

HEMPHILL ROBERT F JR

Form 4

February 13, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0287Expires: January 31,  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HEMPHILL ROBERT F JR

(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)

02/09/2006

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)

Executive VP

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) Price |                                                                                               |                                                          |                                                       |
| Common Stock                    | 02/09/2006                           |                                                    | S                              |                                                                   | 400    | D \$ 17.28       | 1,899,008                                                                                     | D                                                        |                                                       |
| Common Stock                    | 02/09/2006                           |                                                    | S                              |                                                                   | 9,600  | D \$ 17.27       | 1,889,408                                                                                     | D                                                        |                                                       |
| Common Stock                    | 02/09/2006                           |                                                    | S                              |                                                                   | 3,800  | D \$ 17.25       | 1,885,608                                                                                     | D                                                        |                                                       |
| Common Stock                    | 02/09/2006                           |                                                    | S                              |                                                                   | 1,800  | D \$ 17.23       | 1,883,808                                                                                     | D                                                        |                                                       |
| Common Stock                    | 02/09/2006                           |                                                    | S                              |                                                                   | 26,200 | D \$ 17.22       | 1,857,608                                                                                     | D                                                        |                                                       |

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|              |            |   |        |   |          |                        |   |
|--------------|------------|---|--------|---|----------|------------------------|---|
| Common Stock | 02/09/2006 | S | 2,600  | D | \$ 17.21 | 1,855,008              | D |
| Common Stock | 02/09/2006 | S | 55,600 | D | \$ 17.2  | 1,799,408              | D |
| Common Stock | 02/10/2006 | S | 1,400  | D | \$ 17.2  | 1,798,008              | D |
| Common Stock | 02/10/2006 | S | 200    | D | \$ 17.18 | 1,797,808              | D |
| Common Stock | 02/10/2006 | S | 11,300 | D | \$ 17.17 | 1,786,508              | D |
| Common Stock | 02/10/2006 | S | 5,200  | D | \$ 17.16 | 1,781,308              | D |
| Common Stock | 02/10/2006 | S | 13,000 | D | \$ 17.15 | 1,768,308              | D |
| Common Stock | 02/10/2006 | S | 1,800  | D | \$ 17.14 | 1,766,508              | D |
| Common Stock | 02/10/2006 | S | 4,600  | D | \$ 17.13 | 1,761,908              | D |
| Common Stock | 02/10/2006 | S | 1,800  | D | \$ 17.12 | 1,760,108              | D |
| Common Stock | 02/10/2006 | S | 900    | D | \$ 17.11 | 1,759,208              | D |
| Common Stock | 02/10/2006 | S | 1,200  | D | \$ 17.1  | 1,758,008              | D |
| Common Stock | 02/10/2006 | S | 9,600  | D | \$ 17.08 | 1,748,408              | D |
| Common Stock | 02/10/2006 | S | 1,300  | D | \$ 17.07 | 1,747,108              | D |
| Common Stock | 02/10/2006 | S | 13,500 | D | \$ 17.06 | 1,733,608              | D |
| Common Stock | 02/10/2006 | S | 4,200  | D | \$ 17.05 | 1,729,408              | D |
| Common Stock | 02/10/2006 | S | 5,200  | D | \$ 17.04 | 1,724,208              | D |
| Common Stock | 02/10/2006 | S | 9,800  | D | \$ 17.03 | 1,714,408              | D |
| Common Stock | 02/10/2006 | S | 5,000  | D | \$ 17.02 | 1,709,408              | D |
| Common Stock | 02/10/2006 | S | 10,000 | D | \$ 17    | 1,699,408              | D |
|              |            |   |        |   |          | 398,836 <sup>(1)</sup> | I |

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|                 |  |        |   |  |  |  |                   |
|-----------------|--|--------|---|--|--|--|-------------------|
| Common<br>Stock |  |        |   |  |  |  | by 401(k)<br>Plan |
| Common<br>Stock |  | 21,304 | I |  |  |  | by IRA            |

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)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 6) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                                     |

## Reporting Owners

| Reporting Owner Name / Address                                                                  | Relationships                             |
|-------------------------------------------------------------------------------------------------|-------------------------------------------|
|                                                                                                 | Director    10% Owner    Officer    Other |
| HEMPHILL ROBERT F JR<br>C/O THE AES CORPORATION<br>4300 WILSON BOULEVARD<br>ARLINGTON, VA 22203 | Executive<br>VP                           |

## Signatures

Robert F.  
Hemphill, Jr.                      02/13/2006

\_\_\_\_\_  
Signature of Reporting Person                      Date

## 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).

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(1) Balance of account as of 02/13/2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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