

Akins Nicholas K
Form 4
May 02, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Akins Nicholas K

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)

3. Date of Earliest Transaction
(Month/Day/Year)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

President, CEO

AMERICAN ELECTRIC POWER, 1
RIVERSIDE PLAZA

(Street)

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

COLUMBUS, OH 43215

(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)			
				(A) or (D)	Price					
Common Stock	05/01/2019		M	V	9,985 (1)	A	\$ 83.67 (4)	148,376	D	
Common Stock	05/01/2019		F		4,528	D	\$ 83.67 (4)	143,848	D	
Common Stock	05/01/2019		D		5,457	D	\$ 83.67 (4)	138,391	D	
Common Stock	05/01/2019		F		4,733 (2)	D	\$ 84.95 (5)	133,658	D	
Common Stock	05/01/2019		F		4,524 (3)	D	\$ 84.95 (5)	129,134	D	

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Common Stock	05/02/2019	S	<u>11,152</u> <u>(6)</u>	D	\$ 84.938 <u>(7)</u>	117,982	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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)	Amount or Number of Shares
Restricted Stock Units	(1)	05/01/2019		M	9,985	05/01/2019 05/01/2019	Common Stock	9,985

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Akins Nicholas K AMERICAN ELECTRIC POWER 1 RIVERSIDE PLAZA COLUMBUS, OH 43215			President, CEO	

Signatures

/s/ Thomas G. Berkemeyer, Attorney-in-Fact for Nicholas K. Akins
 **Signature of Reporting Person
 Date: 05/02/2019

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)

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A portion of Mr. Akins' restricted stock units (9,985) that were granted on 2/23/2016 vested on 5/1/2019. Upon vesting, 4,528 restricted stock units were withheld to satisfy the reporting person's tax liability and the remaining restricted stock units were settled in cash.

- (2) A portion of Mr. Akins' restricted stock units (10,435) that were granted on 2/20/2017 vested on 5/1/2019. Upon vesting, 4,733 restricted stock units were withheld to satisfy the reporting person's tax liability.
- (3) A portion of Mr. Akins' restricted stock units (9,974) that were granted on 2/20/2017 vested on 5/1/2019. Upon vesting, 4,524 restricted stock units were withheld to satisfy the reporting person's tax liability.
- (4) Value is based on 20 day average stock closing price.
- (5) Value is based on closing price of the stock.
- (6) Sold pursuant to a 10b5-1 Plan executed on November 29, 2018.

This transaction was executed in multiple trades at prices ranging from \$84.72 to \$85.20. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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.