AES CORP Form 3 June 10, 2015

#### FORM 3

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement AES CORP [AES] Souza Fabian (Month/Day/Year) 06/01/2015 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 4300 WILSON BLVD (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director \_X\_ Form filed by One Reporting \_X\_\_ Officer Other Person ARLINGTON, VAÂ 22203 (give title below) (specify below) Form filed by More than One VP and Controller Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock  $10,234 \frac{(1)}{2}$ Common Stock 15,223 I by 401(k) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

3. Title and Amount of 1. Title of Derivative Security 2. Date Exercisable and 6. Nature of Indirect (Instr. 4) **Expiration Date** Securities Underlying Conversion Ownership Beneficial Ownership (Month/Day/Year) **Derivative Security** or Exercise Form of (Instr. 5) (Instr. 4) Price of Derivative Derivative Security:

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|                             | Date<br>Exercisable | Expiration<br>Date | Title           | Amount or<br>Number of<br>Shares | Security      | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |   |
|-----------------------------|---------------------|--------------------|-----------------|----------------------------------|---------------|--|---|
| Stock Option (Right to Buy) | (2)                 | 02/24/2016         | Common<br>Stock | 4,163                            | \$ 17.58      | D  | Â |
| Stock Option (Right to Buy) | (3)                 | 02/23/2017         | Common<br>Stock | 2,355                            | \$ 22.28      | D  | Â |
| Stock Option (Right to Buy) | (4)                 | 02/22/2018         | Common<br>Stock | 2,778                            | \$ 18.87      | D  | Â |
| Units                       | (5)                 | (5)                | Common<br>Stock | 1,035                            | \$ <u>(5)</u> | D  | Â |

### **Reporting Owners**

| Reporting Owner Name / Address                            | Relationships |           |                   |      |  |  |
|---|---------------|-----------|-------------------|------|--|--|
| 1   | Director      | 10% Owner | Officer           | Othe |  |  |
| Souza Fabian<br>4300 WILSON BLVD<br>ARLINGTON Â VAÂ 22203 | Â             | Â         | VP and Controller | Â    |  |  |

#### **Signatures**

/s/ Fabian Souza 06/10/2015

\*\*Signature of Date
Reporting Person

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- Consists of Restricted Stock Units ("RSUs") granted under The AES Corporation 2003 Long Term Compensation Plan which will vest in three equal annual installments from the date of grant if certain continuing employment conditions are satisfied. If such conditions are satisfied, each RSU entitles the holder to one share of AES Common stock for each RSU granted.
- This stock option award was granted pursuant to The AES Corporation 2003 Long Term Compensation Plan and vested in three equal annual installments. The first installment vested on 2/24/2007, the second installment vested on 2/24/2008 and the final installment vested on 2/24/2009.
- This stock option award was granted pursuant to The AES Corporation 2003 Long Term Compensation Plan and vested in three equal annual installments. The first installment vested on 2/23/2008, the second installment vested on 2/23/2009 and the final installment vested on 2/23/2010.
- This stock option award was granted pursuant to The AES Corporation 2003 Long Term Compensation Plan and vested in three equal annual installments. The first installment vested on 2/22/2009, the second installment vested on 2/22/2010 and the final installment vested on 2/22/2011.
- These units were awarded pursuant to the Restoration Supplemental Retirement Plan ("Restoration Plan"). Generally, units under this plan are paid out in cash following termination of employment or later as per the terms of the Restoration Plan document. Each unit represents a hypothetical AES investment equal to one share of AES Common Stock and units under the Restoration Plan are 100% vested upon award.

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.

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