

**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, )  
as amended and supplemented, up to and )  
including \$200,000,000 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. )

Case No. EF-2004-0109

**MOTION FOR LEAVE TO AMEND APPLICATION**

Comes now The Empire District Electric Company ("Empire"), by and through counsel, pursuant to Commission Rule 4 CSR 240-2.080 (20) for leave to amend its Application in this case. In support thereof, Empire states as follows:

1. On August 25, 2003, Empire caused to be filed an Application for authority to subject its works and system located in the State of Missouri as security for the issuance and sale of up to and including \$200,000,000 principal amount of its First Mortgage Bonds authorized by a Registration Statement on file with the federal Securities and Exchange Commission.

2. On November 3, 2003, Empire redeemed three series of its outstanding First Mortgage Bonds and refinanced those obligations by the issuance of \$62,000,000 of its senior unsecured notes, a type of transaction that does not require Commission approval.

3. Thereafter, on December 17, 2003 Empire issued and sold 2,000,000 shares of its Common Stock, \$1.00 par value. Upon the exercise by the underwriters of their over-allotment option under the Underwriting Agreement, Empire issued and sold an additional 300,000 shares of its Common Stock, \$1.00 par value, on January 8, 2004. In each such

case, no prior Commission approval was required under applicable law.

4. Each of the transactions described in paragraphs 2 and 3 took place pursuant to Amendment No. 1 to Empire's Registration Statement (Appendix 3 to the Application). Consequently, these recent financing activities have (1) changed Empire's financial circumstances from those described in the original Application, and (2) necessitated a change in the nature of the relief being requested in this case.

5. Concurrently herewith, Empire is filing an Amended Application, the purpose of which is to address the intervening financing activities described above, to update financial statements appended to the Application to reflect these activities and to update the nature of the relief being sought from the Commission. These amendments will present much more current and accurate financial information for the Commission to consider in making its decision in this case.

6. No party will be prejudiced by this amendment.

WHEREFORE, for good cause shown, Empire requests leave to file its Amended Application in this case and for such other orders and relief as may be appropriate in the circumstances.

Respectfully submitted,



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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 prepaid, or hand-delivered, on this 27<sup>th</sup> day of January 2004, to:

Denny Frey, Deputy General Counsel  
Missouri Public Service Commission  
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John Coffman  
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