

Belcher Samuel
Form 4
March 05, 2019

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 *
Belcher Samuel

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

(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)
03/01/2019

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 & President, FE Utilities

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)	
			Code	V	Amount or (D) Price			
Common Stock	03/01/2019		M		10,613.323 (1)	A	(2) 47,294.402 (3)	D
Common Stock	03/01/2019		D		10,613.323 (1)	D	\$ 36,681.079 40.73 (3)	D
Common Stock	03/01/2019		M		21,816.873 (4)	A	(2) 58,497.952 (3)	D
Common Stock	03/01/2019		D		21,816.873 (4)	D	\$ 36,681.079 40.73 (3)	D
Common Stock	03/01/2019		M		2,667.736 (5)	A	(6) 39,348.815 (3)	D

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Common Stock	03/01/2019	D	299.736 ⁽⁷⁾	D	\$ 40.9	39,049.079 ₍₃₎	D	
Common Stock	03/01/2019	F	960 ⁽⁵⁾	D	\$ 40.9	38,089.079 ₍₃₎	D	
Common Stock						1,455.097 ₍₈₎	I	By 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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
RSUC16FES	<u>(6)</u>	03/01/2019		M	10,613.323	<u>(1)</u>	<u>(1)</u>	Common Stock
RSUS16FES	<u>(6)</u>	03/01/2019		M	21,816.873	<u>(4)</u>	<u>(4)</u>	Common Stock
Phantom 3/16D	<u>(6)</u>	03/01/2019		M	2,667.736 ₍₅₎	03/01/2019	03/01/2019	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Belcher Samuel 76 S. MAIN ST. AKRON, OH 44308			SVP & President, FE Utilities	

Signatures

Daniel M. Dunlap,
attorney-in-fact

03/05/2019

__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 RSUC16FES award. The award vested on March 1, 2019. Amounts also include dividend reinvestment.
- (2) 1 for 1. The RSUS16FES and RSUC16FES awards were previously granted for \$0.00 under the FirstEnergy Corp. 2015 Incentive Compensation Plan.
- (3) Balance includes restricted stock and shares acquired through dividend reinvestment.
- (4) Represents the vesting of the RSUS16FES award. The award vested on March 1, 2019. Amounts also include dividend reinvestment.
- (5) These transactions reflect the conversion of stock originally deferred for three years and dividend equivalents accrued during that time, and credited to the FirstEnergy Corp. Amended and Restated Executive Deferred Compensation Plan's Phantom 3/16D account, to directly-held common stock. The shares coded as "F" were automatically withheld to cover tax obligations.
- (6) 1 for 1
- (7) Dividend equivalents that accrue after January 1, 2014 on shares held in the Phantom 3/16D account are paid in cash under the terms of the FirstEnergy Corp. Amended and Restated Executive Deferred Compensation Plan.
- (8) 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, 2019.

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.