

ROBO JAMES L
Form 4
March 18, 2019

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 *
ROBO JAMES 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)
03/15/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President & CEO / Director of Subsidiary

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

(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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 03/15/2019 | | M ⁽¹⁾ | 111,864 A \$ 45.57 | 384,349 ⁽²⁾ ₍₃₎ | D | |
| Common Stock | 03/15/2019 | | S ⁽⁴⁾ | 27,982 D \$ 190.677 ₍₅₎ | 356,367 ⁽²⁾ ₍₃₎ | D | |
| Common Stock | 03/15/2019 | | S ⁽⁴⁾ | 83,882 D \$ 191.474 ₍₆₎ | 272,485 ⁽²⁾ ₍₃₎ | D | |
| Common Stock | | | | | 20,000 | I | By Spouse |

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| | | | |
|--------------|-----------------------|---|----------------------------------|
| Common Stock | 107,632 | I | James L. Robo Gifting Trust |
| Common Stock | 73,550 | I | Spouse's Gifting Trust |
| Common Stock | 31,292 | I | 2018 Spouse's Gifting Trust |
| Common Stock | 72,968 ⁽⁷⁾ | I | By Rabbi Trust |
| Common Stock | 4,538 | I | By Retirement Savings Plan Trust |

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

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number Shares |
| Employee Stock Option (Right to Buy) | \$ 45.57 | 03/15/2019 | | M ⁽¹⁾ | 111,864 | ⁽⁸⁾ 02/12/2020 | Common Stock 111,864 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ROBO JAMES L
C/O NEXTERA ENERGY, INC.
700 UNIVERSE BLVD.
JUNO BEACH, FL 33408

X

Chairman, President & CEO Director of Subsidiary

Signatures

W. Scott Seeley
(Attorney-in-Fact)

03/18/2019

__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 August 29, 2018.
Includes a total of 47,131 shares deferred pursuant to the terms of a deferred stock grant under Issuer's Amended and Restated 2011 Long Term Incentive Plan (the "Deferred Shares Grant"), including an aggregate of 306 deferred shares deemed acquired pursuant to a dividend reinvestment feature under the Deferred Shares Grant since the last report filed by the reporting person. Under the terms of the Deferred Shares Grant, shares are distributable in stock at the end of the deferral period.
- (2) Includes a total of 107,511 shares deferred until reporting person's termination of employment with the Issuer and its subsidiaries, including an aggregate of 711 deferred shares deemed acquired pursuant to a dividend reinvestment feature.
- (3) Sales effected pursuant to Rule 10b5-1 trading plan adopted by the reporting person on August 29, 2018.
Weighted average sale price. Reporting person sold 27,982 shares through a trade order executed by a broker-dealer at prices ranging from \$190.030 to \$191.030 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.
- (4) Weighted average sale price. Reporting person sold 83,882 shares through a trade order executed by a broker-dealer at prices ranging from \$191.040 to \$191.935 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) Deferred shares held by Trustee of grantor trust in which reporting person has a pecuniary interest only. Includes an aggregate of 474 shares acquired by the Trustee pursuant to a dividend reinvestment feature of the deferred shares grant since the last report filed by the reporting person.
- (6) The option, representing a right to buy 111,864 shares, became 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.