

DEWHURST MORAY P
Form 4
August 21, 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 *
DEWHURST MORAY P

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 BOULEVARD

3. Date of Earliest Transaction (Month/Day/Year)
08/20/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice Chairman & CFO

(Street)
JUNO BEACH, FL 33408

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

(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 | (D) | Price |
| Common Stock | 08/20/2012 | | M ⁽¹⁾ | | 25,000 | A | \$ 32.46 |
| | | | | | | | 279,448 ⁽²⁾ |
| Common Stock | 08/20/2012 | | S ⁽³⁾ | | 25,000 | D | \$ 68.899 |
| | | | | | | | 254,448 ⁽²⁾ |
| | | | | | | | ⁽⁴⁾ |
| Common Stock | 08/20/2012 | | M ⁽¹⁾ | | 25,000 | A | \$ 32.46 |
| | | | | | | | 279,448 ⁽²⁾ |
| Common Stock | 08/20/2012 | | S ⁽³⁾ | | 25,000 | D | \$ 68.817 |
| | | | | | | | 254,448 ⁽²⁾ |
| | | | | | | | ⁽⁵⁾ |

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| | | | | | | | | | |
|--------------|------------|--|------------------|--------|---|--------------------------|------------------------|---|-----------------------------------|
| Common Stock | 08/20/2012 | | M ⁽¹⁾ | 25,000 | A | \$ 32.46 | 279,448 ⁽²⁾ | D | |
| Common Stock | 08/20/2012 | | S ⁽³⁾ | 25,000 | D | \$ 68.95 ⁽⁶⁾ | 254,448 ⁽²⁾ | D | |
| Common Stock | 08/20/2012 | | M ⁽¹⁾ | 25,000 | A | \$ 32.46 | 279,448 ⁽²⁾ | D | |
| Common Stock | 08/20/2012 | | S ⁽³⁾ | 25,000 | D | \$ 69.119 ⁽⁷⁾ | 254,448 ⁽²⁾ | D | |
| Common Stock | | | | | | | 3,079 | 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) | \$ 32.46 | 08/20/2012 | | M ⁽¹⁾ | 25,000 | ⁽⁸⁾ 02/12/2014 | Common Stock | 25,000 |
| Employee Stock Option (Right to Buy) | \$ 32.46 | 08/20/2012 | | M ⁽¹⁾ | 25,000 | ⁽⁸⁾ 02/12/2014 | Common Stock | 25,000 |
| Employee Stock Option | \$ 32.46 | 08/20/2012 | | M ⁽¹⁾ | 25,000 | ⁽⁸⁾ 02/12/2014 | Common Stock | 25,000 |

(Right to Buy)

Employee Stock

| | | | | | | | | | |
|--------|----------|------------|--|------------------|--------|------------|------------|--------------|--------|
| Option | \$ 32.46 | 08/20/2012 | | M ⁽¹⁾ | 25,000 | <u>(8)</u> | 02/12/2014 | Common Stock | 25,000 |
|--------|----------|------------|--|------------------|--------|------------|------------|--------------|--------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| DEWHURST MORAY P C/O NEXTERA ENERGY, INC. 700 UNIVERSE BOULEVARD JUNO BEACH, FL 33408 | | | Vice Chairman & CFO | |

Signatures

Alissa E. Ballot
(Attorney-in-Fact) 08/21/2012

 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 pursuant to Rule 10b5-1 trading plan adopted by the reporting person on May 18, 2012.
Includes a total of 28,339 shares deferred pursuant to the terms of a deferred stock grant under Issuer's Amended and Restated Long Term Incentive Plan (the "Deferred Stock Grant"). Under the terms of the Deferred Stock Grant, shares are distributable in stock at the end of the deferral period.
- (3) Sales effected pursuant to Rule 10b5-1 trading plan adopted by the reporting person on May 18, 2012.
Weighted average sale price. Reporting person sold 25,000 shares through a trade order executed by a broker-dealer at prices ranging
- (4) from \$68.85 to \$68.98 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.
Weighted average sale price. Reporting person sold 25,000 shares through a trade order executed by a broker-dealer at prices ranging
- (5) from \$68.73 to \$68.91 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.
Weighted average sale price. Reporting person sold 25,000 shares through a trade order executed by a broker-dealer at prices ranging
- (6) from \$68.82 to \$69.08 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.
Weighted average sale price. Reporting person sold 25,000 shares through a trade order executed by a broker-dealer at prices ranging
- (7) from \$68.95 to \$69.48 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 100,000 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. 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.