
Section 1: DEFA14A (DEFA14A)

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

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

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 §240.14a-12

FirstEnergy Corp.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

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:

Fee paid previously with preliminary materials:

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 NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE
FIRSTENERGY CORP.
ANNUAL MEETING OF SHAREHOLDERS TO BE HELD ON MAY 19, 2020**

Under the federal securities laws and the Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for FirstEnergy Corp.'s Annual Meeting of Shareholders are available on the Internet (the "Notice") at www.FirstEnergyCorp.com/AnnualMeeting. **This Notice is NOT a form for voting and presents only an overview of the more complete proxy materials, which contain important information and are available on the Internet or by mail. We encourage you to access and review the proxy materials before voting.**

WHEN AND WHERE IS THE SHAREHOLDERS' MEETING?

The 2020 Annual Meeting of Shareholders of FirstEnergy Corp. will be held on Tuesday, May 19, 2020, at 8:00 a.m., Eastern time at the John S. Knight Center, 77 E. Mill Street, Akron, Ohio.

WHAT MATTERS ARE BEING VOTED ON AT THE ANNUAL MEETING OF SHAREHOLDERS?

1. Election of 11 Directors: Michael J. Anderson, Steven J. Demetriou, Julia L. Johnson, Charles E. Jones, Donald T. Misheff, Thomas N. Mitchell, James F. O'Neil III, Christopher D. Pappas, Sandra Pianalto, Luis A. Reyes, and Leslie M Turner;
2. Ratify the Appointment of the Independent Registered Public Accounting Firm for 2020;
3. Approve, on an Advisory Basis, Named Executive Officer Compensation;
4. Approve FirstEnergy Corp. 2020 Incentive Compensation Plan;
5. Approve a Management Proposal to Amend the Company's Amended and Restated Code of Regulations to authorize the Board of Directors to make certain future amendments to the Company's Amended and Restated Code of Regulations; and
6. Shareholder Proposal Requesting Removal of Aggregation Limit for Proxy Access Groups.

WHAT DOES YOUR BOARD OF DIRECTORS RECOMMEND?

Your Board of Directors recommends a vote:

1. **FOR** the Election of All of the Nominees Listed in Item 1;
 2. **FOR** the Ratification of the Appointment of the Independent Registered Public Accounting Firm for 2020 (Item 2);
 3. **FOR** the Advisory Vote to Approve Named Executive Officer Compensation (Item 3);
 4. **FOR** the Management Proposal to Approve FirstEnergy Corp. 2020 Incentive Compensation Plan (Item 4);
 5. **FOR** the Management Proposal to Approve a proposal to Amend the Company's Amended and Restated Code of Regulations to authorize the Board of Directors to make certain future amendments to the Company's Amended and Restated Code of Regulations (Item 5); and
 6. **AGAINST** the Shareholder Proposal Requesting Removal of Aggregation Limit for Proxy Access Groups (Item 6).
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FIRSTENERGY CORP.



Easy Online Access – A Convenient Way to View Proxy Materials and Vote. When you go online to view proxy materials, you can vote your shares:

Step 1: To view and/or print the proxy materials, go to www.FirstEnergyCorp.com/AnnualMeeting

Step 2: To vote, go to www.FirstEnergyCorp.com/AnnualMeeting and click on **Vote Now**.

Step 3: Enter the **control number** (located by the arrow in the box below) and follow the instructions on the screen to log in.

Step 4: Make your selection as instructed on each screen to vote.

Vote in Person: If you plan to attend the Annual Meeting, please follow the advance registration instructions in the proxy statement and follow the instructions when voting. Directions to the Annual Meeting are available in the proxy statement which can be viewed at www.FirstEnergyCorp.com/AnnualMeeting.

The following proxy materials can be viewed at www.FirstEnergyCorp.com/AnnualMeeting:

- 2020 Proxy Statement
- 2019 Annual Report to Shareholders

HOW CAN I REQUEST A FULL PAPER SET OR EMAIL OF PROXY MATERIALS FOR THE 2020 ANNUAL MEETING OR FOR FUTURE SHAREHOLDER MEETINGS?

If you want to receive a paper or email copy of the proxy materials for the 2020 Annual Meeting or on an on-going basis for future shareholder meetings, you must request a copy. If you do not make this request, you will not otherwise receive a paper or email copy. There is no charge to you for requesting a copy. You will be asked to provide the 11-digit control number located by the arrow in the box below. Please make your request for a copy of the proxy materials for the 2020 Annual Meeting on or before May 5, 2020, to facilitate timely delivery.

To request a paper copy or email copy of the proxy materials for the 2020 Annual Meeting or for future shareholder meetings:

1. **Internet:** Access the website, www.SendMaterial.com and follow the instructions provided; or
2. **Telephone:** Call the toll-free telephone number 1-800-516-1564 and follow the instructions provided; or
3. **Email:** Send an email to papercopy@SendMaterial.com with your 11-digit control number in the Subject line. To request a paper copy of the proxy materials and proxy card in the future, please include this request in the body of the email.



[\(Back To Top\)](#)