## Edgar Filing: DYNEGY INC. - Form 4

DVNECV INC

Form 4											
May 24, 2016 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB APPROVAL OMB 3235-0287 Number:		
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin <i>See</i> Instruct 1(b).	Filed purson s Section 17(a)	uant to Section 16 ) of the Public Ut 30(h) of the Inv	GES IN F SECURI 6(a) of the ility Hold	Expires:January 31 2005Estimated average burden hours per response0.5							
(Print or Type R	esponses)										
Wood Patrick III Symbol			Name and		Fradin	g	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
601 TRAVIS, SUITE 1400       (Month/Da 05/20/20)         (Street)       4. If Amen			•				Officer (give title 10% Owner Officer (give title Other (specify below) below)				
							<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
HOUSTON,	TX 77002						Person	viore than One Ro	eporung		
(City)	(State) (Z	Zip) Table	e I - Non-De	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficia	lly 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)	Disposed (Instr. 3,	(A) of of (D 4 and (A) or	) 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	05/20/2016 <u>(1)</u>		Code V $A^{(2)}$	9,872	(D) A	Price \$ 0	54,895	D			

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	etion C C C C C C C C C C C C C C C C C C C	5. 6. Date Exercisable onNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr	
			Code V		4, and		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships								
	Director	10% Owner	Officer	Other					
Wood Patrick III 601 TRAVIS, SUITE 1400 HOUSTON, TX 77002	Х								
Signatures									
/s/ Heidi D. Lewis, Attornev-in-Fact		05/24/2016	5						

\*\*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).
- Grants of restricted stock units approved by Issuer's Compensation and Human Resources Committee of the Board of Directors on May (1) 20, 2016.

Restricted stock units grant pursuant to Rule 16b-3(d). The restricted stock units were issued in connection with compensation received for the Reporting Person's service as a director and chairman, and the number of units issued was calculated based on the closing stock

(2) price of the Issuer's common stock of \$18.74 on May 20, 2016. Each restricted stock unit represents a contingent right to receive one share of Dynegy Inc. common stock. The restricted stock units vest in full on May 20, 2017.

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.