

AMERICAN ELECTRIC POWER CO INC
Form 8-K
April 25, 2012

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) April 24, 2012

AMERICAN ELECTRIC POWER COMPANY, INC.
(Exact Name of Registrant as Specified in Its Charter)

1-3525 New York 13-4922640
(Commission File Number) (State or Other Jurisdiction of (IRS Employer Identification
Incorporation) No.)

1 Riverside Plaza, Columbus, OH 43215
(Address of Principal Executive Offices) (Zip Code)

614-716-1000
(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07

Submission of Matters to a Vote of Security Holders.

American Electric Power Company, Inc. (the “Company”) held its annual meeting of shareholders (the “Annual Meeting”) on April 24, 2012 in Tulsa, Oklahoma. At the Annual Meeting, the shareholders approved four proposals. The proposals are described in detail in the Proxy Statement.

Proposal 1

The Company’s shareholders elected twelve individuals to the Board of Directors (the “Board”) as set forth below:

| Name | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|----------------------|-------------|------------------|-------------|---------------------|
| Nicholas K. Akins | 315,542,239 | 1,829,051 | 1,292,056 | 90,651,225 |
| David J. Anderson | 315,619,664 | 1,899,433 | 1,144,269 | 90,651,225 |
| James F. Cordes | 310,829,351 | 6,665,278 | 1,167,434 | 90,651,225 |
| Ralph D. Crosby, Jr. | 310,872,217 | 6,619,955 | 1,170,563 | 90,651,225 |
| Linda A. Goodspeed | 315,124,880 | 2,335,999 | 1,202,487 | 90,651,225 |
| Thomas E. Hoaglin | 310,704,918 | 6,776,758 | 1,181,390 | 90,651,225 |
| Michael G. Morris | 311,758,243 | 5,443,386 | 1,461,084 | 90,651,225 |
| Richard C. Notebaert | 310,748,515 | 6,736,435 | 1,178,301 | 90,651,225 |
| Lionel L. Nowell III | 314,993,797 | 2,503,863 | 1,165,706 | 90,651,225 |
| Richard L. Sandor | 314,237,643 | 3,228,316 | 1,197,407 | 90,651,225 |
| Sara Martinez Tucker | 315,078,090 | 2,309,162 | 1,276,114 | 90,651,225 |
| John F. Turner | 312,060,015 | 5,424,654 | 1,178,697 | 90,651,225 |

Proposal 2

The Company’s shareholders approved the American Electric Power System Senior Officer Incentive Plan as set forth below:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 300,065,599 | 15,476,881 | 3,120,668 | 90,651,225 |

Proposal 3

The Company’s shareholders approved the appointment of Deloitte & Touche LLP as the Company’s independent registered public accounting firm for the 2012 fiscal year as set forth below:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 402,607,370 | 5,464,740 | 1,240,706 | — |

Proposal 4

The Company’s shareholders approved the advisory vote on executive compensation as set forth below:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 300,584,234 | 14,235,017 | 3,844,315 | 90,651,225 |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

AMERICAN ELECTRIC POWER COMPANY, INC.

| | |
|--------|--------------------------|
| By: | /s/ Thomas G. Berkemeyer |
| Name: | Thomas G. Berkemeyer |
| Title: | Assistant Secretary |

April 25, 2012