Henninger Tadd J Form 4 March 08, 2018

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

(Print or Type Responses)

1. Name and Address of Reporting Person * Henninger Tadd J

(Middle) (Last) (First)

(Street)

(State)

(Month/Day/Year)

TWO NORTH NINTH STREET

ALLENTOWN, PA 18101

(City)

1. Title of

Security

(Instr. 3)

2. Issuer Name and Ticker or Trading Symbol

PPL Corp [PPL]

3. Date of Earliest Transaction (Month/Day/Year)

02/22/2018

4. If Amendment, Date Original

Filed(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Execution Date, if TransactionAcquired (A) or Code

(Zip)

2. Transaction Date 2A. Deemed

(Instr. 8)

3.

Disposed of (D) (Month/Day/Year)

(Instr. 3, 4 and 5)

(A)

4. Securities

Code V Amount (D) Price

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

any

5. Number 4. Transaction of Derivative Expiration Date Code Securities

6. Date Exercisable and (Month/Day/Year)

7. Title and Amount of 8. Price **Underlying Securities** (Instr. 3 and 4)

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005 Estimated average

burden hours per response...

0.5

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner Other (specify

X_ Officer (give title below)

Vice President and Treasurer

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

5. Amount of

Securities

Following

Reported

Transaction(s) (Instr. 3 and 4)

Owned

Beneficially

6. Ownership 7. Nature of Form: Direct Indirect

(D) or Indirect Beneficial Ownership (I)

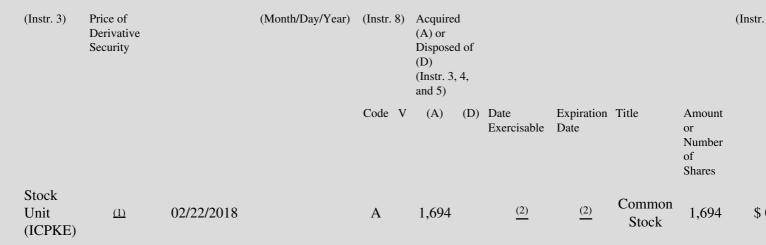
(Instr. 4) (Instr. 4)

> SEC 1474 (9-02)

Deriva

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Henninger Tadd J TWO NORTH NINTH STREET ALLENTOWN, PA 18101

Vice President and Treasurer

Signatures

/s/Frederick C. Paine, as Attorney-In-Fact for Tadd J. Henninger

03/08/2018

**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) No conversion or exercise price applies. Under the terms of the Incentive Compensation Plan for Key Employees (ICPKE), a restricted stock unit converts to a share of common stock on the applicable vesting date.
- (2) The units will vest on 02/22/2021.
- As of 03/08/2018, total restricted stock units beneficially owned is 5,651. This total includes the 03/01/2016 grant of 1,239 restricted (3) stock units, the 02/17/2017 grant of 1,912 restricted stock units, the 01/25/2018 grant of 806 restricted stock units and the 02/22/2018 grant of 1,694 restricted stock units.

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.

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