AMERICAN ELECTRIC POWER COMPANY, INC.
PRINCIPLES OF CORPORATE GOVERNANCE
OF THE BOARD OF DIRECTORS
Amended and Restated October 20, 2026

Under New York law, American Electric Power Company, Inc. (the "Company" or "AEP") is managed under direction of its Board of Directors (the "Board"). The Board establishes broad corporate policies and authorizes various types of transactions, but it is not involved in day-to-day operational details. Its various responsibilities include the selection and compensation of the Chief Executive Officer ("CEO"), the understanding and approval of corporate strategies and the understanding of the numerous issues and risks the Company faces on an ongoing basis.

I. DIRECTOR QUALIFICATION STANDARDS

A. Selection of Directors

The Board is responsible for nominating Directors who will be elected annually by the shareholders. In nominating a slate of candidates for election as directors of the Company (a "Director" or "Directors"), the Board's objective, with the assistance of the Nominating, Governance & Compensation Committee, is to select individuals with skills and experience that can be of assistance to management in operating the Company's business.

Directors should possess the highest personal and professional ethics, integrity and values, and be committed to representing the long-term interests of the shareholders. They must also have an inquisitive and objective perspective, practical wisdom and mature judgment.

Directors must be willing to devote sufficient time to carrying out their duties and responsibilities effectively.

B. Board Size

The Board determines, with the assistance of the Nominating, Governance & Compensation Committee, the appropriate Board size, taking into consideration the parameters set forth in the Company's charter and by-laws, the Company's goals and objectives, and the overall Board composition. The Board should neither be too small to maintain the needed expertise and independence, nor too large to be efficiently functional. If appropriate, the Board should recommend amendments to the Company's charter or by-laws in order to provide for a different Board size than may be set forth therein. The Board should consist of a majority of independent directors as determined by the Nominating, Governance & Compensation Committee.

C. Change of Principal Occupation and Additional Board Service

Directors who have a significant change in their principal job responsibilities shall notify, in writing, the Chair of the Nominating, Governance & Compensation Committee. The Nominating, Governance, & Compensation Committee will review the continued appropriateness of the affected Director remaining on the Board and make a recommendation to the Board. If the Board determines that the affected Director should no longer serve on the Board, the affected

Director shall tender his or her resignation. Directors who are considering service on the board of another company must notify the Chair of the Board and the Chair of the Nominating, Governance & Compensation Committee before accepting membership on any such board.

D. Board Tenure

While Directors who have served on the Board for an extended period of time are able to provide valuable insight into the operations and future of the Company based on their experience with and understanding of the Company's history, policies, and objectives, the Board believes that Board refreshment is critical to responding to evolving strategic and risk environments. The Board also believes that it can ensure that the Board continues to evolve and adopt new viewpoints through both Board refreshment and the Board and Director evaluation and nomination processes described in these guidelines. Therefore, outside Directors generally will not be nominated for re-election at the next annual meeting of shareholders following their 75th birthday. The Directors shall be elected annually.

E. Other Boards

Without specific approval from the Board, (i) no Director may serve on more than four public company boards (including the Company's Board); (ii) Directors who also serve as CEOs of publicly-traded companies should not serve on more than two public company boards in addition to their employer's board; and (iii) no Director who serves on the Audit Committee may serve on more than three public company audit committees (including the Company's Audit Committee). The Nominating, Governance & Compensation Committee and the Board will take into account the nature of and time involved in a Director's service on other boards in evaluating the suitability of individual Directors and making its recommendations to Company shareholders.

II. DIRECTOR RESPONSIBILITIES

A. Chair and CEO

It is the policy of the Company that the positions of Chair and the CEO may be filled by the same person or by different persons. In circumstances where the Chair is not independent ("Executive or Non-Executive Chair") or where the positions of Chair and CEO are filled by the same person, the Board considers it useful and appropriate to designate a Lead Director.

B. Lead Director

The Lead Director (i) should work closely with the CEO and the Executive or Non-Executive Chair, if any, to finalize information flow to the Board, set meeting agendas, and arrange meeting schedules and (ii) will chair meetings of the independent directors and serve as principal liaison between the independent directors and the CEO.

The purpose of the Lead Director is to promote the independence of the Board in order to represent the interests of the shareholders. The Lead Director is selected by independent Directors. If there is a Lead Director, his or her name will be communicated to shareholders. His or her

responsibilities would be to (i) preside over meetings of independent Directors; (ii) review and approve the agenda for all Board meetings; (iii) call special meetings of the Board as needed; (iv) serve as a channel of communications between the Directors and the CEO; (v) assure that Directors receive timely and necessary information in advance of meetings; and (vi) receive communications from shareholders on behalf of independent Directors.

