At AEP, we believe in doing the right thing every time for our customers, each other and our future.
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Dear Fellow Employees:

Our brand is our most valuable asset. It is defined by every point of contact that every stakeholder has with us. The foundation of our brand is our belief that we do the right thing every time for our customers, each other and our future.

AEP’s Principles of Business Conduct outline how we live this belief through our behavior each and every day. We all share responsibility for protecting AEP’s brand and reputation. The Principles guide us in carrying out this responsibility and define both the ethical and legal standards by which we operate. No matter our role and responsibilities, we must act in accordance with only the highest standards of business. None of us should accept anything less.

The standards and expectations outlined in this booklet will help you understand AEP’s policies, standards and expectations. They will help you determine the supporting behaviors. Please use this book as your reference for the manner in which you carry out your work and how you treat others.

Our Principles of Business Conduct is our guidepost as we strive to power a new and brighter future for our customers and communities.

Nick Akins  
Chairman, President and Chief Executive Officer
PRINCIPLES OF BUSINESS CONDUCT OVERVIEW

1.1 OUR CULTURE
1.2 WHAT YOU SHOULD EXPECT
1.3 WHAT IS EXPECTED OF YOU
1.4 EXPECTATIONS OF ALL LEADERS
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1.1 OUR CULTURE

At AEP, we believe in doing the right thing every time for our customers, each other and our future.

OUR CUSTOMERS
› Connect with our customers.
› Deliver value.
› Be easy to work with.
› Strengthen our communities.

EACH OTHER
› Pursue Zero Harm.
› Be accountable.
› Assume positive intent.
› Embrace diversity.

OUR FUTURE
› Stay curious and innovate.
› Protect our environment.
› Grow our business.
› Be adaptable.
1.2 WHAT YOU SHOULD EXPECT

As an AEP employee, you have every right to demand that the company and your co-workers uphold the highest of ethical standards. AEP’s management tone is one of uncompromising integrity and highest ethical standards.

1.3 WHAT IS EXPECTED OF YOU

AEP expects all employees to behave ethically and legally according to the company’s Principles of Business Conduct. Because we hold each other responsible for our actions, it is your responsibility to ask questions, raise concerns or report potential violations. You are also expected to fully cooperate with internal investigations into potential violations or wrongdoing as well as any investigation conducted by a third party on behalf of AEP.

AEP expects employees to behave with integrity and regards a violation of the Principles of Business Conduct as a serious matter. Anyone who violates the policies described in the Principles of Business Conduct will be subject to disciplinary action up to and including termination.

Nothing in the Principles of Business Conduct, nor in any other company policy, prevents you from communicating, cooperating or filing a complaint with any governmental agency or authority. For additional information, see AEP’s Whistleblower Protection Policy and Policy on Retaliation Against Employees.
1.4 EXPECTATIONS OF ALL LEADERS

Leaders at AEP are expected to create an atmosphere where employees feel valued, safe and respected. As a leader, you are also expected to support a culture of compliance where employees can report concerns and potential violations without fear of retaliation. AEP’s leaders manage by motivation, not intimidation, and must clearly demonstrate AEP’s commitment to compliance with the Principles of Business Conduct through actions and behaviors.

1.5 OFFICE OF ETHICS & COMPLIANCE

In addition to monitoring and enforcing employees’ legal and ethical compliance, AEP’s Office of Ethics & Compliance is committed to raising the level of awareness of all AEP employees about the importance of ethics and compliance in the workplace. AEP’s Ethics & Compliance group administers AEP’s ethics and compliance program. The Chief Compliance Officer meets regularly with AEP’s Chief Executive Officer and Board of Directors’ corporate governance committee. An effective ethics and compliance program promotes an organizational culture that encourages the highest ethical standards of business conduct and a commitment to compliance with the law.
BUILDING THE RIGHT WORK CULTURE

2.1 WORKPLACE CONDUCT & INCLUSION

2.2 WORKPLACE SAFETY

2.3 ENVIRONMENTAL STEWARDSHIP
2.1 WORKPLACE CONDUCT & INCLUSION

AEP is committed to providing an inclusive workplace where discrimination and harassment are not tolerated. Employment-related decisions such as training, hiring, disciplining, compensation and promotions will be made regardless of race, color, religion, gender, age, national origin, veteran status, disability or sexual orientation. We expect our employees to conduct themselves in a manner that contributes to a healthy, safe and productive work environment. Harassment of any kind will not be tolerated. You are expected to support AEP’s inclusive culture and comply with the Rules of Conduct found in AEP’s Employee Handbook.

2.2 WORKPLACE SAFETY

Safety is the primary cornerstone of our business. No aspect of operations is more important than the health and safety of our employees and customers. AEP manages our facilities in compliance with all applicable health and safety regulations. For us to do so, everyone at our facilities must follow all of our safety instructions and procedures.

To report an unsafe condition, please contact AEP’s Hazard Line 1-888-AEP-ASAP (1-888-237-2727), talk to your local manager or contact AEP’s Concerns Line at 1-800-750-5001 or online at www.aepconcernsline.com.

WHAT TO DO

▷ Demonstrate a commitment to safety by looking out for each other.
▷ Show mutual care for the health and well-being of others.
2.3 ENVIRONMENTAL STEWARDSHIP

We are committed to protecting the environment and conducting our business in an environmentally sustainable manner. Employee awareness of and dedication to compliance with applicable environmental requirements are the keys to meeting our legal obligations and protecting the environment today and for generations to come.

