

PPL Corp
Form 4
June 02, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Klingensmith Rick L

(Last) (First) (Middle)
TWO N. 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)
05/29/2014

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)

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	05/29/2014		M ⁽¹⁾		18,000	A	\$ 25.74
Common Stock	05/29/2014		S ⁽¹⁾		18,000	D	\$ 34.75
Common Stock	05/30/2014		M ⁽¹⁾		17,433	A	\$ 25.74
Common Stock	05/30/2014		S ⁽¹⁾		17,433	D	\$ 35
Common Stock	05/30/2014		M ⁽¹⁾		17,620	A	\$ 28.2

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Common Stock 05/30/2014 S(1) 17,620 D \$ 35 23,039 D

Common Stock 102.118 (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.

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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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Options (Right to Buy)	\$ 25.74	05/29/2014		<u>M</u> (1)	18,000	<u>(3)</u> 01/26/2021	Common Stock	18,000
Employee Stock Options (Right to Buy)	\$ 25.74	05/30/2014		<u>M</u> (1)	17,433	<u>(4)</u> 01/26/2021	Common Stock	17,433
Employee Stock Options (Right to Buy)	\$ 28.2	05/30/2014		<u>M</u> (1)	17,620	<u>(5)</u> 01/25/2022	Common Stock	17,620

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.