

AMERICAN ELECTRIC POWER CO INC  
Form DEFA14A  
March 16, 2009

**SCHEDULE 14A**

**(Rule 14a-101)**

**INFORMATION REQUIRED IN PROXY STATEMENT**

**SCHEDULE 14A INFORMATION**

**Proxy Statement Pursuant to Section 14(a) of the Securities**

**Exchange Act of 1934**

**(Amendment No. )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement  **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to Rule 14a-12.

**American Electric Power Company, Inc.**

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

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Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

**IMPORTANT ANNUAL SHAREHOLDERS MEETING**

**INFORMATION YOUR VOTE COUNTS!**

**Important Notice Regarding the Availability of Proxy Materials for the**

**American Electric Power Company, Inc. Shareholder Meeting to be Held on April 28, 2009**

Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the annual shareholders meeting are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the annual meeting are on the reverse side. Your vote is important!

**This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. The proxy statement and annual report to shareholders are available at:**

**Easy Online Access A Convenient Way to View Proxy Materials and Vote**

**When you go online to view materials, you can also vote your shares.**

**Step 1:** Go to [www.envisionreports.com/AEP](http://www.envisionreports.com/AEP) to view the materials.

**Step 2:** Click on **Cast Your Vote or Request Materials**.

**Step 3:** Follow the instructions on the screen to log in.

**Step 4:** Make your selection as instructed on each screen to select delivery preferences and vote.

**When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.**

**Obtaining a Copy of the Proxy Materials** If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed on the reverse side on or before April 18, 2009 to facilitate timely delivery.

**Shareholder Meeting Notice & Admission Ticket**

**The Annual Meeting of Shareholders of American Electric Power Company, Inc. will be held on April 28, 2009 at the Intercontinental Stephen F. Austin Hotel, 701 Congress Avenue, Austin, Texas, at 9:30 a.m. Central Time.**

**Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations.**

**The Board of Directors recommends that you vote FOR the following proposals:**

1. Election of the following Directors:

E. R. Brooks	Donald M. Carlton
Ralph D. Crosby, Jr.	Linda A. Goodspeed
Thomas E. Hoaglin	Lester A. Hudson, Jr
Michael G. Morris	Lionel L. Nowell III
Richard L. Sandor	Kathryn D. Sullivan
Sara Martinez Tucker	John F. Turner
2. Approve amendment to the Certificate of Incorporation eliminating cumulative voting and supporting the Board of Directors adoption of majority voting in director elections.
3. Ratification of the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2009.

**Please note: This is not a proxy. To vote your shares you must vote online or request a set of printed proxy materials to receive a proxy card. If you wish to attend and vote at the meeting, please bring this notice and identification with you.**

**Directions to the 2009 Annual Meeting of Shareholders of American Electric Power Company, Inc.**

Directions to Intercontinental Stephen F. Austin Hotel

From I-35 going south, take Exit 234B (12th Street/Capitol). Continue until you reach 8th Street. Turn right onto 8th Street, continue until you reach Congress Avenue. Turn left onto Congress Avenue, continue until you reach 7th Street. Turn left onto 7th Street. Hotel will be immediately on your left. Please use the hotel's valet parking at the 7th Street entrance.

From I-35 going north, take Exit 234C (6th-12th). Turn left onto 6th Street. Continue until you reach Congress Avenue. Turn right onto Congress Avenue, continue until you reach 7th Street. Turn right onto 7th Street. Hotel will be immediately on your left. Please use the hotel's valet parking at the 7th Street entrance.

**Here's how to order a copy of the proxy materials and select future delivery preference:**

- **Telephone** Call us free of charge at 1-866-641-4276 using a touch-tone phone and follow the instructions to log in and order a set of proxy materials.

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- **Internet** Go to [www.envisionreports.com/AEP](http://www.envisionreports.com/AEP). Follow the instructions to log in and order a set of proxy materials.
  
- **Email** Send an email message with Proxy Materials American Electric Power in the subject line and, in the body of the message, your full name and address and the three numbers located in the shaded bar on the reverse to [investorvote@computershare.com](mailto:investorvote@computershare.com).

To facilitate timely delivery, all requests for a paper copy of the proxy materials must be received by April 18, 2009.