AMERICAN ELECTRIC POWER CO INC
Form 4
May 03, 2017

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Barton Lisa M

(Last) (First) (Middle)

AMERICAN ELECTRIC POWER, 1 RIVERSIDE PLAZA

(Street)

COLUMBUS, OH 43215

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
05/01/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Executive Vice President

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

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	05/01/2017		M		1,969 (1)	A	$ 67.64 (4)	1,969	D	
Common Stock	05/01/2017		F		944	D	$ 67.64 (4)	1,025	D	
Common Stock	05/01/2017		D		1,025	D	$ 67.64 (4)	0	D	
Common	05/01/2017		M		1,831	A	$	1,831	D	

Stock				(2)		67.64 (4)			
Common Stock	05/01/2017		F	878	D	$ 67.64 (4)	953	D	
Common Stock	05/01/2017		D	953	D	$ 67.64 (4)	0	D	
Common Stock	05/01/2017		M	1,391 (3)	A	$ 67.64 (4)	1,391	D	
Common Stock	05/01/2017		F	667	D	$ 67.64 (4)	724	D	
Common Stock	05/01/2017		D	724	D	$ 67.64 (4)	0	D	

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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(1)	05/01/2017		M		1,969		05/01/2017	05/01/2017	Common Stock	1,969
Restricted Stock Units	(2)	05/01/2017		M		1,831		05/01/2017	05/01/2017	Common Stock	1,831
	(3)	05/01/2017		M		1,391		05/01/2017	05/01/2017		1,391

Restricted Stock Units	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Barton Lisa M AMERICAN ELECTRIC POWER 1 RIVERSIDE PLAZA COLUMBUS, OH 43215			Executive Vice President	

Signatures

/s/ Thomas G. Berkemeyer, Attorney-in-Fact for Lisa M. Barton	05/03/2017
**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 Ms. Barton's restricted stock units (1,969) that were granted on 12/10/2013 vested on 5/1/2017. Upon vesting, 944 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 Ms. Barton's restricted stock units (1,831) that were granted on 2/24/2015 vested on 5/1/2017. Upon vesting, 878 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 Ms. Barton's restricted stock units (1,391) that were granted on 2/23/2016 vested on 5/1/2017. Upon vesting, 667 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 20 day average closing price of $67.64.

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.