

PPL Corp
 Form 4
 January 07, 2015

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Dudkin Gregory N

(Last) (First) (Middle)
 TWO NORTH NINTH STREET
 (Street)

ALLENTOWN, PA 18101

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 PPL Corp [PPL]

3. Date of Earliest Transaction
 (Month/Day/Year)
 01/05/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 President of a PPL Subsidiary

6. Individual or Joint/Group Filing(Check Applicable Line)
 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	01/05/2015		M ⁽¹⁾	15,640 A	\$ 33.39 15,640	D	
Common Stock	01/05/2015		S ⁽¹⁾	15,640 D	\$ 35.639 0 (2) (3)	D	
Common Stock	01/05/2015		M ⁽¹⁾	4,900 A	\$ 31.17 4,900	D	
Common Stock	01/05/2015		S ⁽¹⁾	4,900 D	\$ 36.017 0 (3) (4)	D	
	01/05/2015		M ⁽¹⁾	8,300 A	\$ 25.74 8,300	D	

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Common
Stock

Common Stock	01/05/2015		S ⁽¹⁾	8,300	D	\$ 36.021	0		D
						<u>(3)</u> <u>(5)</u>			

Common
Stock

63.018 (6) I

Held in
trust
pursuant to
the
Employee
Stock
Ownership
Plan.

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

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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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Options (Right to Buy)	\$ 33.39	01/05/2015		M ⁽¹⁾	15,640	<u>(7)</u> 06/28/2019	Common Stock	15,640
Employee Stock Options (Right to Buy)	\$ 31.17	01/05/2015		M ⁽¹⁾	4,900	<u>(8)</u> 01/20/2020	Common Stock	4,900
Employee Stock Options (Right to Buy)	\$ 25.74	01/05/2015		M ⁽¹⁾	8,300	<u>(9)</u> 01/26/2021	Common Stock	8,300

Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dudkin Gregory N TWO NORTH NINTH STREET ALLENTOWN, PA 18101			President of a PPL Subsidiary	

Signatures

/s/Frederick C. Paine, as Attorney-In-Fact for Gregory N.
Dudkin

01/07/2015

__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).
- (1) This Form 4 report reflects the exercise of 28,840 stock options and sale of underlying shares pursuant to a 10b5-1 plan, dated November 17, 2014.
- (2) Represents the weighted average sales price for price increments ranging from \$35.280 to \$36.190.
The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.
- (3) Represents the weighted average sales price for price increments ranging from \$35.990 to \$36.150.
- (4) Represents the weighted average sales price for price increments ranging from \$35.990 to \$36.290.
- (6) Total includes the reinvestment of dividends.
- (7) Represents the exercise of 15,640 stock options that vested in three installments on June 29, 2010, June 29, 2011 and June 29, 2012.
- (8) Represents the exercise of 4,900 stock options from a total grant of 25,720 options. The 25,720 stock options vested in three installments on January 21, 2011, January 21, 2012 and January 21, 2013.
- (9) Represents the exercise of 8,300 stock options from a total grant of 43,110 options. The 43,110 stock options vested in three equal installments on January 27, 2012, January 27, 2013 and January 27, 2014.

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.