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AES CORPORATION  
Form U-57  
February 21, 2002

File No. \_\_\_\_\_

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C.

FORM U-57

NOTIFICATION OF FOREIGN UTILITY COMPANY STATUS

Filed under section 33(a) of the  
Public Utility Holding Company Act of 1935, as amended

AES Kelvin Power (Proprietary) Limited  
(name of foreign utility company)

by

THE AES CORPORATION  
1001 N. 19th Street  
Suite 2000  
Arlington, Virginia 22209  
(name of filing company, if filed on behalf of a foreign utility company)

The Commission is hereby requested to mail copies of all correspondence relating to this Notification to:

Erik Luckau  
The AES Corporation  
1001 N. 19th Street  
Suite 2000  
Arlington, Virginia 22209

Andrew B. Young  
Hugh E. Hilliard  
Dewey Ballantine LLP  
1775 Pennsylvania Avenue, N.W.  
Washington, D.C. 20006

ITEM 1

Foreign utility company status is claimed by AES Kelvin Power (Proprietary) Limited ("AES Kelvin"), a private company organized and existing under the laws of the Republic of South Africa with its business address at 6 Sandown Valley Crescent, Sandown, Sandton, 2196.

AES Kelvin owns and operates a 600 MW coal-fired generating facility at Ekurhuleni, Republic of South Africa, which is interconnected with the electric distribution system of City Power Johannesburg (Proprietary) Limited.

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The equity interests in AES Kelvin are held by AES South Africa Holdings BV, with a 95% interest, and Global African Power (Proprietary) Ltd., with a 5% interest. AES South Africa Holdings BV is a wholly owned, indirect subsidiary of The AES Corporation ("AES"). Global African Power (Proprietary) Ltd. is a South African local empowerment company.

AES, a Delaware corporation, is a public utility holding company exempt from registration under section 3(a)(5) of the Public Utility Holding Company Act of 1935 (the "Act").

ITEM 2

AES Kelvin has two domestic associate public utility companies, Central Illinois Light Company ("CILCO") and Indianapolis Power and Light Company ("IPL"). CILCO is wholly owned by CILCORP, Inc., which, in turn, is a wholly owned subsidiary of AES. IPL is wholly owned by IPALCO Enterprises Inc., which, in turn, is a wholly owned subsidiary of AES.

Neither CILCO nor IPL has made any investment in, nor has any contractual relationship with, AES Kelvin, nor are any such investments or contractual relationships contemplated.

EXHIBIT A

By letter dated March 10, 1999, the Illinois Commerce Commission certified to the Securities and Exchange Commission ("SEC") with respect to CILCO that (1) it has the authority and resources to protect Illinois consumers in accordance with applicable Illinois statutes, and (2) it intends to exercise that authority, as required under section 33(a)(2) of the Act in connection with AES' acquisition of foreign utility companies. AES hereby incorporates this letter, filed June 10, 1999, in file number 070-09465, by reference.

By letter dated September 28, 2000, the Indiana Utility Regulatory Commission certified to the SEC with respect to IPL that (1) it has the authority and resources to protect ratepayers subject to its jurisdiction, and (2) it intends to exercise that authority as required under section 33(a)(2) of the Act in connection with AES' acquisition of foreign utility companies. AES hereby incorporates this letter, filed October 27, 2000, in file number 070-09779, by reference.

2

The undersigned company has duly caused this statement to be signed on its behalf by the undersigned thereunto duly authorized.

By: /s/ Erik Luckau  
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Erik Luckau  
Associate General Counsel  
The AES Corporation  
1001 N. 19th Street, Suite 2000  
Arlington, Virginia 22209  
(703) 558-4879

Dated: February 21, 2002

