PPL Corp Form 4 June 02, 2014

FORM 4

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

OMB Number: 3235-0287

washington, D.C. 2054

Expires: January 31, 2005

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. *See* Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person $\underline{\ }$ Klingensmith Rick L

(First)

(Street)

2. Issuer Name **and** Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

PPI. (

(Middle)

PPL Corp [PPL]

(Check all applicable)

TWO N. NINTH STREET

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

____ Director ____ 10% Owner __X_ Officer (give title ____ Other (specify below)

05/29/2014

below)

President of a PPL Subsidiary

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person ____ Form filed by More than One Reporting

Person

ALLENTOWN, PA 18101

(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. Transactio Code (Instr. 8)	Pransaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Instr. 8) (A)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	05/29/2014		M(1)	18,000	A	\$ 25.74	41,039	D			
Common Stock	05/29/2014		S <u>(1)</u>	18,000	D	\$ 34.75	23,039	D			
Common Stock	05/30/2014		M <u>(1)</u>	17,433	A	\$ 25.74	40,472	D			
Common Stock	05/30/2014		S(1)	17,433	D	\$ 35	23,039	D			
Common Stock	05/30/2014		M <u>(1)</u>	17,620	A	\$ 28.2	40,659	D			

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Common Stock	05/30/2014	4	S <u>(1)</u>	17,620	D \$	35 23	3,039	D		
Common Stock						10)2.118 <u>(2)</u>	I	Held in trust pursuant to the Employee Stock Ownership Plan	
Reminder: Re	port on a separ	rate line for each class	s of securities benefic	cially owne	d direc	tly or indir	ectly.			
				Person informa require	s who ition c d to re s a cu	respond ontained espond ur	to the colle in this form nless the for alid OMB co	are not rm	SEC 1474 (9-02)	
			tive Securities Acqu nts, calls, warrants,					l		
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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)		vative arities uired (A) isposed of r. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options (Right to Buy)	\$ 25.74	05/29/2014		M(1)		18,000	(3)	01/26/2021	Common Stock	18,000
Employee Stock Options (Right to Buy)	\$ 25.74	05/30/2014		M <u>(1)</u>		17,433	<u>(4)</u>	01/26/2021	Common Stock	17,433
Employee Stock Options (Right to Buy)	\$ 28.2	05/30/2014		M(1)		17,620	<u>(5)</u>	01/25/2022	Common Stock	17,620

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Klingensmith Rick L TWO N. NINTH STREET ALLENTOWN, PA 18101

President of a PPL Subsidiary

Signatures

/s/Frederick C. Paine, as Attorney-In-Fact for Rick L. Klingensmith

06/02/2014

**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) This Form 4 report reflects the exercise of 53,053 stock options and sale of underlying shares pursuant to a 10b5-1 plan, dated August 15, 2013.
- (2) Total includes the reinvestment of dividends.
- (3) Represents the exercise of 18,000 stock options from a total grant of 53,150 options. The 53,150 options vested in three installments on January 27, 2012, January 27, 2013 and January 27, 2014.
- (4) Represents the exercise of 17,433 stock options from a total grant of 53,150 options. The 53,150 options vested in three installments on January 27, 2012, January 27, 2013 and January 27, 2014.
- (5) Represents the exercise of 17,620 stock options from a total grant of 52,860 options. The remaining 35,240 options vest in two installments. 17,620 options vested on January 26, 2014 and 17,620 options vest on January 26, 2015.

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.

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