

FIRSTENERGY CORP
Form DEFA14A
May 07, 2012

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**

(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 under Rule 14a-12

First Energy 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)(4) and 0-11.

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

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(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:

Rhonda S. Ferguson
Vice President & Corporate Secretary

76 South Main Street
Akron, Ohio 44308

****** IMPORTANT ******

TIME IS SHORT PLEASE VOTE TODAY

May 7, 2012

Dear FirstEnergy Shareholder:

According to our latest records, we still have not received your proxy for the FirstEnergy Corp. Annual Meeting of Shareholders to be held on May 15, 2012. Your vote is important no matter how many shares you own.

Your Board of Directors unanimously recommends that you vote in favor of the following items:

The election of each director nominee named in the proxy statement (Item 1)

The ratification of our independent registered public accounting firm (Item 2)

The advisory vote to approve the compensation of the Company's named executive officers, also known as Say-on-Pay (Item 3)

The approval of the material terms of the performance goals under FirstEnergy's 2007 incentive plan as required by section 162(m) of the Internal Revenue Code (Item 4).

In addition, the Board unanimously recommends you vote **against** the three shareholder proposals that appear on this year's agenda (Items 5 through 7). A full explanation of our position on each of these items is available in the proxy statement that you recently received.

Please take time to vote TODAY. Follow the instructions on the enclosed proxy card to cast your vote by telephone, via the Internet, or by signing, dating, and returning the enclosed proxy card in the envelope provided.

Very truly yours,

REMEMBER:

You can vote your shares by telephone or via the Internet.

Please follow the instructions on the enclosed card.

If you have any questions, or need assistance in voting

your shares, please call our proxy solicitor,

INNISFREE M&A INCORPORATED

TOLL-FREE at 1-877-687-1866.