Achieving environmental excellence depends on the individual efforts of thousands of AEP employees working together with a shared commitment to environmental protection and enhancement.

All employees are expected to assume responsibility for environmental protection and will be held accountable for willful violations of environmental laws or regulations.

WHAT TO DO

› Be a good corporate citizen and environmental steward.
› Be familiar with and follow the environmental regulations, policies and procedures that apply to your job.
› Dispose of waste materials legally and in a way that meets our environmental standards.
› Take action as appropriate to quickly address instances of environmental spills or equipment upsets to minimize impacts on the environment.
3.1 RESPECT FOR OTHERS
3.2 CUSTOMER FOCUS
3.3 CONFLICTS OF INTEREST
3.4 BUSINESS OPPORTUNITIES
3.5 BRIBES AND KICKBACKS
3.6 GIFTS AND ENTERTAINMENT
3.7 FRAUD
3.8 FERC STANDARDS OF CONDUCT & AFFILIATE RESTRICTIONS
3.9 SUPPLIER DIVERSITY
3.10 ANTITRUST
3.1 RESPECT FOR OTHERS

A great part of our success is grounded in our open and collaborative work environment which helps us achieve excellence and meet the needs of our customers. We are and must be professional and honest with our colleagues, customers and business partners and treat each other with high respect and regard. AEP will not tolerate harassment of any kind.

HOW TO MAINTAIN INTEGRITY IN THE WORKPLACE

› Do the right thing every time.
› Value the diversity of people which, includes their ideas and contributions generated from unique perspectives.
› Treat people with respect. Avoid any actions that someone might interpret as intimidation or bullying.
› Remember that what you find acceptable or funny may be offensive to others or in other cultures.

Harassment is conduct that is intimidating, offensive, demeaning or hostile or that unreasonably interferes with work, such as:
› Jokes or insults about race.
› Teasing a colleague about their religion.
› Disparaging remarks about someone’s nationality.
› Sharing unsolicited opinions about sexual orientation.
› Unwelcome sexual advances or requests.
› Sexually explicit gestures or posters.
3.2 CUSTOMER FOCUS

A key to AEP’s business success lies in our ability to please our customers by meeting their needs in ways that improve their quality of life. This includes delivering safe, efficient and reliable services of consistently high value and promoting our products truthfully. If we please our customers, we will please our regulators, and our financial results will reward shareholders and our employees. AEP depends on long-term, continuing relationships with satisfied customers.

Cultivating a reputation of honest, compassionate and respectful communication is fundamental to this long-range approach.

HOW TO MAINTAIN CUSTOMER FOCUS

› Listen to our customers.
› Deliver value to our customers.
› Consider the customer impact of our decisions.
3.3 CONFLICTS OF INTEREST

Conflicts of interest arise when an employee uses his/her position or responsibilities at AEP for personal gain. A conflict also arises when an employee’s personal interests influence the employee’s professional conduct for the benefit of a personal friend or immediate family member. Employees, individually or in collusion with others, must avoid any business, financial or other relationship in which personal interests conflict with, or appear to conflict with, the interests of AEP or its shareholders.

A “financial relationship” is one that is significant enough to affect an individual’s activities. It does not cover an employee’s interest as a stock holder in companies whose securities are listed on any national securities exchange.

Examples of potential conflicts of interest are: taking outside employment, investing or involving yourself with another company in competition with AEP; investing or involving yourself with another company that supplies goods and services to AEP; and accepting gifts, payments or loans conferred as a result of your position with AEP. These activities should be undertaken with great caution or should be avoided altogether.

Prior approval is required before any employee can perform work or services for, or have a financial interest in, an outside entity that does or seeks to do business with AEP (other than as a customer of AEP) or that competes with services provided by AEP. In no event should an employee be in a position to approve the work for a company where a conflict exists.

Employees with potential conflicts of interest must notify their supervisors or Ethics & Compliance.
Avoid a conflict of interest

Be transparent about your outside activities and relationships and watch for situations where they might interfere with your work or make it difficult for you to be objective.

Do not use your position at AEP to benefit yourself or your friends or family members.

Never pursue (for yourself or others) business or corporate opportunities that you learned about in your work at AEP or through the use of company property or information.

Examples of potential conflict of interest

- A close family member or close friend works for an organization that does business or wants to do business with AEP or competes with us.
- You use company resources for your personal benefit or for the personal benefit of someone else.
- You supervise or are supervised (directly or indirectly) by a family member or close friend.
- You are offered a gift or entertainment that is excessive or that might influence – or appear to influence – your business decisions.

If you think you face an actual or potential conflict of interest, discuss it right away with your manager or Ethics & Compliance.

Think it through

Conflicts of interest are not always obvious. If you face a situation in which it looks like a conflict of interest may exist, ask yourself these questions:

- Would the situation, or the relationship, affect my decisions at AEP?
- Would I be putting my personal interest, or the interest of someone close to me, ahead of the company’s?
- Would I be embarrassed if someone at AEP knew all the facts?
- Do I, or does someone close to me, gain anything from my potentially divided loyalty?
- Would other people think that the situation, or relationship, might affect how I do my job?
- Would a customer or supplier wonder if we treated them fairly?
3.4

BUSINESS OPPORTUNITIES

Every employee should deal fairly with our customers, vendors, competitors and fellow employees. You should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice.

