

HEMPHILL ROBERT F JR

Form 4

February 13, 2006

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

Check this box
if no longer
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

OMB APPROVAL

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(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
X Officer (give title _____ Other (specify
below) below)
Executive VP

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 ⁽¹⁾	I

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Common Stock				by 401(k) Plan
Common Stock	21,304	I		by IRA

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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

Reporting Owners

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