

FIRSTENERGY CORP
Form DEFA14A
May 04, 2009

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

**SCHEDULE 14A
(RULE 14a-101)
SCHEDULE 14A INFORMATION**

Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934 (Amendment No.)

Filed by the Registrant ☒
Filed by a Party other than the Registrant ☐

Check the appropriate box:

- ☐ Preliminary Proxy Statement
- ☐ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- ☐ Definitive Proxy Statement
- ☒ Definitive Additional Materials
- ☐ Soliciting Material Pursuant to Section 240.14a-12

FirstEnergy Corp.
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement)

Payment of Filing Fee (Check the appropriate box):

☒ No fee required.

☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

- o Fee paid previously with preliminary materials.
- o Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

IMPORTANT INFORMATION

FirstEnergy Corp. (FirstEnergy) filed a definitive proxy statement in connection with its 2009 annual meeting of shareholders with the Securities and Exchange Commission on April 1, 2009. **FIRSTENERGY SHAREHOLDERS ARE STRONGLY ADVISED TO READ THE PROXY STATEMENT CAREFULLY, AS IT CONTAINS IMPORTANT INFORMATION.** Shareholders are able to obtain additional copies of FirstEnergy's definitive proxy statement and any other documents filed by FirstEnergy with the Securities and Exchange Commission for free at the Internet website maintained by the Securities and Exchange Commission at www.sec.gov. Copies of FirstEnergy's definitive proxy statement are also available for free at FirstEnergy's Internet website at www.firstenergycorp.com/ir or by writing to the Corporate Secretary, FirstEnergy Corp., 76 South Main Street, Akron, Ohio 44308-1890.

INFORMATION REGARDING PARTICIPANTS

Detailed information regarding the names, affiliations and interests of individuals who are participants in the solicitation of proxies of FirstEnergy's shareholders is available in FirstEnergy's definitive proxy statement filed with the Securities and Exchange Commission on April 1, 2009.

*(The following letter will be mailed by FirstEnergy Corp. on May 4, 2009
to certain institutional holders of its common stock.)*

FirstEnergy Corp. Letterhead

May 4, 2009

Dear Shareholder:

In 2008, FirstEnergy achieved record financial and operating results despite the severe economic downturn. Highlights included record earnings, near-record cash generated from operations, and record output from our generating plants. While 2009 is a more challenging year for our industry and our company, we remain focused on continuous improvement and the fundamentals of our business, while taking steps to increase our financial and operational flexibility. We believe these actions, which include targeted reductions in capital and operating expenditures, as well as a new organizational structure, have positioned us to deal with current conditions and capitalize on future opportunities.

As a result of our financial performance over the past three years, as well as our prospects for growth, we once again earned recognition from *Public Utilities Fortnightly* magazine as one of the nation's 40 Best Energy Companies. And, our five-year annualized total shareholder return, reflecting stock price appreciation plus reinvested dividends, ranks FirstEnergy among the top quartile of the 57 member companies of the Edison Electric Institute Index.

Just as important, we have made this significant financial progress while keeping a strong focus on good corporate governance. In fact, as of April 30, 2009, we are outperforming over 75 percent of companies in the S&P 500 and over 84 percent of companies in the Utilities Group in the RiskMetrics Group's Corporate Governance Quotient—a commonly used measure of corporate governance effectiveness.

In spite of this strong performance, RiskMetrics Group and other voting advisory firms, based on their own voting policies, have recommended that votes be withheld from the Board's existing director nominees at our Annual Meeting of Shareholders on May 19, 2009. **I ask that you vote in favor of our director nominees, especially considering the outstanding leadership they have provided in supporting our ongoing success.**

I appreciate your consideration of our position on this issue, as well as your support of FirstEnergy and our leadership team. If you would like to discuss this matter, or any other issue regarding our proxy statement, please contact our Vice President and Corporate Secretary, Rhonda Ferguson, at 330-384-5620.

Sincerely,

/s/ Anthony J. Alexander

Anthony J. Alexander