 2013, issued \$150 million in two new series of its first mortgage bonds pursuant to the authority granted by the Order and designated "\$30,000,000 First Mortgage Bonds, 3.73% Series due 2033" and "\$120,000,000 First Mortgage Bonds, 4.32% Series due 2043" (together, the "Bonds").

3. Pursuant to the above requirement, Empire submits herewith (1) a 39th Supplemental Indenture dated as of May 30, 2013, (2) summary of terms and conditions of the Bonds, (3) an estimate of expenses associated with the issuance of the Bonds, and (4) a pricing and allocations detail sheet concerning the Bonds.

Respectfully submitted,

/s/ Paul A. Boudreau
Paul A. Boudreau Mo. Bar #33155
BRYDON, SWEARENGEN & ENGLAND P.C.
P.O. Box 456
Jefferson City, MO 65102-0456
(573) 635-7166
(573) 634-7431 (fax)
paulb@brydonlaw.com

Attorneys for The Empire District
Electric Company

Certificate of Service

I hereby certify that a true and correct copy of the above and foregoing document was sent by U.S. Mail, postage prepared, or hand-delivered, or e-mailed on this 5th day of June, 2013, to:

General Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102

Mr. Lewis R. Mills, Jr.
Office of the Public Counsel
P.O. Box 7800
Jefferson City, MO 65102

/s/ Paul A. Boudreau
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