



76 South Main Street  
Akron, Ohio 44308

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Mary M. Swann  
Corporate Secretary and  
Associate General Counsel

March 28, 2023

**Dear Shareholder:**

You are cordially invited to attend the virtual 2023 FirstEnergy Corp. Annual Meeting of Shareholders on Wednesday, May 24, 2023, at 8:00 a.m. EDT. If you plan to attend this virtual meeting, you must register in advance. For information on how to register, see "Attending the Virtual Annual Meeting" section of the "Questions and Answers about the Annual Meeting" of the proxy statement.

As you may recall, you previously consented to accessing FirstEnergy's annual reports and proxy statements on the Internet instead of receiving paper copies. **The annual report, proxy statement and all other proxy material related to the 2023 FirstEnergy Corp. Annual Meeting of Shareholders may be accessed and viewed at [www.FirstEnergyCorp.com/AnnualMeeting](http://www.FirstEnergyCorp.com/AnnualMeeting).**

The Notice of Annual Meeting of Shareholders is printed on the back of this letter. The notice and proxy statement contain important information about proxy voting and the business to be conducted at the Annual Meeting. We encourage you to read it carefully before voting. **Your Board of Directors recommends that you vote "FOR" the election of all of the nominees in Item 1; "FOR" Items 2, 3 and 5; for a frequency of "Every Year" under Item 4; and "AGAINST" Items 6 and 7.**

Enclosed is your proxy card, which provides instructions to appoint your proxy and vote your shares. We encourage you to take advantage of the Internet or telephone voting options. Instructions regarding Internet and telephone voting are provided on the enclosed proxy card and are available at [www.FirstEnergyCorp.com/AnnualMeeting](http://www.FirstEnergyCorp.com/AnnualMeeting). Please note that since you already have consented to accessing FirstEnergy's annual reports and proxy statements on the Internet, it is not necessary when voting your shares to provide consent again.

If you wish to receive a paper copy of the annual report and proxy statement with your proxy card in the future, or if you would like a paper copy of this year's materials, please call Shareholder Services at (800) 736-3402, or call Corporate Election Services at (800) 516-1564 or access the website [www.SendMaterial.com](http://www.SendMaterial.com) and follow the instructions provided, or send an email to [papercopy@SendMaterial.com](mailto:papercopy@SendMaterial.com) with your 11-digit control number in the email's subject line.

This Notice and the Proxy Statement are being mailed or made available to shareholders on or about March 28, 2023.

**Your vote and support are important to us.** Thank you in advance for voting promptly.

Sincerely,

# Notice of Annual Meeting of Shareholders

Please carefully review this Notice, the Company's Annual Report to Shareholders for the year ended December 31, 2022 (the "2022 Annual Report"), and the Proxy Statement and vote your shares by following the instructions on your proxy card/voting instruction form or Notice of Internet Availability of Proxy Materials to ensure your vote is cast at the 2023 Annual Meeting of Shareholders (the "Annual Meeting").

## DATE AND TIME

Wednesday, May 24, 2023  
8:00 a.m. EDT

## LOCATION

The Annual Meeting will be a virtual meeting of shareholders, conducted via live webcast, and will take place at: [www.cesonlineservices.com/fe23\\_ym](http://www.cesonlineservices.com/fe23_ym). Online access will begin at 7:30 a.m. EDT on May 24, 2023. There will be no physical location for in-person attendance at the Annual Meeting.

## RECORD DATE

March 27, 2023

**Shareholders must register in advance to attend, ask questions or vote at the virtual Annual Meeting. Registration instructions are available in the Questions and Answers section of the accompanying Proxy Statement, under the heading, "Attending the Virtual Annual Meeting."** Only shareholders of record as of the close of business on March 27, 2023, or their proxy holders, may vote at the Annual Meeting.

## AGENDA

### 1 Election of the Board of Directors

Elect the 11 nominees named in the Proxy Statement to the Board of Directors to hold office until the 2024 Annual Meeting of Shareholders and until their successors shall have been elected

### 2 Ratify appointment of the independent registered public accounting firm

Ratify the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for 2023

### 3 Approve named executive officer compensation

Approve, on an advisory basis, named executive officer compensation

### 4 Approve frequency of future advisory votes on named executive officer compensation

Approve, on an advisory basis, the frequency of future advisory votes to approve named executive officer compensation

### 5 Vote on a management proposal to further reduce the threshold to call a special meeting

Approve an Amendment to the Second Amended and Restated Code of Regulations to Reduce the Percentage of Shares Required to Call a Special Meeting of Shareholders

### 6 & 7 Vote on two shareholder proposals

Vote on two shareholder proposals, if properly presented at the Annual Meeting

### Other Business

Take action on the business that may come properly before the Annual Meeting and any adjournment or postponement thereof.

On behalf of the Board of Directors,



Mary M. Swann  
Corporate Secretary and Associate General Counsel  
Akron, Ohio

This Notice and Proxy Statement are being mailed or made available to shareholders on or about March 28, 2023.

**Important Notice** Regarding the Availability of Proxy Materials for the Annual Meeting of Shareholders to be held on May 24, 2023. The Proxy Statement and the 2022 Annual Report are available at [www.FirstEnergyCorp.com/AnnualMeeting](http://www.FirstEnergyCorp.com/AnnualMeeting).