C. Board Meetings

The Board has no less than five regularly scheduled meetings per year and special meetings are held as required. Every effort should be made to schedule meetings sufficiently in advance to ensure maximum attendance at each meeting. All Directors are expected to participate in all Board meetings, review relevant materials, serve on Board committees, and prepare appropriately for meetings and for discussions with management. Accordingly, each Director is expected to devote the time and attention necessary to properly discharge his or her responsibilities as Director.

D. Conduct of Meetings

Board meetings shall be conducted by the Chair in accordance with customary practice in a manner that ensures open communication, meaningful participation, and timely resolution of issues. All Directors have the opportunity to raise items for consideration to be placed on the agenda. Management and any committees of the Board should provide Directors with materials concerning matters to be acted upon in advance of the applicable meeting. Directors should review such materials carefully prior to the applicable meeting.

E. Executive Sessions of Directors

Those Directors of the Company who are not officers of the Company will meet at least two times a year in executive sessions at which management, including the CEO and any Executive or Non-Executive Chair, is not present. The Lead Director will chair these executive sessions.

F. Ethics and Conflicts of Interest

The Board expects Directors, as well as officers and employees, to act ethically at all times and to acknowledge their adherence to a Code of Business Conduct and Ethics for Directors. The Board will not permit any waiver of any ethics policy for any Director or executive officer. If an actual or potential conflict of interest arises for a Director, the Director shall promptly inform the Executive or Non-Executive Chair, if any, the CEO, and the Chair of the Nominating, Governance & Compensation Committee. If a significant conflict exists and cannot be resolved, the Director should resign. All Directors will recuse themselves from any discussion or decision affecting their personal, business, or professional interests.

Anyone who has a concern about the Company's conduct may communicate that concern directly to the Lead Director. Such communications may be confidential or anonymous, and may be submitted in writing to a special address that will be published on the Company's website.

III. DIRECTOR ACCESS TO MANAGEMENT

Directors shall have complete access to the Company's management in order to become and remain informed about the Company's business and for such other purposes as may be helpful to the Board in fulfilling its responsibilities.

The Board encourages management to, from time to time, invite to Board meetings managers who (a) can provide additional insight into the items being discussed because of responsibility for and/or personal involvement in these areas, and/or (b) have future potential that senior management believes should be given exposure to the Board.

IV. DIRECTOR COMPENSATION

Compensation Generally

The Board establishes the form and amount of compensation of outside Directors and the Executive or Non-Executive Chair, if any. Such Directors are called on to devote significant time and energy to the performance of their duties. To attract and retain able and experienced Directors, the Company must compensate them fairly. Directors who are officers of the Company receive no additional compensation for service on the Board.

The Nominating, Governance & Compensation Committee is responsible for making recommendations to the Board concerning Director compensation. To assist in setting compensation, the Nominating, Governance & Compensation Committee or the full Board may request information from the staff of the Company or from independent consultants on the compensation of boards of comparable corporations. In general, the Board believes that the compensation for outside Directors should consist of both cash and ownership of stock.

The Company shall disclose its policy regarding compensation for Directors in its annual proxy statement. The Board, with the assistance of the Nominating, Governance & Compensation Committee, shall periodically review Director compensation (including additional compensation for committee members, and if applicable, the Lead Director and Non-Executive Chair, if any) in comparison to corporations that are similarly situated to ensure that such compensation is reasonable and competitive.

Director Stock Ownership Requirements

Independent Directors are required to own AEP common stock or AEP stock units worth five times their annual equity award, which will be met within the first five years of a non-employee Director's term by awarding AEP stock units under the Company's Stock Unit Accumulation Plan. These AEP stock units are not paid to the Director until termination of service, unless the Director has elected to further defer payment.

V. DIRECTOR ORIENTATION AND CONTINUING EDUCATION

Under the direction of the Nominating, Governance & Compensation Committee, the Company shall establish an orientation program for all newly elected Directors in order to ensure that the Company's Directors are fully informed as to their responsibilities and the means at their disposal for the effective discharge of those responsibilities. The orientation program shall, at a minimum, familiarize new Directors with the Company's (i) business fundamentals; (ii) strategic plans; (iii) financial control systems and procedures and any significant financial, accounting and risk-management issues; (iv) compliance programs, including with Securities and Exchange Commission reporting obligations and NASDAQ corporate governance listing standards; (v) code of ethics, conflict policies, and other controls; (vi) principal officers; and (vii) internal and independent auditors. New Directors shall be introduced to such management and other personnel, and representatives of the Company's outside legal, accounting, and other outside advisors as is appropriate to familiarize them with the resources available to them.

