

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 104802 / February 10, 2026

ADMINISTRATIVE PROCEEDING
File No. 3-22425

In the Matter of	:	SECOND EXTENSION ORDER
American Electric Power Company,	:	
Inc.,	:	
Respondent.	:	

The Division of Enforcement (“Division”) has requested an extension of time until May 15, 2026 to submit a Proposed Plan of Distribution under Rule 1101(a) of the Commission’s Rules on Fair Fund and Disgorgement Plans, 17 C.F.R. § 201.1101(a).

On January 17, 2025, the Commission issued an Order Instituting Cease-and-Desist Proceedings Pursuant to Section 8A of the Securities Act of 1933 and Section 21C of the Securities Exchange Act of 1934, Making Findings, and Imposing a Cease-and-Desist Order (the “Order”)¹ against American Electric Power Company, Inc. (the “Respondent” or “American Electric Power”). In the Order, the Commission found that American Electric Power, a New York public utility holding corporation, with its principal place of business in Columbus, Ohio violated federal securities laws in connection with its relationship with, and statements made about, Empowering Ohio’s Economy, Inc. (“Empowering Ohio”), an Internal Revenue Code Section 501(c)(4) entity that American Electric Power formed, fully funded, and controlled.

¹ Securities Act Rel. No. 11356 (Jan. 17, 2025).

The Order found that, in July 2020, former Speaker of the Ohio House of Representatives Larry Householder (“Householder”) and Generation Now, Inc. (“Generation Now”), a 501(c)(4) organization controlled by Householder, were charged with federal racketeering and conspiracy related to a years-long bribery scheme. Shortly after Householder’s arrest, American Electric Power issued a press release regarding its relationship with Empowering Ohio and contributions to Generation Now that were misleading because, while it stated that American Electric Power did not make any contributions to Generation Now, it failed to disclose that American Electric Power had fully funded Empowering Ohio, and an American Electric Power employee directed Empowering Ohio’s contributions to Generation Now. American Electric Power also failed to disclose material related party transactions with respect to payments it made to Empowering Ohio in its 2019 Form 10-K. Finally, American Electric Power failed to keep accurate books and records; and devise and maintain a sufficient system of internal accounting controls with respect to the identification and disclosure of material related party transactions.

The Commission ordered the Respondent to pay a \$19,000,000.00 civil money penalty to the Commission. The Commission also created a Fair Fund, pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, so the penalty collected can be distributed to harmed investors (the “Fair Fund”).

The Fair Fund consists of the \$19,000,000.00 collected from the Respondent. The Fair Fund has been deposited in a Commission-designated account at the U.S. Department of the Treasury, and any accrued interest will be added to the Fair Fund.

On March 5, 2025, the Division, pursuant to delegated authority, issued an Extension Order,² extending the time to submit a proposed plan of distribution to March 17, 2026, because

² Extension Order, Exchange Act Rel. No. 102529 (Mar. 5, 2025).

the staff needed more time to complete the fund administrator solicitation and appointment process, develop the distribution methodology, and prepare the proposed plan of distribution.

Staff prepared the fund administrator solicitation and appointment process documentation for internal review and also executed the appointment of the tax administrator since the first extension.

However, in addition to a significant reduction in staff in 2025, the Commission experienced a lapse in appropriations from October 1, 2025, to November 12, 2025. As a result, additional time is needed to complete the fund administrator solicitation and appointment process and prepare the proposed plan of distribution for publication. Staff therefore requests that the time to submit a proposed plan of distribution be extended to May 15, 2026.

Accordingly, for good cause shown, IT IS HEREBY ORDERED that the Division's request for an extension of time until May 15, 2026 to submit a Proposed Plan of Distribution is granted.

For the Commission, by the Division of Enforcement, pursuant to delegated authority.³

Vanessa A. Countryman
Secretary

³ 17 C.F.R. § 200.30-4(a)(21)(i).