

AES CORP  
Form 8-K  
April 24, 2008

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **April 24, 2008**

**THE AES CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-12291**  
(Commission File  
Number)

**54-1163725**  
(I.R.S. Employer  
Identification Number)

**4300 Wilson Boulevard, Suite 1100,  
Arlington, Virginia**  
(Address of principal executive offices)

**22203**  
(zip code)

Registrant's telephone number, including area code: **(703) 522-1315**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2.):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02      Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(e) Amendments to the 2003 Long Term Compensation Plan.

On April 24, 2008, the stockholders of The AES Corporation (the Company ) approved amendments to the Company s 2003 Long Term Compensation Plan (the LTC Plan ) at the 2008 Annual Meeting. Among other amendments, the stockholders approved an amendment to the LTC Plan which increased the number of shares authorized for issuance under the LTC Plan from 17,000,000 to 29,000,000.

The above description is qualified in its entirety by a copy of the LTC Plan which is attached hereto as Exhibit 10.1 and is incorporated herein by reference.

**Item 9.01      Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
10.1	The AES Corporation 2003 Long Term Compensation Plan.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE AES CORPORATION  
(Registrant)

By: /s/ Victoria D. Harker  
Name: Victoria D. Harker  
Title: Executive Vice President and Chief  
Financial Officer

Date: April 24, 2008

EXHIBIT INDEX

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