

Edgar Filing: SANT MR & MRS ROGER W - Form SC 13G/A

SANT MR & MRS ROGER W  
Form SC 13G/A  
February 14, 2002

CUSIP NO. 001300H105

13G

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. X)\*

The AES Corporation

-----  
(Name of Issuer)

Common Stock, Par Value \$0.01

-----  
(Title of Class of Securities)

001300H105

-----  
(CUSIP Number)

Check the following box if a fee is being paid with this statement / /. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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-----  
1. NAME OF REPORTING PERSON:  
SS. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Roger W. Sant  
-----

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

(a) / /  
(b) /X/  
-----

3. SEC USE ONLY  
-----

4. CITIZENSHIP OR PLACE OF ORGANIZATION:

United States of America  
-----

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER: 15,250,329  
6. SHARED VOTING POWER: 26,507,167  
7. SOLE DISPOSITIVE POWER: 15,250,329  
8. SHARED DISPOSITIVE POWER: 26,507,167  
-----

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

28,631,603  
-----

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9.) EXCLUDES CERTAIN SHARES:

/X/  
-----

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9.):

5.37%  
-----

12. TYPE OF REPORTING PERSON:

IN  
-----

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-----  
1. NAME OF REPORTING PERSON:  
SS. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Victoria P. Sant  
-----

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

(a) / /  
(b) /X/  
-----

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3. SEC USE ONLY

-----  
4. CITIZENSHIP OR PLACE OF ORGANIZATION:

United States of America  
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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER: 13,641,489

6. SHARED VOTING POWER: 26,507,167

7. SOLE DISPOSITIVE POWER: 13,641,489

8. SHARED DISPOSITIVE POWER: 26,507,167  
-----

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

26,766,651  
-----

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9.) EXCLUDES CERTAIN SHARES:

/X/  
-----

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9.):

5.02%  
-----

12. TYPE OF REPORTING PERSON:

IN  
-----

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Item 1.

(a) The Name of the Issuer:

The AES Corporation a Delaware corporation (the "Company")

(b) The Address of the Company's Principal Executive Offices:

1001 N. 19th Street  
Arlington, VA 22209

Item 2.

(a) Name of Persons Filing:

This statement is filed by Roger W. Sant and Victoria P. Sant,  
United States Citizens.

(b) Address of Principal Business Office or, if none, Residence:

Mr. Sant has a business address at 1001 N. 19th Street, Arlington,

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VA 22209. Mrs. Sant's address is Persimmon Tree Farm Landmark Road, Middleburg, VA 20118. The title of the class of equity securities to which this Statement relates is Common Stock, par value \$0.01 per share (the "Shares") of the Company. The CUSIP Number of the Company is 001300H105.

Item 3.

This item is not applicable.

Item 4. Ownership:

Mr. Sant holds dispositive power with respect to 35,000 shares held in N Street Trust, 399,740 shares in an Individual Retirement Account, 585,850 shares held by The AES Corporation Profit Sharing and Stock Ownership Plan, 13,125,162 shares held in Trust, 59,286 units under the Deferred Compensation Plan for Executive Officers, 731 units under the Deferred Compensation Plan for Directors, and 8,684 units under the

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Supplemental Retirement Plan. Mr. Sant currently has the right to acquire direct benefit ownership (within the meaning of rule 13d-3(d)(1) of 1,035,876 shares of common stock upon the exercise of stock options.

Mrs. Sant holds dispositive power for 13,382,005 shares held in Trust, and 259,484 shares held in an Individual Retirement Account.

Item 5. Ownership of Five Percent or Less of a Class:

This item is not applicable.

Item 6. Ownership of More Than Five Percent on Behalf of Another Person:

Mr. and Mrs. Sant are aware of Mr. and Mrs. Dennis W. Bakke, holders of more than 5% of AES Common Stock.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

This item is not applicable.

Item 8. Identification and Classification of Member of the Group:

This item is not applicable.

Item 9. Notice of Dissolution of Group:

This item is not applicable.

Item 10. Certification

This item is not applicable.

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SIGNATURE:

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true and complete and correct.

February 14, 2002

-----  
Date

/s/ ROGER W. SANT

-----  
Signature

Roger W. Sant, Chairman

-----  
Name/Title

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SIGNATURE:

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true and complete and correct.

February 14, 2002

-----  
Date

/s/ VICTORIA P. SANT

-----  
Signature

Victoria P. Sant

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Name/Title