

AES CORP

Form 4

October 16, 2007

**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 \*  
**ODEEN PHILIP A**

(Last) (First) (Middle)

**C/O THE AES  
CORPORATION, 4300 WILSON  
BOULEVARD**

(Street)

**ARLINGTON, VA 22203**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**AES CORP [AES]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**10/12/2007**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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 Ownership (Instr. 4)
Common Stock			Code V	Amount (D) Price	15,000	I	by Joint Ownership

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)**

# Edgar Filing: AES CORP - Form 4

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)	8. I
				Code	V	(A)	(D)	
Units	(1) (2)	10/12/2007		A	6,477	(1)(2)	(1)(2)	Common Stock 6,477 \$
Stock Options (Right to Buy)	\$ 21.44	10/12/2007		A	5,027	(3)	10/12/2017	Common Stock 5,027 \$

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
ODEEN PHILIP A C/O THE AES CORPORATION 4300 WILSON BOULEVARD ARLINGTON, VA 22203	X

## Signatures

Philip A. Odeen 10/16/2007  
 \*\*Signature of Date  
 Reporting Person

## 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).

Pursuant to the Amended and Restated Deferred Compensation Plan for Directors of The AES Corporation (the "Company"), Non Employee Directors may elect to defer receipt of annual cash compensation otherwise payable to such Director in the form of stock units on the day that the Non Employee Director is elected to the Board of Directors for the plan year for which a stock unit election is made or on a date determined by the Board of Directors. As previously disclosed in the Company's Form 10-K/A for the year ended December 31, 2006 earlier this year, the Board instituted a moratorium on granting long term compensation awards. On October 12, 2007, the Board lifted the moratorium and issued annual compensation awards to Non Employee Directors. A Non Employee Director is not eligible to make a withdrawal from his/her deferred account until such Director ceases to be a Board member.

(2)

## Edgar Filing: AES CORP - Form 4

Footnote #1 Continued. This distribution will be made as soon as practicable after the date the Director terminates service on the Board, and will be made in accordance with the Director's Distribution Election Notification.

- This stock option award was granted pursuant to The AES Corporation 2001 Stock Option Plan for Outside Directors. As previously disclosed in the Company's Form 10-K/A for the year ended December 31, 2006 earlier this year, the Board instituted a moratorium on
- (3) granting long term compensation awards. On October 12, 2007, the Board lifted the moratorium on granting long term compensation awards and issued annual compensation awards to Non Employee Directors. This award will vest in three equal annual installments such that one third will vest on 10/12/2008, one third will vest on 10/12/2009, and the remaining third will vest on 10/12/2010.

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.