You must not use AEP property, information or your position for personal gain or to compete with AEP. Any business venture or opportunity that you learn about or develop in the course of your employment that is related to any current or prospective business of AEP belongs solely to AEP. You may not take the opportunity for yourself.
AEP depends on vendors and suppliers to help it accomplish work objectives. Building and maintaining healthy business relationships with vendors starts with a procurement process that is open and fair and emphasizes competitive bidding.

AEP expects the highest standards of personal conduct and business ethics from every employee who is directly involved in buying goods and services or who is in a position to influence purchasing decisions.

All employees involved in the buying or contracting process should ensure that their actions with vendors are fair and comply with the company’s procurement policies.

No bribes, kickbacks or other improper payments may be exchanged for the purpose of obtaining or retaining business for AEP.

“Bribe” means offering (or accepting) anything of value for the purpose of influencing a business decision or securing any kind of improper advantage. A bribe is not just a suitcase of cash. Bribes may include:

- Gifts, especially gifts that are expensive.
- Entertainment, hospitality and/or travel that is beyond reasonable business needs.
- Personal services, favors or loans.
- Charitable or political contributions.
- Payments or benefits for services for an individual’s family members.
- Payments or benefits or services including kickbacks to a “facilitator.”

Many laws or policies prohibit or limit employees furnishing meals, gratuities, entertainment or anything else of value to government officials or employees or to candidates for any public office. Employees responsible for contracts with government agencies — be they local, state, federal or foreign — must be familiar with, and abide by, these laws and policies. In addition, employees must comply with all applicable lobbyist registration and reporting requirements.
WHAT TO DO TO AVOID BRIbery & CORRUPTION

➢ Know and follow our anti-corruption policies and all relevant anti-corruption laws. Remember that many anti-bribery laws have severe penalties and apply wherever we do business.

➢ Never offer, give or promise anything of value (no matter how small) to influence a business decision or obtain a business advantage.

➢ Never ask for or accept a bribe.

➢ Use care and follow our policies and procedures on retaining third-party business associates, and properly supervise their activities.

➢ Never ask anyone else to do something that the law or our policies prohibit you from doing.

➢ Make sure that all payments, benefits or favors are fully, honestly and accurately reflected in the company’s books and records. Never attempt to conceal or misrepresent a payment or an expenditure.

➢ Contact the AEP Legal Department for guidance if you have any questions or concerns about bribery laws or our policies or whether a gift or payment would be unlawful or inappropriate.
Small gifts and business-related entertainment (including meals) can build goodwill and help develop business relationships. They can also raise questions about personal integrity or may appear to create an unfair business advantage. Because of this, we must always use good judgment when deciding whether to offer or accept a gift or business-related entertainment.

Gifts not meeting the outlined criteria must be returned to the donor, along with an explanation. If perishable, the gift should be donated to a charitable organization and the donor notified.

REQUIRED CRITERIA TO ACCEPT GIFT/ENTERTAINMENT:

- It is consistent with good business practices.
- It cannot be construed as a business inducement.
- It is of nominal value.
- You are able to reciprocate.
- It would not be embarrassing to AEP if it were disclosed to the public.
- It adheres to your specific business unit policy.
AEP recognizes that, under certain circumstances, providing or accepting invitations to functions that involve travel or overnight stays could be in AEP’s best interest and contribute to good working relationships with customers or vendors.

› To the extent practical, AEP will pay travel expenses for you to participate in vendor-sponsored trips and activities.

› Your supervisor must approve your attendance at these functions.

**CONTINUED: GIFTS AND ENTERTAINMENT**

As a rule, an occasional gift of a promotional item or an item with a nominal value is generally allowed. AEP prohibits offering or accepting any gift or entertainment that may be deemed:

› Entertainment, hospitality or travel that has no clear business purpose or a gift or entertainment that is beyond reasonable business needs.

› Personal services, favors or loans.

› Charitable or political contributions.

› Payments or benefits to or services for an individual’s family members.

› Offered as a “quid pro quo” (offered for something in return).

› Lavish or extravagant.

› Likely to reflect negatively on our reputation.

› In violation of applicable law or the policies of the giver or the recipient.

Check with your supervisor before accepting or offering any gift because requirements/policies may vary depending on business units.
Fraud is the false representation or concealment of a material fact with the intent of personal gain and/or improving the company’s image or standing.

Fraud also includes intentionally preparing or submitting financial statements that could make the company look better even if there is no direct benefit to the employee.

Examples of fraudulent actions:
- Forgery or alteration of any document or account belonging to the company.
- Forgery or alteration of a check, bank draft or any other financial document.
- False representation of facts to allow misappropriation of funds, securities, supplies or other assets.
- Impropriety in the handling or reporting of money or financial transactions.
- Profiting from insider knowledge or company activities.
- Intentionally disclosing confidential and proprietary information or falsifying information to outside parties.
- Accepting or seeking anything from customers, contractors, vendors or competitors in exchange for providing proprietary information or other inappropriate favors.

Any employee who is witness to a suspected fraud is responsible for immediately reporting it to an appropriate member of management, or to a Vice President or Director within Audit Services or Human Resources or to the Chief Compliance Officer and Ethics & Compliance.

DID YOU KNOW

Some common examples of fraud include:
- Misrepresentation of health insurance data.
- Misuse of corporate credit/fuel cards.
- Theft or unauthorized use of company-wide assets, including office supplies and tools.
- Falsification of time sheets, which includes misrepresentation of overtime and sick time.
The Federal Energy Regulatory Commission (FERC) Affiliate Restrictions govern what can and cannot be shared between employees of AEP’s traditional (regulated) operation companies and those of AEP’s competitive (market regulated) power Marketing Affiliates, including competitive generation.

