

PPL Corp
 Form 4
 December 28, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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 *
 Dudkin Gregory N

(Last) (First) (Middle)
 TWO NORTH NINTH STREET
 (Street)

ALLENTOWN, PA 18101

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 PPL Corp [PPL]

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/23/2015

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)
 President of a PPL Subsidiary

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	(A) or (D)	Price
Common Stock	12/23/2015		M ⁽¹⁾		47,972	A	\$ 25.41
Common Stock	12/23/2015		S ⁽¹⁾		47,972	D	\$ 34
Common Stock	12/23/2015		M ⁽¹⁾		5,383	A	\$ 25.74
Common Stock	12/23/2015		S ⁽¹⁾		5,383	D	\$ 34
Common Stock	12/23/2015		M ⁽¹⁾		68,202	A	\$ 26.59
							58,030
							10,058
							15,441
							10,058
							78,260

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Common Stock 12/23/2015 S(1) 68,202 D \$ 34 10,058 D

Common Stock 70.219 (2) I
 Held in trust pursuant to the Employee Stock Ownership Plan.

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Options (Right to Buy)	\$ 25.41	12/23/2015		<u>M</u> (1)	47,972	<u>(3)</u> 01/25/2022	Common Stock	47,972
Employee Stock Options (Right to Buy)	\$ 25.74	12/23/2015		<u>M</u> (1)	5,383	<u>(4)</u> 03/04/2022	Common Stock	5,383
Employee Stock Options (Right to Buy)	\$ 26.59	12/23/2015		<u>M</u> (1)	68,202	<u>(5)</u> 01/23/2023	Common Stock	68,202

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dudkin Gregory N TWO NORTH NINTH STREET ALLENTOWN, PA 18101			President of a PPL Subsidiary	

Signatures

/s/Frederick C. Paine, as Attorney-In-Fact for Gregory N. Dudkin	12/28/2015
**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) This Form 4 report reflects the exercise of 121,557 stock options and sale of underlying shares pursuant to a 10b5-1 plan, dated November 5, 2015.
- (2) Total includes the reinvestment of dividends.
- (3) Represents the exercise of 47,972 stock options that vested in three installments on January 26, 2013, January 26, 2014 and January 26, 2015.
- (4) Represents the exercise of 5,383 stock options that vested in three installments on March 5, 2013, March 5, 2014 and March 5, 2015.
- (5) Represents the exercise of 68,202 stock options from a total grant of 102,304 options. The remaining 34,102 options vest on January 24, 2016.

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.