

**UNITED STATES
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 17, 2023

AMERICAN ELECTRIC POWER COMPANY, INC.

(Exact Name of Registrant as Specified in Its Charter)

New York

1-3525

13-4922640

(State or Other Jurisdiction of
Incorporation)

(Commission File Number)

(IRS Employer Identification
No.)

AEP TRANSMISSION COMPANY, LLC

Delaware

333-217143

46-1125168

(State or Other Jurisdiction of
Incorporation)

(Commission File Number)

(IRS Employer Identification
No.)

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

43215

(Zip Code)

(Registrant's Telephone Number, Including Area Code)

(614) 716-1000

(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))

Securities registered pursuant to Section 12(b) of the Act:

Registrant	Title of each class	Trading Symbol(s)	Name of each exchange on which registered
American Electric Power Company, Inc.	Common Stock, \$6.50 par value	AEP	The NASDAQ Stock Market LLC
American Electric Power Company, Inc.	6.125% Corporate Units	AEPZ	The NASDAQ Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

☐

Item 1.01. Entry into a Material Definitive Agreement.

The disclosure under Item 1.02 of this Current Report on Form 8-K is incorporated herein by reference.

Item 1.02. Termination of a Material Definitive Agreement.

As previously disclosed, on October 26, 2021, American Electric Power Company, Inc. (AEP), AEP Transmission Company, LLC (AEPTCo) and Liberty Utilities Co., a subsidiary of Algonquin Power & Utilities Corp. (Liberty) entered into a Stock Purchase Agreement (as amended from time to time, including by that certain First Amendment to the Stock Purchase Agreement, dated as of September 29, 2022, and that certain Second Amendment to the Stock Purchase Agreement, dated as of January 16, 2023, the "Stock Purchase Agreement"), pursuant to which AEP agreed to sell Kentucky Power Company (KPCo) and AEP Kentucky Transmission Company, Inc. (KTCO) to Liberty.

On April 17, 2023, AEP, AEPTCo and Liberty entered into a Mutual Termination Agreement (Termination Agreement) pursuant to which the Stock Purchase Agreement was terminated effective April 17, 2023. The parties entered the Termination Agreement because the conditions precedent to closing the sale could not be satisfied prior April 26, 2023, the date after which either party had the unilateral right to terminate the agreement. The Termination Agreement provides that each party releases the other from any claims or liabilities related to the Stock Purchase Agreement, including any termination fee or penalties and any costs and expenses incurred related to the terminated sale transaction.

Item 7.01 Regulation FD Disclosure.

Attached and incorporated herein by reference as Exhibit 99.1 is a copy of AEP's press release issued in connection with the Termination Agreement.

The information in this Item 7.01, including Exhibit 99.1, is being furnished, not filed, pursuant to Regulation FD.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits

99.1	American Electric Power Company, Inc. press release, dated April 17, 2023.
104	Cover Page Interactive Data File - The cover page iXBRL tags are embedded within the inline XBRL document

SIGNATURE

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

AMERICAN ELECTRIC POWER COMPANY, INC.
AEP TRANSMISSION COMPANY, INC.

By:	<u>/s/ David C. House</u>
Name:	David C. House
Title	Assistant Secretary

April 17, 2023