PPL Corp
Form 4
February 04, 2015

FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
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 *
Gabbard Robert D

(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)
02/03/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
President of a PPL subsidiary

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	02/03/2015		M[(1)]		18,477	A	$ 25.74	72,421	D	
Common Stock	02/03/2015		M[(1)]		36,800	A	$ 28.2	109,221	D	
Common Stock	02/03/2015		M[(1)]		35,030	A	$ 31.93	144,251	D	
Common Stock	02/03/2015		M[(1)]		32,140	A	$ 31.17	176,391	D	
Common Stock	02/03/2015		M[(1)]		62,013	A	$ 29.51	238,404	D	

Common Stock	02/03/2015		S[(1)]	184,460	D	$ 36.002 [(2)] [(3)]	53,944	D		
Common Stock							80.031 [(4)]	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.

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.

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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options (Right to Buy)	$ 25.74	02/03/2015		M[(1)]			18,477	[(5)]	01/26/2021	Common Stock	18,477
Employee Stock Options (Right to Buy)	$ 28.2	02/03/2015		M[(1)]			36,800	[(6)]	01/25/2022	Common Stock	36,800
Employee Stock Options (Right to Buy)	$ 31.93	02/03/2015		M[(1)]			35,030	[(7)]	01/21/2019	Common Stock	35,030
	$ 31.17	02/03/2015		M[(1)]			32,140	[(8)]	01/20/2020		32,140

Employee Stock Options (Right to Buy)								Common Stock	
Employee Stock Options (Right to Buy)	$ 29.51	02/03/2015		M[(1)]	62,013	[(9)]	01/23/2023	Common Stock	62,013

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gabbard Robert D TWO NORTH NINTH STREET ALLENTOWN, PA 18101			President of a PPL subsidiary	

Signatures

/s/Frederick C. Paine, as Attorney-In-Fact for Robert D. Gabbard	02/04/2015
**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 184,460 stock options and sale of underlying shares pursuant to a 10b5-1 plan, dated December 12, 2014.

(2) Represents the weighted average sales price for price increments ranging from $36.000 to $36.010.

(3) The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.

(4) Total includes the reinvestment of dividends.

(5) Represents the exercise of 18,477 stock options from a total grant of 55,430 options. The total grant of options vested in three installments on January 27, 2012, January 27, 2013 and January 27, 2014.

(6) Represents the exercise of 36,800 stock options from a total grant of 55,200 options. The total grant of options vested in three equal installments on January 26, 2013, January 26, 2014 and January 26, 2015.

(7) Represents the exercise of a total grant of 35,030 stock options. The total grant of options vested in three installments on January 22, 2010, January 22, 2011 and January 22, 2012.

(8) Represents the exercise of a total grant of 32,140 stock options. The total grant of options vested in three installments on January 21, 2011, January 21, 2012 and January 21, 2013.

(9) Represents the exercise of 62,013 stock options from a total grant of 93,020 options. The remaining 31,007 options vest on January 24, 2016.

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.