AEP complies with the Affiliate Restrictions and Standards of Conduct regulations through the joint efforts of all transmission and marketing function employees. Steps we have taken include:

- Transmission and marketing function personnel are physically separated, and marketing function personnel do not have electronic or physical access to transmission facilities or non-public transmission function information.

- AEP’s market-regulated power sales affiliate personnel are physically separated from the employees of the franchised public utilities with captive customers and have no electronic or physical access to the facilities or non-public market information of the franchised public utilities with captive customers.

“Transmission functions” means the planning, directing, organizing or carrying out of day-to-day transmission operations, including the granting and denying of transmission service requests.

“Marketing functions” generally means the sale for resale in interstate commerce, or the submission of offers to sell in interstate commerce, of electric energy or capacity, demand response, virtual transactions, or financial or physical transmission rights.

“No-Conduit Rule” is when some Service Corp. employees provide services to both Operating Companies, Marketing Affiliate employees, and business segments, and could come in contact with market information. That’s OK, provided the information is not inappropriately passed along between Operating Company and Marketing Affiliate.

A “transmission provider” is any public utility that owns, operates or controls facilities used for the transmission of electric energy in interstate commerce.
SUPPLIER DIVERSITY

SUPPLIER DIVERSITY IS A KEY ELEMENT OF OUR SUPPLY CHAIN STRATEGY

AEP values competitive access in our supply chain as we strive to engage our customers as our business partners.

We will achieve these goals by:

› Generating strategic partnerships with qualified and certified firms owned by minorities, women, veterans and service-disabled veterans.

› Strategically sourcing goods and services that meet AEP’s specifications without compromising performance expectations.

› Promoting strategic communications with minority and women’s trade groups for developing and expanding small business capacity.
WHO ARE DIVERSE SUPPLIERS?

› Women-owned businesses.*
› Minority-owned businesses.*
› Hispanic-, African American-, Asian-, Native American-, owned businesses.*
› Veteran-owned businesses.*
› Small businesses (for governmental compliance only).

*Diversity status is determined by ownership percentage and revenue for the market.

HOW CAN YOU HELP

› Embrace AEP’s continuing message of the importance of diversity and inclusion.
› Commit to support and strengthen AEP’s diverse supply base.
› Understand where we have diverse suppliers today and where opportunities exist to introduce them to AEP.
› Support AEP’s mission to develop new suppliers on how to do business with AEP.
› Work with Procurement to include diverse suppliers in sourcing/bid opportunities.
› Increase opportunities with current diverse suppliers.

Encourage diverse suppliers at conferences, trade shows, etc., to register in AEP’s supplier registration tool http://www.aep.com/about/b2b/suppliers/
Antitrust laws are designed to promote a vibrant free market. All employees are responsible for ensuring that our business is conducted in compliance with state and federal antitrust laws.

I am attending a utility group seminar. Is it OK to discuss our safety culture and our strategy for expanding into new markets?

It is great to share safety practices and strategy so we can all improve the safety of our workplace; however, sharing specific information regarding product and geographic strategy may violate antitrust laws. Any publicly shared information regarding AEP’s corporate strategy may be generally discussed. Check with the AEP Legal Department with any questions.

Never make agreements or exchange information or discuss the following topics with a competitor:

- Price, including any component of price (such as current or proposed fees, surcharges or discounts), for sales or purchases.
- Terms and conditions of sale or purchase.
- Cost.
- Profit margins.
- Employment practices.
- Sales or marketing plans.
- Bidding plans, including the amount of a bid, who should win or lose bidding, or who will or will not bid.
- Destroying another competitor (such as through below-cost pricing).
- Boycotting or otherwise refusing to do business with any third party, such as a customer, a supplier or another competitor.

Never use a customer or any other person as an intermediary to exchange company-sensitive information with competitors. Contact the AEP Legal Department if you suspect a customer or other person is providing a competitor with AEP’s sensitive information.
OUR ASSETS

4.1 FINANCIAL RECORDS, REPORTING AND INTERNAL CONTROLS (INTERCOMPANY TRANSACTIONS AND SEC REPORTING)

4.2 SECURITY AND NERC CRITICAL INFRASTRUCTURE PROTECTION

4.3 CONFIDENTIAL INFORMATION

4.4 PII

4.5 INTELLECTUAL PROPERTY

4.6 ENTERPRISE CONTENT MANAGEMENT

4.7 APPROPRIATE USE OF COMPANY ASSETS
Many people inside and outside of AEP have an interest in AEP’s operations. They rely on the timeliness, accuracy and integrity of our financial information to make important transactions or financial decisions. External parties that rely on our financial information include regulatory commissions, debt and equity investors, insurance carriers, environmental agencies, and vendors.

We all share responsibility for detecting and preventing fraud and other inappropriate conduct. Immediately report any suspected fraud to an appropriate member of management, Audit Services, Ethics & Compliance, Legal or Human Resources. Suspected fraud also can be reported confidentially and anonymously through the **AEP Concerns Line at 1-800-750-5001**. For additional information, please review [AEP’s Anti-Fraud Policy](#).
INTERCOMPANY TRANSACTIONS

The company’s regulated subsidiaries are governed by laws and regulatory rules that regulate transactions between and among them. These laws and rules are intended to prevent cross-subsidies and to avoid the misstatement of expenses and earnings. The AEP Accounting Department or the AEP Legal Department should be consulted for assistance in these areas.

