

MCGRATH ROBERT L
Form 4
October 09, 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 *
MCGRATH ROBERT L

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)

3. Date of Earliest Transaction (Month/Day/Year)
10/05/2012

___ Director ___ 10% Owner
X Officer (give title below) ___X_ Other (specify below)
EVP Eng, Const. & Corp Svcs / EVP Eng, Const & Corp Svcs-Sub

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

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 10/05/2012 | | M ⁽¹⁾ | | 13,500 | A | \$ 41.76 |
| | | | | | 45,460 | | ⁽²⁾ |
| Common Stock | 10/05/2012 | | S ⁽³⁾ | | 13,500 | D | \$ 71.029 |
| | | | | | | | ⁽⁴⁾ |
| Common Stock | 10/05/2012 | | M ⁽¹⁾ | | 9,807 | A | \$ 59.05 |
| | | | | | 41,767 | | ⁽²⁾ |
| Common Stock | 10/05/2012 | | S ⁽³⁾ | | 9,807 | D | \$ 70.982 |
| | | | | | | | ⁽⁵⁾ |

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| | | | | | | | | | |
|--------------|------------|--|------------------|--------|---|--------------------------------|-----------------------|---|-----------------------------------|
| Common Stock | 10/05/2012 | | M ⁽¹⁾ | 14,895 | A | \$ 50.91 | 46,855 ⁽²⁾ | D | |
| Common Stock | 10/05/2012 | | S ⁽³⁾ | 14,895 | D | \$ 71.047 ⁽⁶⁾ | 31,960 ⁽²⁾ | D | |
| Common Stock | 10/05/2012 | | M ⁽¹⁾ | 13,904 | A | \$ 45.57 | 45,864 ⁽²⁾ | D | |
| Common Stock | 10/05/2012 | | S ⁽³⁾ | 13,904 | D | \$ 71.01 ⁽⁷⁾ | 31,960 ⁽²⁾ | D | |
| Common Stock | | | | | | | 7,178 | 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.

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(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | |
| Employee Stock Option (Right to Buy) | \$ 41.76 | 10/05/2012 | | M ⁽¹⁾ | 13,500 | ⁽⁸⁾ 02/16/2016 | Common Stock | 13,500 |
| Employee Stock Option (Right to Buy) | \$ 59.05 | 10/05/2012 | | M ⁽¹⁾ | 9,807 | ⁽⁹⁾ 02/15/2017 | Common Stock | 9,807 |
| Employee Stock Option | \$ 50.91 | 10/05/2012 | | M ⁽¹⁾ | 14,895 | ⁽¹⁰⁾ 02/13/2019 | Common Stock | 14,895 |

(Right to Buy)

Employee Stock

| | | | | | | | | | |
|--------|----------|------------|--|------------------|--------|-------------|------------|--------------|--------|
| Option | \$ 45.57 | 10/05/2012 | | M ⁽¹⁾ | 13,904 | <u>(11)</u> | 02/12/2020 | Common Stock | 13,904 |
|--------|----------|------------|--|------------------|--------|-------------|------------|--------------|--------|

(Right to Buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-----------------------------------|
| | Director | 10% Owner | Officer | Other |
| MCGRATH ROBERT L C/O NEXTERA ENERGY, INC. 700 UNIVERSE BOULEVARD JUNO BEACH, FL 33408 | | | EVP Eng, Const. & Corp Svs | EVP Eng, Const & Corp Svcs-Sub |

Signatures

Alissa E. Ballot
(Attorney-in-Fact) 10/09/2012

 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) Option exercise effected pursuant to Rule 10b5-1 trading plan adopted by the reporting person on August 6, 2012.
- (2) Includes 4,950 shares deferred until reporting person's retirement.
- (3) Sales effected pursuant to Rule 10b5-1 trading plan adopted by the reporting person on August 6, 2012.
Weighted average sale price. Reporting person sold 13,500 shares through a trade order executed by a broker-dealer at prices ranging from \$70.98 to \$71.08 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 9,807 shares through a trade order executed by a broker-dealer at prices ranging from \$70.72 to \$71.15 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) Weighted average sale price. Reporting person sold 14,895 shares through a trade order executed by a broker-dealer at prices ranging from \$70.98 to \$71.08 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.
- (7) Weighted average sale price. Reporting person sold 13,904 shares through a trade order executed by a broker-dealer at prices ranging from \$70.98 to \$71.03 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) The option, representing a right to buy 13,500 shares, became exercisable in three substantially equal annual installments beginning on February 16, 2007.
- (9) The option, representing a right to buy 9,807 shares, became exercisable in three substantially equal annual installments beginning on February 15, 2008.

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- (10) The option, representing a right to buy 14,895 shares, became exercisable in three substantially equal annual installments beginning on February 15, 2010.
- (11) The option, representing a right to buy 20,856 shares, is exercisable in three substantially equal annual installments beginning on February 15, 2011.

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.