The Company shall also make continuing education opportunities available to the Directors in areas relevant to its business activities and with respect to corporate governance issues. In addition, Directors are encouraged to participate in educational opportunities that will enhance their performance as a director of the Company.

VI. MANAGEMENT SUCCESSION

The Nominating, Governance & Compensation Committee shall, together with the full Board, establish policies, principles, and procedures for the selection of the CEO and his or her successors, including policies regarding succession in the event of an emergency or the retirement of the CEO. The Board, with the assistance of the Nominating, Governance & Compensation Committee, shall review annually with the CEO management succession planning and development.

VII. ANNUAL PERFORMANCE EVALUATIONS

A. Board Evaluation

The Board shall evaluate annually the effectiveness of the Board and its committees. The purpose of this evaluation is to increase the effectiveness of the Board as a whole, and specifically review areas in which the Board and/or management believes a better contribution could be made from the Board. As appropriate, the Board shall then meet in executive session to discuss these assessments.

B. Evaluation of CEO

The Nominating, Governance & Compensation Committee shall establish policies, principles and procedures for the evaluation of the CEO. This evaluation shall be made annually by the Board under the oversight of the Nominating, Governance & Compensation Committee. Such evaluation shall be based on objective criteria including performance of the business, accomplishment of long-term strategic objectives, and development of management. The Board

shall meet in executive session to discuss the Nominating, Governance & Compensation Committee's evaluation of the CEO.

VIII. BOARD COMMITTEES

A. Number and Type of Committees

The Board has five standing committees – an Audit Committee, a Nominating, Governance & Compensation Committee, a Nuclear Oversight Committee, a Technology Committee, and an Executive Committee. The Board may add new committees or remove existing committees as it deems advisable for purposes of fulfilling its primary responsibilities. Each standing committee will have a written charter outlining its responsibilities, including overseeing any risks assigned to it by the Board. The committee charters will be approved by the Board based on the recommendations of the applicable committee and the Nominating, Governance & Compensation Committee. The primary responsibilities of the standing committees may be described briefly as follows:

- Audit Committee. The Audit Committee oversees and monitors the Company's financial reporting, auditing, and accounting processes; is directly responsible for the appointment, compensation, and oversight of the Company's independent auditors; reviews and oversees the Company's internal audit department; provides an open avenue of communication among the independent auditors, financial and senior management, the internal auditor, and the Board; reviews and approves the treasury policies of the Company; and reviews the performance of investments in the Company's pension fund and other major benefit plans.

- Nominating, Governance & Compensation Committee. The Nominating, Governance & Compensation Committee provides independent oversight of the Company's governance, compensation, and human capital policies and practices. Governance oversight includes evaluating and recommending to the Board individuals to be nominated as Directors, and taking a leadership role in shaping the corporate governance of the Company. Compensation oversight includes staying informed as to market levels of compensation, recommending compensation for the Executive or Non-Executive Chair, if any, and CEO to the independent members of the Board, and approving compensation of the other executive officers. Human capital oversight includes monitoring the Company's safety, culture, succession, and employee engagement efforts and results. In addition, the Nominating, Governance & Compensation Committee performs other duties as are described in these guidelines.

- Nuclear Oversight Committee. The Nuclear Oversight Committee is responsible for overseeing and reporting to the Board with respect to the management and operation of the Company's nuclear generation; long-term nuclear development program; and risks arising from its nuclear operations and execution of the nuclear development program.

- Technology Committee. The Technology Committee is responsible for reviewing and overseeing the Company's information technology strategy and investments; large-scale technology roadmaps; cyber and physical security strategy; framework and programs

designed to identify, assess, manage, mitigate and respond to risks related to cybersecurity, information technology, and associated operational resiliency and incident response; and enterprise-wide material innovations, including the artificial intelligence strategy.

- Executive Committee. The Executive Committee is empowered to exercise all the authority of the Board, subject to certain limitations prescribed in the By-Laws, during the intervals between meetings of the Board.

B. Selection of Committee Members

The Board shall select the Directors to serve on each committee, giving consideration to the independence and other requirements of the NASDAQ (and any other applicable law or any rule or regulation of any other regulatory body or self-regulatory body applicable to the Company) and to any recommendations put forth by the Nominating, Governance & Compensation Committee.

C. Responsibilities

In accordance with Section VIII. A. hereof, the Board shall approve each committee charter. The charters for each of the Nominating, Governance & Compensation Committee and the Audit Committee shall include, at a minimum, those responsibilities required to be set forth therein by the rules of the NASDAQ, by law or by the rules or regulations of any other regulatory body or self-regulatory body applicable to the Company.