

FIRSTENERGY CORP
Form 4
March 09, 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 *
Pearson James F

(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)
03/05/2015

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)
SVP & CFO

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 03/05/2015 | | M | | 2,957 (1) | A | (2) 17,575.43 D |
| Common Stock | 03/05/2015 | | A | | 2,958 (1) | A | (2) 20,533.43 D |
| Common Stock | 03/05/2015 | | F | | 1,748 (1) | D | \$ 34.64 18,785.43 D |
| Common Stock | 03/05/2015 | | D | | 706 | D | (3) 18,079.43 (4) D |
| Common Stock | | | | | | | 8,093.691 (5) I |

By Savings Plan

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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 of Underlying Securities (Instr. 3 and 4) | | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------|-------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
| RSUP17 | (2) | 03/05/2015 | | M | 2,957 (1) | 03/05/2015 | 03/05/2015 | Common Stock | 2,957 |
| Phantom 3/15D | (2) | 03/05/2015 | | A | 706 | (6) | (6) | Common Stock | 706 |
| Phantom / Retirement | (2) | | | | | (7) | (7) | Common Stock | 1,495 |
| RSUP18 | (2) | | | | | 03/01/2016 | 03/01/2016 | Common Stock | 7,957 |
| Phantom 3/14D | (2) | | | | | 03/01/2017 | 03/01/2017 | Common Stock | 266.7 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------------------------------|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| Pearson James F 76 SOUTH MAIN STREET AKRON, OH 44308 | | | SVP & CFO | |

Signatures

Edward J. Udovich, POA 03/09/2015

__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) The amount listed in Table II represents 50% of the original RSUP17 award, which was the minimum amount guaranteed to be paid out upon vesting. The award vested on March 5, 2015 and because the performance targets were achieved, the award was paid out at a performance rate of 100%. The shares coded "A" represent the portion attributable to this performance adjustment. The shares coded "F" were withheld to cover income tax obligations associated with the payout.

(2) 1 for 1

(3) Upon the vesting of restricted stock units granted to the reporting person on March 5, 2012, the reporting person later made an election to defer the receipt of 706 shares of common stock and received instead 706 shares of phantom stock pursuant to the Executive Deferred Compensation Plan. As a result, the reporting person is reporting the disposition of 706 shares of common stock in exchange for an equal number of shares of phantom stock.

(4) Balance includes shares acquired through dividend reinvestments.

(5) 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 December 31, 2014.

(6) This transaction reflects the vesting and deferral of RSUP17 to phantom stock.

(7) This holding reflects the extension and vesting of phantom stock to 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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