

FIRSTENERGY CORP
Form 4
March 04, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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)
02/28/2014

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 Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------------|---|---------------------|
| Common Stock | 03/01/2014 | | M | V | Amount 1,499.324 (1) | A | Price \$ 30.78 | 8,568.128 | D | |
| Common Stock | 03/01/2014 | | F | | 423 (1) | D | \$ 30.78 | 8,145.128 | D | |
| Common Stock | 03/01/2014 | | D | | 17.324 (2) | D | \$ 30.78 | 8,127.804 (3) | D | |
| Common Stock | | | | | | | | 2,100 | I | By Mother (jointly) |
| Common Stock | | | | | | | | 7,608.607 (4) | I | By Savings |

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

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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 Underlying Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
| | | | | | | Date Exercisable | Expiration Date | Title |
| Phantom 3/14D | (5) | 02/28/2014 | | Code V A | (A) 258,443 (6) | 03/01/2017 | 03/01/2017 | Common Stock |
| Phantom 3/11d | (5) | 03/01/2014 | | M | 1,499,324 (1) | 03/01/2014 | 03/01/2014 | Common Stock |

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
03/04/2014
**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) These transactions reflect the conversion of stock originally deferred for three years and dividend equivalents accrued during that time, and held in the Phantom 3/11d account, to directly held common stock. Shares were withheld to cover income tax obligations.
- (2) Dividend equivalents that accrue after January 1, 2014 on shares held in the Phantom 3/11d account are paid in cash under the terms of the Executive Deferred Compensation Plan.
- (3) Balance includes shares acquired through dividend reinvestment.
- (4)

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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.

(5) 1 for 1

(6) These shares represent Performance Shares earned on February 25, 2014 and deferred into the Executive Deferred Compensation Plan.

(7) The number of phantom stock units was based on the average of the daily closing prices of FE stock during the month of February 2014.

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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