

Benz Gary D
Form 4
March 05, 2018

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 *
Benz Gary D

2. Issuer Name and Ticker or Trading Symbol
FIRSTENERGY CORP [FE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
76 S. MAIN ST.

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr VP, Strategy

(Street)
AKRON, OH 44308

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount or (D) Price | | | |
| Common Stock | 03/01/2018 | | M | 4,040.346 (1) A (2) | 14,733.538 (3) | D | |
| Common Stock | 03/01/2018 | | D | 4,040.346 (1) D \$ 32.4825 | 10,693.192 (3) | D | |
| Common Stock | 03/01/2018 | | M | 8,244 (4) A (2) | 18,937.192 (3) | D | |
| Common Stock | 03/01/2018 | | F | 2,503 (4) D \$ 32.4825 | 16,434.192 (3) | D | |
| Common Stock | | | | | 1,882.725 (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 or Number of Shares |
| RSUC15 | <u>(6)</u> | 03/01/2018 | | M | 4,040.346 | <u>(1)</u> <u>(1)</u> | Common Stock 4,040.346 |
| RSUS15 | <u>(6)</u> | 03/01/2018 | | M | 8,244 | <u>(4)</u> <u>(4)</u> | Common Stock 8,244 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Benz Gary D 76 S. MAIN ST. AKRON, OH 44308 | | | Sr VP, Strategy | |

Signatures

Jennifer L. Geyer,
attorney-in-fact

03/05/2018

__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) Represents the vesting of the RSUC15 award. The award vested on March 1, 2018. Amounts also include dividend reinvestment.
- (2) 1 for 1. The RSUS15 and RSUC15 awards were previously granted for \$0.00 under the FirstEnergy Corp. 2007 Incentive Plan.
- (3) Balance includes shares acquired through dividend reinvestment.
- (4) Represents the vesting of the RSUS15 award. The award vested on March 1, 2018. The shares coded "F" were automatically withheld to cover tax obligations associated with the payout. Amounts also include dividend reinvestment.
- (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 person's account as of January 31, 2018.

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(6) 1 for 1

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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