

SPENCE WILLIAM H
Form 4
March 07, 2019

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 *
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
 Officer (give title below) _____ Other (specify below)
Chairman, President and CEO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 03/05/2019 | | M ⁽¹⁾ | A | \$ 169,549.125 25.24 ⁽²⁾ | D | |
| Common Stock | 03/05/2019 | | S ⁽¹⁾ | D | \$ 159,205.125 ⁽²⁾ | D | |
| Common Stock | 03/05/2019 | | M ⁽³⁾ | A | \$ 374,226.125 25.41 ⁽²⁾ | D | |
| Common Stock | 03/05/2019 | | S ⁽³⁾ | D | \$ 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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(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.