

Bergstein Joseph P Jr
 Form 4
 August 07, 2017

FORM 4

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

OMB APPROVAL

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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 *
 Bergstein Joseph P Jr

2. Issuer Name and Ticker or Trading Symbol
 PPL Corp [PPL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

TWO NORTH NINTH STREET

08/03/2017

VP-IR and Treasurer

(Street)

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

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

ALLENTOWN, PA 18101

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

(City) (State) (Zip)

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	08/03/2017		M ⁽¹⁾	V Amount \$ 2,983 A Price 24.75	6,174.653 <u>(2)</u>	D	
Common Stock	08/03/2017		S ⁽¹⁾	V Amount \$ 2,983 D Price 39	3,191.653 <u>(2)</u>	D	
Common Stock					268.846 <u>(2)</u>	I	Held in trust pursuant to the Employee Stock Ownership Plan.
					43.306 <u>(2)</u>	I	

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Common
Stock

As custodian
for children
under the
Dividend
Reinvestment
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 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)	8. Amount or Number of Shares
Employee Stock Options (Right to Buy)	\$ 24.75	08/03/2017		M ⁽¹⁾	2,983	⁽³⁾ 05/31/2022	Common Stock	2,983

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Bergstein Joseph P Jr
TWO NORTH NINTH STREET
ALLENTOWN, PA 18101

VP-IR and Treasurer

Signatures

/s/Frederick C. Paine, as Attorney-In-Fact for Joseph P. Bergstein, Jr.

08/07/2017

__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 2,983 stock options and sale of underlying shares pursuant to a 10b5-1 plan, dated June 5, 2017.

(2) Total includes the reinvestment of dividends.

(3) Represents the exercise of 2,983 stock options that vested in three installments on June 1, 2013, June 1, 2014 and June 1, 2015.

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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