SEC REPORTING

All AEP employees participating in the preparation of reports or documents filed with or submitted to the Securities and Exchange Commission (SEC) or engaging in public communications made on behalf of AEP shall endeavor to ensure full, fair, accurate, timely and understandable disclosure in reports and documents that AEP files with or submits to the SEC and in other communications made on behalf of AEP.
4.2 SECURITY AND NERC CRITICAL INFRASTRUCTURE PROTECTION

You have a role to play to ensure the security of your co-workers and AEP’s assets. The role can vary from keeping your computer password secure to reporting suspicious persons on or around AEP property. That role has grown to include being cautious about how you post both personal and company-related information on social media. You also need to use caution when you receive email from outside AEP.

- Be cautious of attachments or links included in email you receive from outside AEP. Carefully evaluate the email to confirm who sent the email. When in doubt, don’t open the attachment or click on the URL, as it could have hidden malware designed to take control of your computer.

- Keep personal and AEP items properly secured, and lock your desk when unattended.

- When traveling, secure laptops and other valuables in an area of your vehicle that is not visible.

- Always lock unattended vehicles.

- Always password-lock your computer when away from your desk.

AEP is subject to the North American Electric Reliability Corporation Critical Infrastructure Protection (NERC CIP) Standards. The standards include extensive requirements for securing utility infrastructure and implementing specific information management policies.

If you work in or have access to a NERC CIP-designated location, you are required to comply with these stringent security standards. Enter a NERC CIP-restricted area only if you are certain that you have approved unescorted access. If you enter with an escort, you must log in and out every time you enter or leave that location. If you are escorting an individual into a NERC CIP-restricted area, know your responsibilities. When in doubt, call the Security Hotline at 1-866-747-5845 (Audinet 8-200-1337).

Government regulations require AEP to report any sabotage events. Because sabotage is difficult to determine, all employees and contractors are encouraged to report any suspicious events to Security. The Physical and Cyber Security teams will investigate to determine if sabotage has occurred.

For additional information or questions, visit online at Security or NERC CIP Standards.
AEP values security and data privacy. Employees are AEP’s most important tool to assure data security. All employees with access to AEP funds, property or information have a responsibility to manage them with the highest level of integrity and to avoid any misuse of these assets. Every precaution should be taken to prevent passing information to unauthorized persons, both inside or outside of AEP, particularly in those areas where confidential information and technologies play a major role in business strategy.

CONFIDENTIAL INFORMATION INCLUDES:

- Engineering and other technical data.
- Financial data, including actual and projected earnings and sales figures.
- Planned new services and products.
- Advertising and marketing programs.
- Actual and proposed business plans and strategies.
- Customer and supplier lists and information, including contract provisions and pricing.
- Capital investment plans.
- Product configuration, component specifications, logic diagrams and technical drawings.
- Test data.
- Trade secrets, including methods, programs and processes.
- Employee information, including personal information, compensation data and organizational charts.
4.4 PII

AEP recognizes the importance of having effective and meaningful privacy protections in place when it collects, uses, retains, discloses and/or destroys Personally Identifiable Information (“PII”). These protections are necessary to ensure AEP’s own compliance with such laws and to ensure the compliance of contractors, agents and customers who may furnish PII to AEP and/or are themselves subject to local privacy and data protection laws. These protections also help instill confidence in AEP’s employees.

AEP applies protective measures when handling PII under its control or in its possession. AEP has a PII Data Privacy Protection Policy (“Policy”) that establishes privacy standards applicable to PII throughout AEP. AEP also complies with local and state privacy and data protection laws or regulations.

If you have access to personal information, take reasonable precautions to protect it from loss or misuse and from unauthorized access, disclosure, alteration and destruction.

WHAT TO DO

- Know and comply with all applicable privacy and data protection laws, policies and procedures that apply to your job.
- Respect and maintain the confidentiality and security of personal information collected by or for the company at all times.
- Never collect or attempt to access personal information about employees, customers or business partners that you do not need to do your job, and never keep such information longer than it is needed.
WHAT IS PII?
An individual’s first name or initial with the last name, plus any one of the following:
- Social Security number
- Driver’s license number
- State or federal government-issued ID number
- Passport number
- Biometric data (including but not limited to fingerprint, DNA, voiceprint or retinal scan)
- Personal credit card number
- Bank account or debit card number, along with any required security information or password required for access

WHAT IS NOT PII?
- Customer account numbers
- Corporate credit card information
- Another corporation’s bank account number
- Birth date
- Employee number
- Last four digits of a Social Security Number

I am moving offices and have some old documents and binders that I need to discard. I assume I can put it all in the big dumpster bin that Office Services will bring?

If you have documents that contain PII, you will need to shred those in your local shredder or request a secure shredder bin from Office Services.
You must safeguard AEP’s confidential and proprietary information, trade secrets and other intellectual property (which includes copyrights, trademarks and patents) just as carefully as you protect all other important company property.

Employees must not disclose any information that might compromise proprietary technologies or trade secrets to any unauthorized persons. You also must take reasonable precaution against inadvertently disclosing this information to anyone not authorized to have it.

