

FPL GROUP INC
 Form 4
 January 03, 2003

UNITED STATES SECURITIES AND
 EXCHANGE COMMISSION
 Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN
 BENEFICIAL OWNERSHIP

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

W Check this box if no longer
 subject to Section 16. Form 4 or
 Form 5 obligations may continue.

| | | | | | | | | | |
|-----------------------------------------|---------|----------|-------------------------------------------------------------------------------|--|---------------------------------|----------------------------------------------------|-------------------------------------------------------------|----------------------------------------------|-----------|
| 1. Name and Address of Reporting Person | | | 2. Issuer Name and Ticker or Trading Symbol | | | 6. Relationship of Reporting Person(s) to Issuer | | | |
| Barrat, Sherry S. | | | FPL Group, Inc. (FPL) | | | (Check all applicable) | | | |
| | | | | | | X | Director | | 10% Owner |
| | | | | | | | Officer (give title below) | Other (specify below) | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | 4. Statement for Month/Day/Year | | 7. Individual or Joint/Group Filing (Check Applicable Line) | | |
| | | | Northern Trust Bank of California 355 South Grand Avenue, Suite 2600 | | January 2, 2003 | | | | |
| (Street) | | | | | | 5. If Amendment, Date of Original (Month/Day/Year) | | Form filed by One Reporting Person | |
| Los Angeles, CA 90071 | | | | | | X | | | |
| (City) | (State) | (Zip) | | | | | | Form filed by More than One Reporting Person | |

Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security | 2. Trans-Date (Month/Day/Year) | 3. Action Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code | | 4. Securities Acquired (A) or Disposed of (D) | | | 5. Amount of Securities Beneficially Owned or Reported | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership |
|----------------------|--------------------------------|----------------------------------------------------------|---------------------|---|-----------------------------------------------|--------|-------|--------------------------------------------------------|-----------------------------------------------|--------------------------------------------|
| | | | Code | V | Amount | A or D | Price | | | |
| | | | | | | | | | | |

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| | | Day/ Year) | | | | | | Transaction(s) | | |
|--------------|---------|---------------|----------|----|-----|----|----|----------------|---|-------------------------------|
| Common Stock | 1/02/03 | -- | A (1) | | 700 | A | -- | 3,200 | D | |
| Common Stock | -- | -- | -- | -- | -- | -- | -- | 1,000 | I | By Sherry S. Barrat IRA Trust |
| | | | | | | | | | | |
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| FORM 4 (continued) | | Table II - Derivative Securities Acquired, Disposed of, or Exercised (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | |
|---------------------------------|--------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------|---------------------|---|---|---|--------------------------------------------------------------------|-------------------------------------------------------------|-----------------|----------------------------------------------|---------------------------------|
| 1. Title of Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code | | | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security |
| | | | | Code | V | A | D | | Date Exercisable | Expiration Date | | |
| | | | | | | | | | | | | |
| | | | | | | | | | | | | |
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| | | | | | | | | | | | | |

Explanation of Responses:

(1)

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Restricted stock grant made pursuant to the FPL Group, Inc. Non-Employee Directors Stock Plan.

DENNIS P. COYLE

Signature of Reporting
Person

January 3, 2003

Date