

FIRSTENERGY CORP
Form 4
February 22, 2017

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 *

VESPOLI LEILA L

(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)

02/21/2017

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)

EVP & Chief Legal Officer

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 Ownership (Instr. 4)
Common Stock				(A) or (D)	74,625.75 ⁽¹⁾	D	
Common Stock				(A) or (D)	4,004.136 ⁽²⁾	I	By Savings Plan

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

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

SEC 1474 (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 of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
RSUP19	(3)	02/21/2017		A	53,890 (4)	03/01/2017	03/01/2017	Common Stock	53,890
Phantom / Retirement	(3)					(5)	(5)	Common Stock	23,380
Phantom 3/05d Retirement	(3)					(5)	(5)	Common Stock	1,468
Stock Options (Right to Buy)	\$ 37.75					12/31/2016	02/25/2021	Common Stock	120,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VESPOLI LEILA L 76 SOUTH MAIN STREET AKRON, OH 44308			EVP & Chief Legal Officer	

Signatures

Jennifer L. Geyer,
attorney-in-fact

02/22/2017

__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) Balance includes shares acquired through dividend reinvestment.
- (2) FE's 401(k) Plan includes a unitized fund invested in FE stock, in which the reporting person may invest, which 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 person's account as of January 31, 2017.

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- (3) 1 for 1
- (4) The Board approved the performance results for the performance-adjusted restricted stock unit grant (RSUP19), and this award will vest on March 1, 2017. Performance targets were achieved, so the award will be paid out at a performance rate of 162%.
- (5) 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.
- (6) Includes stock units acquired through dividend reinvestment.

Remarks:

Exhibit 24: Power of Attorney (attached)

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

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