

FIRSTENERGY CORP

Form 4

March 03, 2016

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Dowling Michael J

(Last) (First) (Middle)

76 SOUTH MAIN ST

(Street)

AKRON, OH 44308

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

FIRSTENERGY CORP [FE]

3. Date of Earliest Transaction
(Month/Day/Year)

03/01/2016

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 below) ____ Other (specify below)

Sr VP, External Affairs

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)
Common Stock	03/01/2016		M	10,699 ⁽¹⁾ A ₍₂₎	23,986.765 ₍₃₎	D	
Common Stock	03/01/2016		F	3,542 ⁽¹⁾ D \$ 33.535	20,444.765 ₍₃₎	D	
Common Stock	03/01/2016		M	181.8284 ⁽⁴⁾ A ₍₂₎	20,626.5934 ₍₃₎	D	
Common Stock	03/01/2016		D	14.8284 ⁽⁵⁾ D \$ 33.45	20,611.765 ₍₃₎	D	
Common Stock	03/01/2016		F	48 ⁽⁴⁾ D \$ 33.45	20,563.765 ₍₃₎	D	

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Common
Stock

1,893.604 (6) I

By
Savings
Plan

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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
RSUP18	<u>(2)</u>	03/01/2016		M	10,699	<u>(1)</u> <u>(1)</u>	Common Stock 10
Phantom 3/13D	<u>(2)</u>	03/01/2016		M	181.8284 <u>(4)</u>	03/01/2016 03/01/2016	Common Stock 181
Phantom / Retirement	<u>(2)</u>					<u>(7)</u> <u>(7)</u>	Common Stock 40
Phantom 3/16D	<u>(2)</u>					<u>(7)</u> <u>(7)</u>	Common Stock 1,8

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Dowling Michael J 76 SOUTH MAIN ST AKRON, OH 44308	Sr VP, External Affairs

Signatures

Jennifer L. Geyer,
attorney-in-fact 03/03/2016

 **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).

The amount listed in Table II represents the vesting of the RSUP18 award. The award vested on March 1, 2016 and because the

(1) performance targets were achieved, the award was paid out at a performance rate of 150%. The shares coded "F" were withheld to cover income tax obligations associated with the payout.

(2) 1 for 1

(3) Balance includes shares acquired through dividend reinvestment.

This transaction reflects the conversion of stock units originally deferred for three years and dividend equivalents accrued during that

(4) time, and credited to the Executive Deferred Compensation Plan's Phantom 3/13d stock account, to directly held common stock. Units were withheld to cover income tax obligations.

(5) Dividend equivalents that accrue after January 1, 2014 on shares held in the Phantom 3/13d account are paid in cash under the terms of the Executive Deferred Compensation Plan.

FE's 401(k) Plan includes a unitized fund invested in FE stock, in which the reporting person may invest, and includes dividend

(6) reinvestment and company match features. The number of shares reported as indirectly held in the 401(k) Plan in this row is an estimate of the number of shares of FE's common stock held in the unitized stock fund and allocated to the reporting person's account as of December 31, 2015.

(7) This holding reflects amounts payable upon retirement or other termination of employment under arrangements approved by the Compensation Committee.

(8) Includes stock units acquired through dividend reinvestment.

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