PPL Corp Form 4 April 24, 2013

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

Form 4 or Form 5 obligations

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

burden hours per 0.5 response...

may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Ad SPENCE W | ^ | rting Person * | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | | |
|------------------------------|---------|----------------|--|--|--|--|--|
| | | | PPL Corp [PPL] | (Check all applicable) | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | | | | |
| TWO N. NINTH STREET | | | (Month/Day/Year) 04/22/2013 | Director 10% Owner _X_ Officer (give title Other (specify below) Chairman, President and CEO | | | |
| (Street) ALLENTOWN, PA 18101 | | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| | | | Filed(Month/Day/Year) | | | | |

| (City) | (State) | (Zip) Ta | ble I - Non | -Derivative | Secur | ities Acquire | ed, Disposed of, o | r Beneficially | y Owned |
|--------------------------------------|---|---|--|--|-------|--------------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securitie onDisposed o (Instr. 3, 4 | f (D) | uired (A) or | 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 | 04/22/2013 | | M(1) | 114,320 | A | \$ 25.74 | 132,482.226 (2) | D | |
| Common Stock | 04/22/2013 | | S(1) | 126,655 | D | \$ 32.4335 (3) (4) | 5,827.226 (2) | D | |
| Common Stock | | | | | | | 97.367 (2) | I | Held in trust pursuant to |

the Employee Stock Ownership

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Common Stock

12,824

I

Plan.
Held in trust for benefit of Mr.
Spence's wife.

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

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SEC 1474 (9-02)

Stock

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. 5. Number of | | 6. Date Exercisable and | | 7. Title and Amount of | | |
|-------------------|-------------|---------------------|--------------------|------------------------------------|--------------------------|-------------------------|---------------------|------------------------|--------|----------------------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | TransactionDerivative | | Expiration Date | | Underlying Securities | | |
| Security | or Exercise | | any | Code Securities | | (Month/Day/Year) | | (Instr. 3 and 4) | | |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | nstr. 8) Acquired (A) or | | | | | |
| | Derivative | | | Disposed of (D) | | | | | | |
| | Security | | | | (Instr | . 3, 4, and | | | | |
| | | | | | 5) | | | | | |
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock | ¢ 25 74 | 04/22/2012 | | N A (1) | | 114 220 | (5) | (5) | Common | 114 220 |
| Options | \$ 25.74 | 04/22/2013 | | $\mathbf{M}_{\underline{1}}^{(1)}$ | | 114,320 | (5) | (3) | Stools | 114,320 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SPENCE WILLIAM H TWO N. NINTH STREET ALLENTOWN, PA 18101

Chairman, President and CEO

Signatures

(Right to Buy)

/s/Frederick C. Paine, as Attorney-In-Fact for William H. Spence

04/24/2013

**Signature of Reporting Person

Date

Reporting Owners 2

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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 114,320 stock options and sale of underlying shares and the sale of 12,335 previously vested restricted stock units pursuant to a 10b5-1 plan dated March 19, 2013.
- (2) Total includes the reinvestment of dividends.
- (3) Represents the weighted average sales price for price increments ranging from \$32.33 to \$32.58.
 - The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security
- (4) holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4
- (5) Represents the exercise of 114,320 stocks options from a total grant of 171,480 options. There are 57,160 options remaining from the grant that vest on January 27, 2014 and expire on January 26, 2021.

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.