

AMERICAN ELECTRIC POWER CO INC

Form 4

May 05, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Zebula Charles E

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)
05/01/2014

____ Director
 Officer (give title below) _____ Other (specify below)
Executive Vice President

COLUMBUS, OH 43215

4. If Amendment, Date Original Filed(Month/Day/Year)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | Code V Amount (A) or (D) Price | | | |
| Common Stock | 05/01/2014 | | F | 894 ⁽¹⁾ D \$ 53.87 ₍₄₎ | 6,389 | D | |
| Common Stock | 05/01/2014 | | F | 921 ⁽²⁾ D \$ 53.87 ₍₄₎ | 5,468 | D | |
| Common Stock | 05/01/2014 | | M | 1,875 ₍₃₎ A \$ 52.082 ₍₅₎ | 7,343 | D | |
| Common Stock | 05/01/2014 | | F | 625 D \$ 52.082 ₍₅₎ | 6,718 | D | |
| | 05/01/2014 | | D | 1,250 D | 5,468 | D | |

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- (2) A portion of Mr. Zebula's restricted stock units (2,761) that were granted on 1/25/2012 and on 4/25/2013 vested on 5/1/2014. Upon vesting, 921 restricted stock units were withheld to satisfy the reporting person's tax liability.
- (3) A portion of Mr. Zebula's restricted stock units (1,875) that were granted on 2/26/2013 vested on 5/1/2014. Upon vesting, 625 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 \$53.87 which was the closing price of the stock.
- (5) Value is based on 20 day average closing price of \$52.082

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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