

HAY LEWIS III

Form 4

September 05, 2012

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

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

(Last) (First) (Middle)

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

(Street)

JUNO BEACH, FL 33408

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

NEXTERA ENERGY INC [NEE]

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

09/04/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title ☒ Other (specify
below) below)

Exec Chairman / Director of Sub

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

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 Ownership (Instr. 4)
Common Stock	09/04/2012		M ⁽¹⁾	150,000 A	\$ 27.56 471,727 ⁽²⁾	D	
Common Stock	09/04/2012		S ⁽³⁾	150,000 D	\$ 67.162 ⁽⁴⁾ 321,727 ⁽²⁾	D	
Common Stock	09/04/2012		S ⁽³⁾	20,000 D	\$ 67.1851 ⁽⁵⁾ 143,416	I	By Hay Family Limited Partnership ⁽⁶⁾
Common Stock	09/04/2012		S ⁽³⁾	40,000 D	\$ 67.183 ⁽⁷⁾ 114,999	I	By grantor retained

Common Stock	116,499	I	annuity trusts By Hay Second Family Limited Partnership (8)
Common Stock	4,202	I	By Retirement Savings Plans Trust

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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)	\$ 27.56	09/04/2012		M ⁽¹⁾	150,000	⁽⁹⁾ 02/13/2013	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)

09/05/2012

__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 plans adopted by the reporting person on May 3, 2012.

(4) Weighted average sale price. Reporting person sold 150,000 shares through a trade order executed by a broker-dealer at prices ranging from \$66.93 to \$67.42 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) Weighted average sale price. Reporting person sold 20,000 shares through a trade order executed by a broker-dealer at prices ranging from \$66.97 to \$67.42 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.

(6) Sole general partner is an entity controlled by the reporting person and limited partners are two irrevocable trusts whose beneficiaries are the reporting person, his spouse and their descendants.

(7) Weighted average sale price. Reporting person sold 40,000 shares through a trade order executed by a broker-dealer at prices ranging from \$66.93 to \$67.41 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.

(8) Sole general partner is an entity controlled by the reporting person and the limited partners are the reporting person and his wife, as tenants by the entirety.

(9) The option, representing a right to buy 150,000 shares, became exercisable in three substantially equal annual installments beginning on February 13, 2004, 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.