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PPL CORP  
Form 424B5  
December 10, 2002

Filed pursuant to Rule 424(b) (5)  
Registration No. 333-85716

PROSPECTUS SUPPLEMENT  
(TO PROSPECTUS DATED July 22, 2002)

182,200 SHARES

PPL CORPORATION

COMMON STOCK

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Pursuant to a Sales Agency Agreement dated November 21, 2002 between PPL Corporation (the "Company") and Salomon Smith Barney Inc. ("SSB"), which has been filed as an exhibit to a report on Form 8-K filed with the SEC on November 21, 2002, and which is incorporated by reference herein, the Company has sold, through SSB, as agent of the Company, 182,200 shares of the Company's common stock, par value \$0.01 per share (the "Common Stock"), pursuant to ordinary brokers' transactions on the New York Stock Exchange (the "NYSE").

182,200 shares of Common Stock were sold from December 2, 2002 through December 6, 2002.

|  |                 |
|--|-----------------|
| Gross Proceeds to Company .....  | \$ 5,952,111.00 |
| Commission to Agent .....  | \$ 18,220.00    |
| Net Proceeds to Company .....  | \$ 5,933,711.63 |
| On December 6, 2002 the last reported sales price<br>of the Common Stock on the NYSE was ..... | \$ 31.95        |

Note: SEC Fees were not used in arriving at any of the above figures.

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Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined if this prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

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THIS PROSPECTUS SUPPLEMENT IS DATED DECEMBER 10, 2002.