Trehan Rita Form 4 January 04, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

Number: 3235-0287

Synings: January 31,

Expires: 2005
Estimated average

burden hours per response... 0.5

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Form 4 or Form 5 obligations may continue. See Instruction

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

(Print or Type Responses)

1(b).

| 1. Name and Address of Reporting Person * Trehan Rita | | | 2. Issuer Name and Ticker or Trading Symbol AES CORP [AES] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
|---|------------|----------|---|--|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | (Check an applicable) | | |
| | | | (Month/Day/Year) | Director 10% Owner | | |
| 4300 WILSON BOULEVARD | | ARD | 12/30/2011 | X Officer (give title Other (specify below) Vice President Human Resources | | |
| | (Street) | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | |
| ARLINGTON | , VA 22203 | | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | |

| (City) | (State) | (Zip) Tabl | e I - Non-D | erivative | Secur | rities Acq | uired, Disposed o | f, or Beneficial | ly 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. Securi on(A) or Di (Instr. 3, | spose 4 and (A) or | d of (D) | 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 | 12/30/2011 | | M | 2,412 | A | <u>(1)</u> | 14,151 (3) | D | |
| Common Stock | 12/30/2011 | | F | 809 | D | \$ 11.84 | 13,342 | D | |
| Common Stock | | | | | | | 285 (4) | I | By 401(k) Plan |

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

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number.

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. Transacti Code (Instr. 8) | 5. Number own Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exer Expiration D (Month/Day/ | ate | 7. Title and A Underlying S (Instr. 3 and | Securities | 8. P. Derri Sect (Ins |
|---|---|---|---|---------------------------------------|--|---|--------------------|---|--|-----------------------------|
| | | | | Code V | ŕ | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock Units | <u>(1)</u> | 12/30/2011 | | M | 2,412 | (2) | (2) | Common Stock | 2,412 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
| reporting Owner Hame / Hauress | |

Director 10% Owner Officer Other

Trehan Rita Vice President
4300 WILSON BOULEVARD Human
ARLINGTON, VA 22203 Resources

Signatures

Rita Trehan 01/04/2012

**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) Each restricted stock unit was the economic equivalent of one share of AES Common Stock.
- (2) Exercisable Date was 12/30/2011 and Expiration Date was 12/30/2011.
- (3) Previously included in Column 5 of Table 1. Therefore, the amount of securities beneficially owned following the stock settlement of the restricted stock unit award did not increase.
- (4) Between 10/17/2011 and 12/30/2011, the reporting person acquired 285 shares of AES Common Stock pursuant to The AES Retirement Savings Plan. This information was based on a plan statement dated December 30, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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