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PPL CORP  
Form 8-K  
August 24, 2001

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 16, 2001

PPL Corporation

-----  
(Exact Name of Registrant as Specified in Its Charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| Pennsylvania                                      | 1-11459                     | 23-2758192                           |
| -----   | -----                       | -----                                |
| (State or other jurisdiction<br>of Incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |

Two North Ninth Street, Allentown, Pennsylvania 18101-1179

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(Address of principal executive offices)

Registrant's Telephone Number, including Area Code: (610) 774-5151

PPL Montana, LLC

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(Exact Name of Registrant as Specified in Its Charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| Delaware  | 333-50350                   | 54-1928759                           |
| -----   | -----                       | -----                                |
| (State or other jurisdiction<br>of Incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |

303 North Broadway, Suite 400, Billings, Montana 59101

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(Address of principal executive offices)

Registrant's Telephone Number, including Area Code: (406) 869-5100

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ITEM 5. OTHER EVENTS

SHAREHOLDER SUIT AGAINST  
THE MONTANA POWER COMPANY AND PPL MONTANA, LLC

On August 16, 2001, a purported class-action lawsuit was filed by a group of shareholders of The Montana Power Company ("MPC") against MPC, the directors of MPC, certain unnamed advisors and consultants of MPC, and PPL Montana, LLC ("PPLM"). The lawsuit was filed in the Montana state court for Silver Bow County, Montana. The plaintiffs allege, among other things, that MPC was required to, and did not, obtain shareholder approval of the sale of MPC's generation assets to PPLM in 1999.

Although most of the claims in the complaint are against MPC, its board of directors, and its consultants and advisors, one claim is asserted against PPLM. That claim alleges that PPLM was privy to and participated in a strategy whereby MPC would sell its generation assets to PPLM without first obtaining MPC shareholder approval, and that PPLM has made net profits in excess of \$100 million as the result of this illegal sale.

The complaint requests that the court impose a "resulting and/or constructive trust" on both the generation assets themselves and the alleged \$100 million of net profits realized by PPLM from such assets. The complaint also seeks 10% per annum interest on the amounts subject to the trust.

PPLM will have 20 days from the date that it was formally served with the complaint to serve and file its response. PPLM is unable to predict the outcome of this matter.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

PPL CORPORATION

By: /s/ James E. Abel

James E. Abel  
Vice President - Finance and Treasurer

PPL MONTANA, LLC

By: /s/ Paul A. Farr

Paul A. Farr  
Vice President, Chief Financial Officer  
and Assistant Secretary

Dated: August 24, 2001

