

POWERS ROBERT P
Form 4
February 03, 2005

FORM 4

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

OMB APPROVAL

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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 *
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)
02/02/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP of AEPSC (subsidiary)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount or Price | | |
| Common Stock | 02/02/2005 | | M | | 8,333 A \$ 27.95 | 8,333 | D |
| Common Stock | 02/02/2005 | | M | | 58,666 A \$ 27.06 | 66,999 | D |
| Common Stock | 02/02/2005 | | S | | 1,066 D \$ 35.34 | 65,933 | D |
| Common Stock | 02/02/2005 | | S | | 1,900 D \$ 35.35 | 64,033 | D |
| Common Stock | 02/02/2005 | | S | | 14,600 D \$ 35.4 | 49,433 | D |

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| | | | | | | | | |
|--------------|------------|---|--------|---|----------|--------------------------|---|----------------|
| Common Stock | 02/02/2005 | S | 39,100 | D | \$ 35.38 | 10,333 | D | |
| Common Stock | 02/02/2005 | S | 1,600 | D | \$ 35.39 | 8,733 | D | |
| Common Stock | 02/02/2005 | S | 1,100 | D | \$ 35.42 | 7,633 | D | |
| Common Stock | 02/02/2005 | S | 200 | D | \$ 35.47 | 7,433 | D | |
| Common Stock | 02/02/2005 | S | 500 | D | \$ 35.48 | 6,933 | D | |
| Common Stock | 02/02/2005 | S | 500 | D | \$ 35.46 | 6,433 | D | |
| Common Stock | 02/02/2005 | S | 5,033 | D | \$ 35.5 | 1,400 | D | |
| Common Stock | 02/02/2005 | S | 500 | D | \$ 35.32 | 900 | D | |
| Common Stock | 02/02/2005 | S | 300 | D | \$ 35.33 | 600 | D | |
| Common Stock | 02/02/2005 | S | 600 | D | \$ 35.36 | 0 | D | |
| Common Stock | | | | | | 2,450.524 ⁽¹⁾ | I | By 401(k) Plan |

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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock | \$ 27.95 | 02/02/2005 | | M | 8,333 | 01/01/2005 ⁽²⁾ | 12/10/2013 | Common Stock | 8,333 |

Option
(right to
buy)

Employee
Stock

| | | | | | | | | |
|-----------------------------|----------|------------|---|--------|---------------------------|------------|-----------------|------|
| Option (right to buy) | \$ 27.06 | 02/03/2005 | M | 58,666 | 01/01/2004 ⁽³⁾ | 09/25/2012 | Common Stock | 58,6 |
|-----------------------------|----------|------------|---|--------|---------------------------|------------|-----------------|------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| POWERS ROBERT P 1 RIVERSIDE PLAZA COLUMBUS, OH 43215 | | | EVP of AEPSC (subsidiary) | |

Signatures

| | |
|--|------------|
| /s/ Thomas G. Berkemeyer, Attorney-in-Fact for Robert P. Powers | 02/03/2004 |
|--|------------|

__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) Between 10/24/01 and 02/01/05, the reporting person acquired 2,017.524 shares/units of AEP common stock under the AEP 401(k) Plan. This information is based on a plan statement dated as of 02/01/05.
- (2) The option vests in three equal annual installments beginning on January 1, 2005
- (3) The option vests in three equal annual installments beginning on January 1, 2004

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.