

HAY LEWIS III
Form 4
November 01, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HAY LEWIS III

2. Issuer Name and Ticker or Trading Symbol
NEXTERA ENERGY INC [NEE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O NEXTERA ENERGY, INC., 700 UNIVERSE BLVD

3. Date of Earliest Transaction (Month/Day/Year)
10/31/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
Exec Chairman / Director of Sub

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

JUNO BEACH, FL 33408

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 10/31/2012 | | M ⁽¹⁾ | | 150,000 | A | \$ 32.46 471,727 ⁽²⁾ |
| Common Stock | 10/31/2012 | | S ⁽³⁾ | | 150,000 | D | \$ 70.073 321,727 ⁽²⁾ |
| Common Stock | | | | | | | 143,416 |
| Common Stock | | | | | | | 114,999 |

By Hay Family Limited Partnership
By grantor retained

| | | | |
|--------------|---------|---|--|
| Common Stock | 116,499 | I | annuity trusts By Hay Second Family Limited Partnership |
| Common Stock | 4,264 | I | By Retirement Savings Plans Trust |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 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 (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number Shares |
| Employee Stock Option (Right to Buy) | \$ 32.46 | 10/31/2012 | | M ⁽¹⁾ | 150,000 | ⁽⁵⁾ 02/12/2014 | Common Stock 150,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------|-----------------|
| | Director | 10% Owner | Officer | Other |
| HAY LEWIS III C/O NEXTERA ENERGY, INC. 700 UNIVERSE BLVD JUNO BEACH, FL 33408 | X | | Exec Chairman | Director of Sub |

Signatures

Alissa E. Ballot
(Attorney-in-Fact)

11/01/2012

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Options exercised in accordance with Rule 10b5-1 trading plan adopted by the reporting person on May 3, 2012.
- (2) Includes 203,655 shares deferred until the reporting person's retirement.
- (3) Sales effected pursuant to Rule 10b5-1 trading plan adopted by the reporting person on May 3, 2012.
Weighted average sale price. Reporting person sold 150,000 shares through a trade order executed by a broker-dealer at prices ranging
- (4) from \$70.00 to \$70.16 per share. The reporting person hereby undertakes to provide full information regarding the number of shares sold at each separate price upon request by the U.S. Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer.
- (5) The option, representing a right to buy 150,000 shares, became exercisable in three substantially equal annual installments beginning on February 12, 2005, which was the first anniversary of the date on which the option was granted.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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