Just as we expect our intellectual property rights to be observed, we will respect the intellectual property rights of others. You may not intercept, duplicate or gain the intellectual property of others through any means, unless given permission by the intellectual property right holder. Additionally, confidential information provided from outside sources may not be shared until approved by the AEP Legal Department.
Laws and regulations and AEP policies dictate which records we must retain, how we handle them and how long we must keep them. This consistent approach to records management helps us mitigate risk. AEP’s Records Retention Manual also outlines how records are to be classified and handled according to AEP’s Security Information Classification standards.

In addition, some records may be subject to a litigation hold. These may include requests from a government agency, private individual, or corporation as part of a legal proceeding, or the request may be for records that are relevant to pending or anticipated litigation. The AEP Legal Department will advise you on the need to preserve documents and records. A legal hold supersedes any retention requirement specified in our record retention policies. If you have questions regarding the disposition of a particular document, please contact the AEP Legal Department.

4.7 APPROPRIATE USE OF COMPANY ASSETS

AEP has entrusted you with the tools and resources you need to perform your job. Limited personal use of certain company-owned assets is permissible. For example, you may make occasional personal phone calls, or use the internet to check the current news. However, such use should neither be excessive nor interfere with your job. Employees should neither perform, nor be directed to perform, personal work while on company time. Examples include doing personal grocery shopping while picking up company mail or directing a subordinate to pick up your personal vehicle from the repair shop. You should never use company-owned assets for outside personal business purposes.

DID YOU KNOW

Upon ending your employment at AEP, whether through a new career opportunity at another company, retirement, resignation of your position, or termination, please remember the following:

▶ Mass data transfers and removable disk transfers are monitored by IT Security, and E&C is required to retrieve any data, even after you have left the company.

▶ DO NOT use an unauthorized removable disk or any similar item to download your workstation or server contents onto.

▶ Should you have personal information on your workstation such as photos or documents, contact E&C prior to removal to get authorization.
Continued: Appropriate Use of Company Assets

Occasionally, you may be asked to perform work on behalf of AEP as part of a public service or charitable function. This may involve using company tools, equipment, vehicles or time. Examples may include installing lighting at a Little League baseball field or using your company computer to present a slideshow at a United Way meeting. Please be sure to fully disclose this activity and obtain prior approval from your manager.

You may never use AEP’s assets or the AEP network to view, send, store or print pornographic or similarly offensive material. These may include any materials containing racial, ethnic, religious or sexist slurs or epithets. Any employee found to have engaged in such activities will be subject to disciplinary action, up to and including termination on the first offense. AEP monitors activity on company-owned assets and across AEP’s networks. This includes emails, visits to websites, and other forms of traffic, even through a personal device connected to AEP’s network. For more information or questions, please review AEP’s Prohibition Against Pornography and Offensive Material Policy.

Examples of inappropriate use of assets using your computer/supplies/time:

› Tax preparation, for multiple people or for profit.

› Real estate business transactions, either as a landlord or as an agent.

› Sending/receiving communication (email, phone, text) related to a personal business.

› Using company contact information (email, phone, address) as a means of contact for the personal business.
OUR IMAGE

5.1 PUBLIC COMMUNICATIONS
5.2 SOCIAL MEDIA
5.3 INSIDER INFORMATION AND TRADING ACTIVITIES
5.4 POLITICAL PARTICIPATION
5.5 POLITICAL CONTRIBUTIONS
5.6 GOVERNMENT RELATIONS
5.7 SUSTAINABILITY
5.1 PUBLIC COMMUNICATIONS

AEP is frequently the subject of print and electronic media coverage. AEP’s Corporate Communications staff assists reporters from regional, national and international publications as they work on stories about issues and developments of importance to the company.

Contact Corporate Communications for assistance on media issues.

DID YOU KNOW

- If you receive a request from the news media to do an interview or respond to an issue on behalf of the company, please refer the request to Corporate Communications.
- In situations where an immediate comment is required in the interest of public safety, AEP employees should feel free to comment to the extent necessary on matters within their areas of expertise. In such cases, they should inform Corporate Communications of their media contact as soon as possible.
5.2 SOCIAL MEDIA

AEP anticipates that you may discuss your work experiences on social media. You are expected to comply with AEP’s Social Media Policy at all times. Please be aware that derogatory comments or objectionable conduct toward fellow employees and management on social media may be considered harassment and intimidation just as if it happened in the workplace. It is also your responsibility to protect AEP’s confidential or otherwise undisclosed documents at all times. For more information or questions, please review AEP’s Social Media Policy.

MANAGERS SHOULD BE CAUTIOUS ABOUT “FRIENDING” SUBORDINATES ON SOCIAL MEDIA

› Remember that you are responsible for the content you publish on any medium.
› Refrain from using comments that are demeaning, inflammatory or offensive.
› Consider your audience before you post something.
› Make sure your profiles are consistent with how you present yourself to your co-workers and customers.

Any page or other social media presence intended to officially represent the company (or any of its subsidiaries, projects or programs) must be approved by the Social Media Manager.

Individuals who have been granted specific permission to comment on and/or otherwise contribute to social media on behalf of the company for business purposes are Authorized Digital Spokespersons.

If you are not an Authorized Digital Spokesperson, you may not comment or make statements on behalf of AEP on social media.

Never discuss, in social media, the employment status of a fellow employee or contractor, customer accounts, or contracts with AEP vendors.

Respect copyrights and fair use.
5.3
INSIDER INFORMATION AND TRADING ACTIVITIES

AEP’s stock is registered with the Securities and Exchange Commission, which allows the securities to be traded publicly. This right imposes an obligation on the company to support the integrity of the market.

