

AMERICAN ELECTRIC POWER CO INC

Form 4

May 05, 2015

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**POWERS ROBERT P**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**AMERICAN ELECTRIC POWER  
CO INC [AEP]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
**1 RIVERSIDE PLAZA**  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/01/2015**

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)  
**Executive Vice President, COO**

**COLUMBUS, OH 43215**

6. Individual or Joint/Group Filing (Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/01/2015		F	Amount <u>3,357</u> (1) (D)	\$ <u>57.03</u> (4)	3,642	D
Common Stock	05/01/2015		M	Amount <u>4,427</u> (2) (A)	\$ <u>56.59</u> (5)	8,069	D
Common Stock	05/01/2015		F	Amount <u>2,122</u> (D) (5)	\$ <u>56.59</u> (5)	5,947	D
Common Stock	05/01/2015		D	Amount <u>2,305</u> (D) (5)	\$ <u>56.59</u> (5)	3,642	D
Common Stock	05/01/2015		M	Amount <u>4,272</u> (3) (A)	\$ <u>56.59</u> (5)	7,914	D

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Common Stock	05/01/2015	F	2,048	D	\$ 56.59 (5)	5,866	D
Common Stock	05/01/2015	D	2,224	D	\$ 56.59 (5)	3,642	D
Common Stock	05/04/2015	S	841	D	\$ 56.92	2,801	D
Common Stock	05/04/2015	S	300	D	\$ 56.95	2,501	D
Common Stock	05/04/2015	S	100	D	\$ 56.97	2,401	D
Common Stock	05/04/2015	S	301	D	\$ 57	2,100	D
Common Stock	05/04/2015	S	200	D	\$ 57.01	1,900	D
Common Stock	05/04/2015	S	200	D	\$ 57.02	1,700	D
Common Stock	05/04/2015	S	1,200	D	\$ 57.035	500	D
Common Stock	05/04/2015	S	300	D	\$ 57.04	200	D
Common Stock	05/04/2015	S	200	D	\$ 57.06	0	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	(2)	05/01/2015		M	4,427	05/01/2015	05/01/2015		4,427

Restricted  
Stock  
Units

Common  
Stock

Restricted  
Stock  
Units

(3)

05/01/2015

M

4,272

05/01/2015

05/01/2015

Common  
Stock

4,272

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director

10% Owner

Officer

Other

POWERS ROBERT P  
1 RIVERSIDE PLAZA  
COLUMBUS, OH 43215

Executive Vice President, COO

## Signatures

/s/ Thomas G. Berkemeyer, Attorney-in-Fact for Robert P.  
Powers

05/05/2015

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) A portion of Mr. Power's restricted stock units (6,999) that were granted on 1/25/2012 vested on 5/1/2015. Upon vesting, 3,357 restricted stock units were withheld to satisfy the reporting person's tax liability.
- (2) A portion of Mr. Power's restricted stock units (4,427) that were granted on 2/26/2013 vested on 5/1/2015. Upon vesting, 2,122 restricted stock units were withheld to satisfy the reporting person's tax liability and the remaining restricted stock units were settled in cash.
- (3) A portion of Mr. Power's restricted stock units (4,272) that were granted on 12/10/2013 vested on 5/1/2015. Upon vesting, 2048 restricted stock units were withheld to satisfy the reporting person's tax liability and the remaining restricted stock units were settled in cash.
- (4) Value is based on share price of \$57.03 which was the closing price of the stock.
- (5) Value is based on 20 day average closing price of \$56.59.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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