

SPENCE WILLIAM H

Form 4

March 07, 2019

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

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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SPENCE WILLIAM H

(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)
03/05/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chairman, President and CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	03/05/2019		M ⁽¹⁾	V Amount (A) or (D) Price 10,344 A \$ 25.24	169,549.125 (2)	D	
Common Stock	03/05/2019		S ⁽¹⁾	10,344 D \$ 32.5	159,205.125 (2)	D	
Common Stock	03/05/2019		M ⁽³⁾	215,021 A \$ 25.41	374,226.125 (2)	D	
Common Stock	03/05/2019		S ⁽³⁾	215,021 D \$ 32.5	159,205.125 (2)	D	
Common Stock					137.047 (2)	I	Held in trust pursuant to

Common Stock	12,824	I	the Employee Stock Ownership Plan. Held in trust for benefit of Mr. Spence's wife.
Common Stock	10,426.275	I	By Grantor Retained Annuity Trust

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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Stock Options (Right to Buy)	\$ 25.24	03/05/2019		M ⁽¹⁾	10,344	⁽⁴⁾ 07/21/2021	Common Stock 10,344
Employee Stock Options (Right to Buy)	\$ 25.41	03/05/2019		M ⁽³⁾	215,021	⁽⁵⁾ 01/25/2022	Common Stock 215,021

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SPENCE WILLIAM H TWO NORTH NINTH STREET ALLENTOWN, PA 18101			Chairman, President and CEO	

Signatures

/s/Frederick C. Paine, as Attorney-In-Fact for William H. Spence

03/07/2019

____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) This Form 4 report reflects the exercise of 10,344 stock options and sale of underlying shares pursuant to a 10b5-1 plan, dated November 7, 2018.
- (2) Total includes the reinvestment of dividends.
- (3) This Form 4 report reflects the exercise of 215,021 stock options and sale of underlying shares pursuant to a 10b5-1 plan, dated November 7, 2018.
- (4) Represents the exercise of 10,344 stock options that vested in three equal annual installments beginning July 22, 2012.
- (5) Represents the exercise of 215,021 stock options from a total grant of 430,041 options that vested in three equal annual installments beginning January 26, 2013.

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.