Insider trading is the trading of company stock based on insider information and is strictly prohibited. Insider information includes material, non-public information that an employee, or an agent, vendor, contractor or consultant, learns through his or her employment.

An employee cannot buy or sell any company stock based upon material or non-public AEP information until after the public has received the information and the stock market has time to react to it.

Employees must not disclose insider information to others, including family, friends and acquaintances. Persons who trade AEP stock based on insider information may subject the employee who provided that information to criminal and/or civil action. This is the case whether or not the employee benefits from the transaction. All employees should refer to AEP’s Insider Trading Policy for more information.

Employees who engage in commercial operations on behalf of AEP must periodically certify their compliance with relevant policies.
EXAMPLES OF WHAT COULD BE CONSIDERED MATERIAL NON-PUBLIC INFORMATION INCLUDE:

› Judicial or regulatory decisions.
› Dividend declarations.
› Plans to issue or buy back securities.
› Earnings announcements.
› Pending acquisitions or mergers.
› Joint venture and contract negotiations.

Due to my job responsibilities, I often have access to earnings information before it is released. If someone asks me how the numbers look before the SEC filing, is it OK to provide them a general indication of the earnings?

No, any type of disclosure of material non-public information including estimates or other types of tipoffs is prohibited. Material non-public information should be discussed only among employees who have a need to know in order to complete their job responsibilities and who understand the insider trading rules.

My family and friends sometimes ask me how AEP is doing and if they should buy our stock. I feel the company is doing well, and I am proud to work for AEP, so I recommend that they buy it. Is this a problem?

It is great to be proud of our accomplishments. To avoid any potential problems, it would be best to refer them to the Investors tab on AEP.com, where there are presentations and other investor-related materials for their review.

WHAT’S IN BOUNDS?

› Protecting company inside information from those who do not have a need to know.
› Adhering to SEC regulations and company policy for buying or selling AEP stock.

WHAT’S OUT OF BOUNDS?

› Discussing inside information in public places.
› Using or sharing inside information for personal gain.
› Trading in the securities of AEP when you have material, non-public information that has not yet been released to the public.
5.4

POLITICAL PARTICIPATION

You are encouraged to participate in political and civic activities. However, you must ensure that you are fully able to meet the responsibilities of your job and that no conflict of interest exists between your employment and your duties in the public or civic arena. Employees seeking an elective office must be sensitive to potential conflicts of interest.

AEP recognizes that major corporate issues can be at stake in the political arena and maintains a public policy program to advocate AEP’s positions on these issues. Such advocacy often involves communication with elected officials. However, AEP will exert no pressure, direct or indirect, to influence decisions of employees who serve in public positions.

5.5

POLITICAL CONTRIBUTIONS

You must comply fully with federal, state and local laws that forbid the use of corporate funds or resources and ban gifts from lobbyists for support of political parties or candidates. Every employee has the right to participate in political matters and decide to whom or to which organization to contribute any personal political contribution. Company pressure of any kind, direct or implied, is not permitted.
5.6 GOVERNMENT RELATIONS

AEP is committed to nurturing strong and productive relationships with our public officials and regulators. You must conduct AEP business before public officials and regulators openly and honestly, exercising the utmost integrity at all times. When in doubt on any ethical question, always choose the highest standard.

5.7 SUSTAINABILITY

Our strategy for a sustainable future is to ensure the production and delivery of energy enables positive social and economic change for our customers, employees and communities. AEP’s mission to collaboratively redefine the future of energy is grounded by our culture of safety, continuous improvement and customer focus. We commit to support economic development, develop innovative solutions, champion education and make smart infrastructure investments that power our communities and improve lives. AEP will lead by example by setting strategic performance targets and goals, and we will be guided by these key principles:

› Be a catalyst for change – We will use our knowledge, voice, skills and relationships to enable innovation, bring new technologies to market, modernize the grid to be the ultimate optimizer of all resources and technologies, and develop a diverse, inclusive workforce for the 21st century. We will do this safely and efficiently and by working with our regulators.

› Support environmental stewardship – As we transition to a cleaner energy future, we seek to continuously improve operations across our business to reduce, mitigate or eliminate the resulting impacts on the environment.

› Support strong local communities – We have a responsibility to create shared value – for our customers, our employees and the communities we serve. Our investments will enable those living in our communities to develop the skills and resources they need to build a sustainable future for themselves.

› Be a trusted energy partner – We seek to be a trusted, credible partner that customers rely upon to help them navigate energy and technology choices, give them accurate, timely information they can act on, and be their provider of choice for safe, reliable electricity.

TELL ME MORE

Did you know that AEP publishes a web-based annual Corporate Accountability Report reporting on its environmental, social and economic performance?

› The report is widely used to educate and inform AEP investors, customers, employees and other stakeholders on AEP’s performance, initiatives and strategy for the future.

› Employees can use the charts and graphs from the report in internal and external presentations. Find them in the A to Z index on AEPNow, under Sustainability at AEP.
REPORTING CONCERNS

6.1 SHOULD I REPORT?
6.2 HOW DO I REPORT?
6.3 HOW DOES THE CONCERNS LINE WORK?
6.4 RETALIATION
Deciding whether to report a concern can be a difficult decision for anyone. When faced with this dilemma, ask yourself a few questions about the activity or event. First, does your conscience tell you it’s right? Next, is it ethical and legal? Then, does it fulfill AEP’s Core Values? Finally, how would it read in the newspaper?

