

CLARK MARK T
Form 4
March 06, 2012

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 *
CLARK MARK T

(Last) (First) (Middle)
76 SOUTH MAIN STREET

(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)
03/02/2012

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)
Executive VP & CFO

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)
			Code	V	Amount or Price (A) or (D)		
Common Stock	03/02/2012		C		6,395 (3) \$ 44.4	A	119,702.765 D
Common Stock	03/02/2012		A		6,554 (3) \$ 44.4	A	126,256.765 D
Common Stock	03/02/2012		F		5,465 (3) \$ 44.4	D	120,791.765 D
Common Stock							1,029.445 I In Savings Plan

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

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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		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount of Shares
					Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date		
Rsup12	\$ 1 ⁽¹⁾	03/02/2012		C		6,395 ⁽³⁾	03/02/2012	03/02/2012	Common Stock	
RSUP17	\$ 1 ⁽¹⁾	03/06/2012		A		15,498 ⁽⁴⁾	03/05/2015	03/05/2015	Common Stock	1
Phantom / Retirement	\$ 1 ⁽¹⁾						⁽²⁾	⁽²⁾	Common Stock	3,4
RSUP14	\$ 1 ⁽¹⁾						03/08/2013	03/08/2013	Common Stock	
RSUP16	\$ 1 ⁽¹⁾						03/04/2014	03/04/2014	Common Stock	
Stock Options (Right to Buy)	\$ 37.75						12/31/2012	02/25/2021	Common Stock	1

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CLARK MARK T 76 SOUTH MAIN STREET AKRON, OH 44308			Executive VP & CFO	

Signatures

Edward J. Udovich, POA 03/06/2012

**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) 1 for 1

(2) This transaction reflects the extension and vesting of phantom stock to retirement or other termination of employment under arrangements approved by the Compensation Committee.

(3) RSUP12 award listed in Table II has been reported at 50% of the original grant amount, as that represents the minimum amount guaranteed to be paid out upon vesting. Because of the performance targets achieved, the award was paid out on March 2, 2012 at a performance rate of 100%. The shares coded "A" represent that portion attributable to this performance adjustment. The shares coded "F" were withheld to cover income tax obligations associated with the payout.

(4) This transaction is a performance-adjusted restricted stock unit grant (RSUP17) of which 50% is reflected in Table II. Of the total shares granted, 50% of the shares are subject to forfeiture if the performance goals are not met. The full grant can be adjusted upward by an additional 50% if the 3-year goals are achieved.

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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