

FIRSTENERGY CORP
Form 4
March 03, 2016

FORM 4

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

OMB APPROVAL

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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

(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)
03/01/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP & 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	03/01/2016		M		25,181 (1)	A	(2)
					74,247.194 (3)	D	
Common Stock	03/01/2016		D		6,006 (4)	D	(4)
					68,241.194 (3)	D	
Common Stock	03/01/2016		F		7,820 (1)	D	\$ 33.535
					60,421.194 (3)	D	
Common Stock					35,296.267 (5)	I	By 401(k) 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		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount of Shares
					Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date		
RSUP18	(2)	03/01/2016		M		25,181 (1)	(1)	(1)	Common Stock	2
Phantom 3/16D	(2)	03/01/2016		A	6,006		(4)	(4)	Common Stock	6
Phantom / Retirement	(2)						(6)	(6)	Common Stock	1,4
Phantom 3/14D	(2)						03/01/2017	03/01/2017	Common Stock	
Phantom 3/15D	(2)						(6)	(6)	Common Stock	7

Reporting Owners

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

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 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.

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- (2) 1 for 1
- (3) Includes restricted stock and shares acquired through dividend reinvestment.

This transaction reflects the deferred portion of the RSUP18 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 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) Savings 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.

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

(7) Includes stock units acquired through dividend reinvestment.

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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