If the answer to any of these questions confirms your concern that something could be unethical or illegal, you should report the concern. This is your company, and you have a responsibility to speak up when you see something that is, or appears to be, unethical or illegal.

**DID YOU KNOW**

- All calls and/or complaints are investigated.
- All complaints involving a director or above are escalated to senior management.
- All complaints are escalated at least 2 levels above the involved employee.
- The reporter can log into the [Concerns Line](#) at any time to communicate with E&C, provide additional information and/or check on the status of their concern.

**TELL ME MORE**

**HOW DOES E&C ENSURE ANONYMITY?**

- All calls to AEP’s Concerns Line are answered by a third-party call center.
- The vendor does not track phone numbers or record the conversation.
- All calls and contacts are logged into a secure database that no one at AEP can access outside of E&C staff.
- Whether by phone or internet, the reporter creates a unique password to access his/her case in the future.
- It is the reporter’s responsibility to log into the database to retrieve messages and requests from E&C.
6.2 HOW DO I REPORT?

If you become aware of any conduct or behavior in violation of the law or AEP’s Principles of Business Conduct by anyone working for or on behalf of AEP, or if you have any business ethics questions or concerns, you are first encouraged to discuss your concern with your supervisor or others in management.

If you are unable or unwilling to discuss your concerns with your supervisor or others in management, or if your previous concerns have not been addressed to your satisfaction, you may call the AEP Concerns Line, toll free, 24 hours a day at 1-800-750-5001. You can also report online at [www.aepconcernsline.com](http://www.aepconcernsline.com).

E&C will make every effort to maintain confidentiality of the information shared and the anonymity of anyone disclosing information.

AEP has a Whistleblower Protection Policy to reinforce federal protection of whistleblowers who report fraud, waste, abuse or mismanagement of American Recovery and Reinvestment Act funds. AEP will cooperate with any investigation as well as promote awareness of the policy to AEP employees, contractors, subcontractors, and suppliers.

6.3 HOW DOES THE CONCERNS LINE WORK?

All calls to AEP’s Concerns Line are answered by an independent, non-affiliated firm to ensure anonymity when desired by the caller. The firm’s representative documents the concern and may ask clarifying questions to ensure that the concern is completely understood. The information is then transmitted to E&C, and an investigation is conducted to uncover the facts. E&C makes every effort to protect the reputation of everyone involved, and the focus of every investigation is what’s right, not who’s right. At the conclusion of every investigation, E&C provides a response to the caller directly or through the Concerns Line representative.

If you have questions or are seeking guidance on ethical issues and do not require anonymity, you can contact Ethics & Compliance directly through the Ethics Helpline at 614-716-6226 or Audinet 8-200-6226.
6.4 RETALIATION

If you have questions or are seeking guidance on ethical issues and do not require anonymity, you can contact Ethics & Compliance directly.

The employees who come forward with concerns play an important role in maintaining a healthy, respectful and productive workplace. Retaliation against an employee who reports an issue in good faith or raises a concern he or she believes to be true involving a violation of company policy, law or regulation is strictly prohibited.

Retaliation can take many forms, such as demotions, undesirable assignments, inappropriate performance ratings and termination of employment. Retaliation may also include verbal harassment, intimidation, threats of retaliation and any attempt to identify an anonymous Concerns Line caller. Be aware that retaliation can occur between management and employees as well as among employees themselves.
This Decision Chart can be a useful tool when you are faced with a difficult decision.

- **Not sure?** Contact Legal for guidance.
- **Not sure?** Check Policy Central for more information. Talk to your Manager, your HR Representative or Legal for guidance.
- **Not sure?** Check the Ethics & Compliance Website or contact your Manager or Ethics & Compliance Office for guidance.
- **Not sure?** Talk to your Manager, Legal, or the Ethics & Compliance Office for guidance.

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**Ethics & Compliance**

**Contact Information**

- **E&C Hotline**
  - 1.800.750.5001
- **E&C Hotline**
  - www.aepconcernsline.com
- **E&C Office**
  - 614.716.6226

**Ethics & Compliance Chief Compliance Officer**

American Electric Power
1 Riverside Plaza, 20th floor
Columbus, OH 43215

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**PLEASE USE THIS PAGE FOR FUTURE REFERENCE**
CONTACTING THE OFFICE OF ETHICS & COMPLIANCE

As an AEP employee and/or contractor, you are responsible for reporting actual or suspected violations of the Principles of Business Conduct and for seeking clarification and guidance on ethics, compliance and legal issues. To report an actual or suspected violation or to seek guidance, you can contact:

Your supervisor or someone on your management team

Your HR business partner

Ethics & Compliance 614.716.6226

Call the confidential hotline at 1.800.750.5001

File a concern online at www.aepconcernsline.com

OFFICE OF THE CHIEF COMPLIANCE OFFICER:

Gina Mazzei-Smith
614.716.2990 • gemazzei-smith@aep.com

American Electric Power
1 Riverside Plaza, 20th Floor
Columbus, OH 43215

CONTACT THE ETHICS & COMPLIANCE STAFF DIRECTLY:

Stephanie Caudill 614.716.2935
slcaudill@aep.com

Heather Fagadar 614.716.3868
hjfaqadar@aep.com

Terry Waggener 614.716.1690
tlwaggener@aep.com

Donna Buckler 614.716.3550
dkbuckler@aep.com