

FIRSTENERGY CORP

Form 4

March 03, 2017

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
Number: 3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
K. Jon Taylor

(Last) (First) (Middle)

76 SOUTH MAIN STREET

(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)

03/01/2017

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)

VP, Controller & CAO

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	03/01/2017		M	Amount 14,358.16 (1)	(A) or (D) A (2)	21,991.036 (3)	D
Common Stock	03/01/2017		D	13,697.684 (4)	D (4)	8,293.352 (3)	D
Common Stock	03/01/2017		F	660.476 (1)	D \$ 31.74	7,632.876 (3)	D
Common Stock						2,205.855 (5)	I By Savings Plan

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

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 Underlying Security (Instr. 3 and 4)	
				Code	V	Date Exercisable	Expiration Date	Title
					(A)	(D)		
RSUP19	<u>(6)</u>	03/01/2017		M		14,358.16 <u>(1)</u>	<u>(1)</u>	Common Stock
Phantom 3/17D	<u>(6)</u>	03/01/2017		A	13,697.684	<u>(7)</u>	<u>(7)</u>	Common Stock

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
K. Jon Taylor 76 SOUTH MAIN STREET AKRON, OH 44308			VP, Controller & CAO	

Jennifer L. Geyer,
attorney-in-fact

03/03/2017

**Signature of Reporting Person

Date

- | | |
|-----|---|
| * | If the form is filed by more than one reporting person, <i>see</i> Instruction 4(b)(v). |
| ** | Intentional misstatements or omissions of facts constitute Federal Criminal Violations. <i>See</i> 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). |
| (1) | The amount listed in Table II represents the vesting of the RSUP19 award. The award vested on March 1, 2017. The shares coded "F" were automatically withheld to cover income tax obligations associated with the payout. Amounts also include dividend reinvestment. |
| (2) | 1 for 1. The RSUP19 award was previously granted for \$0.00 consideration under the FirstEnergy Corp. 2007 Incentive Plan. |
| (3) | Balance includes shares acquired through dividend reinvestment. |
| (4) | This transaction reflects the deferral of the RSUP19 award. As a result, the reporting person is reporting the disposition of shares of common stock in exchange for an equal number of shares of phantom stock. The phantom stock becomes payable in cash upon retirement or other termination of employment under arrangements approved by the Compensation Committee. |
| (5) | FE's 401(k) Savings Plan includes a unitized fund invested in FE stock, in which the reporting person may invest, and includes dividend 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 |

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person's account as of January 31, 2017.

(6) 1 for 1

(7) This holding reflects phantom stock payable in cash upon retirement or other termination of employment under the FirstEnergy Corp. Executive Deferred Compensation Plan. Each share of phantom stock is the economic equivalent of one share of common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.