

Dowling Michael J
Form 4
February 21, 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 *
Dowling Michael J

(Last) (First) (Middle)
76 SOUTH 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)
02/20/2018

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)
Sr VP, External Affairs

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)
Common Stock				(A) or (D) Price	44,658.753 ⁽¹⁾	D	
Common Stock				(A) or (D) Price	2,618.588 ⁽²⁾	I	By Savings Plan

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 Amount of Underlying Security (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title
RSUC15	(3)	02/20/2018		A	8,773.731 (4)	03/01/2018 03/01/2018	Common Stock
RSUS15	(3)	02/20/2018		A	17,752.047 (4)	03/01/2018 03/01/2018	Common Stock
Phantom / Retirement	(3)					(5) (5)	Common Stock
Phantom 3/16D	(3)					(5) (5)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dowling Michael J 76 SOUTH MAIN ST AKRON, OH 44308			Sr VP, External Affairs	

Signatures

Jennifer L. Geyer,
attorney-in-fact

02/21/2018

**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) Balance includes restricted stock and shares acquired through dividend reinvestment.
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.
- (2) 1 for 1
The Board approved performance results for the performance-adjusted stock based restricted stock unit grant (RSUS15) and the performance-adjusted cash based restricted stock unit grant (RSUC15) made in 2015 for the 2015-2017 performance cycle, and these awards will vest on March 1, 2018.
- (3) 1 for 1
- (4) The Board approved performance results for the performance-adjusted stock based restricted stock unit grant (RSUS15) and the performance-adjusted cash based restricted stock unit grant (RSUC15) made in 2015 for the 2015-2017 performance cycle, and these awards will vest on March 1, 2018.
- (5)

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This holding reflects phantom stock payable in cash upon retirement or other termination of employment under the FirstEnergy Corp. Executive Deferred Compensation Plan. Each share of phantom stock is the economic equivalent of one share of common stock.

- (6) Includes stock units acquired through dividend reinvestment.

Remarks:

Exhibit 24: Power of Attorney (attached)

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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