

FPL GROUP INC
 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 Robo, James L. | | | 2. Issuer Name and Ticker or Trading Symbol FPL Group, Inc. (FPL) | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
| | | | | | | <input type="checkbox"/> Director | <input type="checkbox"/> | 10% Owner |
| | | | | | | <input type="checkbox"/> Officer (give title below) | <input checked="" type="checkbox"/> X | Other (specify below) |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) | | | 4. Statement for Month/Year December 31, 2002 | | |
| FPL Group, Inc. 700 Universe Boulevard | | | | | | (1) | | |
| (Street) | | | | | | 7. Individual or Joint/Group Reporting (Check Applicable Line) | | |
| Juno Beach, FL 33408 | | | | | | <input checked="" type="checkbox"/> X | Form filed by One Reporting Person | |
| (City) | | | (State) | | | (Zip) | | |
| | | | | | | <input type="checkbox"/> | Form filed by More than One Reporting Person | |

Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security | 2. Transaction Date (Month/ | 2A. Deemed Execution Date, if any | 3. Transaction Code | 4. Securities Acquired (A) or Disposed of (D) | | | 5. Amount of Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect | 7. Nature of Indirect Beneficial Ownership |
|----------------------|--------------------------------|-----------------------------------|---------------------|---|--------|-------|--|---|--|
| | | | | Amount | A or D | Price | | | |
| | | | | | | | | | |

Edgar Filing: FPL GROUP INC - Form 5

| | Day/ Year) | (Month/ Day/ Year) | | | | | at End of Issuer's Fiscal Year | (1) | |
|-----------------|---------------|--------------------------|----------|--------|----|----|---|-----|-------------------------|
| Common Stock | -- | -- | -- | -- | -- | -- | 109.8171 | I | By Thrift Plan Trust |
| Common Stock | 3/22/02 | -- | A (2) | 10,000 | A | -- | 10,000 | D | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |

| FORM 5 (continued) | | | Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, conversions) | | | | | | | |
|---|--|---|---|-----------------------------|--|---|--|--------------------|---|--|
| 1. Title of Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Trans- action Date (Month/ Day/ Year) | 3A. Deemed Execu- tion Date, if any (Month/ Day/ Year) | 4. Trans- action Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities | |
| | | | | | A | D | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$59.20 | 3/22/02 | -- | A | 75,000 | | (3) | 3/22/12 | Common Stock | 75,000 |

Edgar Filing: FPL GROUP INC - Form 5

| | | | | | | | | | | |
|--|--|--|--|--|--|--|--|--|--|--|
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |

Explanation of Responses:

(1)

President of FPL Energy, LLC (subsidiary of Issuer).

(2) Restricted stock grant made pursuant to the Amended and Restated Long Term Incentive Plan of the Issuer, exempt under Rule 16b-3.

(3) The Option shall vest as to 25,000 shares (on a cumulative basis) on each anniversary of the date of grant beginning on the first anniversary of the date of grant.

DENNIS P. COYLE

Signature of Reporting Person

January 27, 2003

Date