




American Electric Power Company, Inc.

AEP NYSE

Utilities - Electric

Market Capitalization USD: **\$18,336.05 mm**

CONCERN LEVEL: LOW

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Nicholas K. Akins

Age: 51 CEO Since: 2011

	2009	2010	2011
Base Salary	\$1,254,808	\$1,270,442	\$1,305,480
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$0	\$1,579,785	\$1,500,000
Benefits and Perquisites	\$572,230	\$512,969	\$591,087
TOTAL ANNUAL COMPENSATION	\$1,827,038	\$3,363,196	\$3,396,567
Increase in Post-Retirement Benefits	\$446,490	\$341,768	\$477,339
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$5,265,750	\$5,321,150	\$5,313,000
TOTAL COMPENSATION	\$7,539,278	\$9,026,114	\$9,186,906
Median of Other Named Executive Officers Total Compensation	\$2,568,553	\$3,673,729	\$2,788,362
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$3,803,347	\$5,287,150	\$11,005,252
TOTAL REALIZED EQUITY COMPENSATION	\$3,803,347	\$5,287,150	\$11,005,252

Proxy Date: 14 Mar 2012

Annual Meeting Date: 24 Apr 2012

Equity Reserves: 3.88%

Stock Option Run Rate: 0.00%

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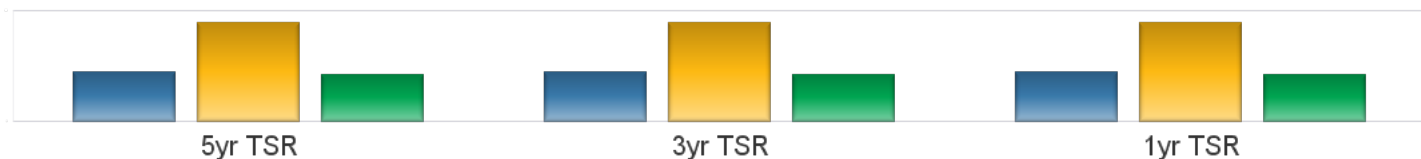
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Performance Comparison

■ vs S&P500 ■ vs Industry ■ AEP



Peer Comparisons (TRBC) =Utilities - Electric

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
AEP	American Electric Power Company, Inc.	\$7,539,278	\$9,026,114	\$9,186,906	\$18,336,050,978
SO	Southern Company (The)	\$10,804,474	\$16,029,754		\$35,997,007,376
EXC	Exelon Corporation	\$12,210,448	\$9,418,399	\$11,716,004	\$28,216,940,926
DUK	Duke Energy Corporation	\$6,927,663	\$8,815,181		\$26,608,418,555
NEE	NextEra Energy, Inc.	\$14,756,417	\$13,560,217		\$22,794,331,437
FE	FirstEnergy Corp.	\$12,441,091	\$11,627,657		\$18,782,100,185
PEG	Public Service Enterprise Group Incorporated	\$8,715,970	\$9,233,814	\$4,377,156	\$16,883,624,713

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps.

Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Energy Companies: Centerpoint Energy, Inc., Constellation Energy Group, Inc., Dominion Resources, Inc., Duke Energy Corporation, Edison International, Entergy Corporation, Exelon Corporation, FirstEnergy Corp., NextEra Energy, Inc., PG&E Corporation, Public Service Enterprise Group Inc., Sempra Energy, Southern Company (The), Xcel Energy Inc.

General Industry: 3M Company, Bristol-Myers Squibb Company, Caterpillar Inc., CSX Corporation, Goodyear Tire & Rubber Company, Northrop Grumman Corporation, PPG Industries, Inc., Schlumberger N.V., Sunoco, Inc., Textron Inc., Union Pacific Corporation, Weyerhaeuser Company.

Performance Peer Group

Electric utility and multi-utility companies included in the S&P 500 Index.

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Lester A. Hudson	Chairman	71	Male	25	Outside Related
James F. Cordes	Member	71	Male	3	Outside
Ralph D. Crosbv	Member	64	Male	6	Outside
Richard C. Notebaert	Member	65	Male	1	Outside
Thomas E. Hoaglin	Member	62	Male	4	Outside