

BROWN HYATT J  
 Form 5  
 January 30, 2003

FORM 5

UNITED STATES SECURITIES AND  
 EXCHANGE COMMISSION

Washington, DC 20549

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

ANNUAL STATEMENT OF CHANGES IN  
 BENEFICIAL OWNERSHIP

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

W Form 3 Holdings Reported

W Form 4 Transactions Reported

|  |         |          |   |  |  |  |                            |                       |
|--|---------|----------|---|--|--|--|----------------------------|-----------------------|
| 1. Name and Address of Reporting Person<br><br>Brown, J. Hyatt |         |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><br>FPL Group, Inc. (FPL) |  |  | 6. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                            |                       |
|  |         |          |   |  |  | X  | Director                   | 10% Owner             |
|  |         |          |   |  |  |  | Officer (give title below) | Other (specify below) |
| (Last)   | (First) | (Middle) | 3. R.S. Identification Number of Reporting Person, if an entity (Voluntary)     |  | 4. Statement for Month/Year<br><br>December 31, 2002 | 7. Individual or Joint/Group Reporting (Check Applicable Line)             |                            |                       |
|  |         |          | Brown & Brown, Inc.<br>PO Drawer 2412   |  |  |  |                            |                       |
| (Street)   |         |          | 5. If Amendment, Date of Original (Month/Year)                                  |  | X  | Form filed by One Reporting Person   |                            |                       |
| Daytona Beach, FL 32115  |         |          |   |  |  | 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 | 2. Transaction Date<br>(Month/Day/Year) | 3. Transaction Code | 4. Securities Acquired (A) or Disposed of (D) |        |       | 5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal Year | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership |
|----------------------|---|---------------------|---|--------|-------|---|---|--|
|                      |   |                     | Amount  | A or D | Price |   |   |  |
|                      |   |                     |   |        |       |   |   |  |

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|                 |         |               |          |     |    |    |        |          |        |
|-----------------|---------|---------------|----------|-----|----|----|--------|----------|--------|
|                 |         | Day/<br>Year) |          |     |    |    |        |          |        |
| Common<br>Stock | 1/02/02 | --            | A<br>(1) | 700 | A  | -- | 12,300 | D        |        |
| Common<br>Stock | --      | --            | --       | --  | -- | -- | 100    | I<br>(2) | By Son |
| Common<br>Stock | --      | --            | --       | --  | -- | -- | 250    | I<br>(2) | By Son |
|                 |         |               |          |     |    |    |        |          |        |
|                 |         |               |          |     |    |    |        |          |        |
|                 |         |               |          |     |    |    |        |          |        |
|                 |         |               |          |     |    |    |        |          |        |

| FORM 5 (continued)                    |  | Table II - Derivative Securities Acquired, Disposed of, or<br>(e.g., puts, calls, warrants, options, convertible |  |                            |   |    |  |                    |  |  |                            |    |
|---------------------------------------|--|--|--|----------------------------|---|----|--|--------------------|--|--|----------------------------|----|
| 1. Title of<br>Derivative<br>Security | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Trans-<br>action<br>Date<br><br>(Month/<br>Day/<br>Year)  | 3A.<br>Deemed<br>Execu-<br>tion<br>Date,<br>if any<br><br>(Month/<br>Day/<br>Year) | 4. Trans<br>action<br>Code | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A)<br>or<br>Disposed<br>of<br>(D) |    | 6. Date Exercisable<br>and Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount<br>of<br>Underlying<br>Securities |  | 8. Price<br>Deriv<br>Secur |    |
|                                       |  |  |  |                            | A   | D  | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |                            |    |
| Phantom<br>Shares                     | --   | --   | --   | --                         | --  | -- | --   | --                 | --   | --                                     | --                         | -- |
|                                       |  |  |  |                            |   |    |  |                    |  |  |                            |    |
|                                       |  |  |  |                            |   |    |  |                    |  |  |                            |    |
|                                       |  |  |  |                            |   |    |  |                    |  |  |                            |    |
|                                       |  |  |  |                            |   |    |  |                    |  |  |                            |    |

Explanation of Responses:

(1)

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

(2) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(3) Phantom Shares credited to an account for the reporting person pursuant to the FPL Group, Inc. Supplemental Pension Plan for Non-Employee Directors established in connection with termination of the FPL Group, Inc. Non-Employee Director Retirement Plan. Amount shown does not include previously reported cash dividends that would be payable on the Phantom Shares if the reporting person was the record holder of the number of shares of FPL Group, Inc. Common Stock equal to the Phantom Shares credited to the reporting person or previously reported interest on such dividends because such dividends and interest are not accounted for in Phantom Shares.

DENNIS P. COYLE

Signature of Reporting Person

January 27, 2003

Date