

FPL GROUP INC
 Form 4
 May 02, 2003

UNITED STATES SECURITIES AND
 EXCHANGE COMMISSION
 Washington, DC 20549

FORM 4 STATEMENT OF CHANGES IN
 BENEFICIAL OWNERSHIP

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

W Check this box if no longer
 subject to Section 16. Form 4 or
 Form 5 obligations may continue.

| | | | | | | | |
|---|---------|--|---|---|--|---|--|
| 1. Name and Address of Reporting Person | | 2. Issuer Name and Ticker or Trading Symbol | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| Davis, K. Michael | | FPL Group, Inc. (FPL) | | | | Director | |
| | | | | X | | Officer (give title below) | |
| | | | | | | 10% Owner | |
| | | | | | | Other (specify below) | |
| (Last) | (First) | (Middle) | 3. U.S. Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Day/Year | | (1) | |
| | | | FPL Group, Inc. 9250 West Flagler Street | April 30, 2003 | | 7. Individual or Joint/Group Filing (Check Applicable Line) | |
| (Street) | (City) | (State) | (Zip) | 5. If Amendment, Date of Original (Month/Day/Year) | | X Form filed by One Reporting Person | |
| Miami, FL | 33174 | | | | | | |
| | | | | | | 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/Day/Year) | 3. Action Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code | | 4. Securities Acquired (A) or Disposed of (D) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership |
|----------------------|--------------------------------------|--|---------------------|---|---|--------|---------|--|---|--|
| | | | Code | V | Amount | A or D | Price | | | |
| | 4/30/03 | -- | I | | 4,414.4191 | D | \$60.87 | 0 | I | |

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| | | | | | | | | | | |
|--------------|-----|----|---|---|--------|---|-----|------------------|---|-----------------------|
| Common Stock | | | | | | | | | | By Thrift Plans Trust |
| Common Stock | (2) | -- | J | V | 17.069 | A | (2) | 1,648.556 | I | By Wife |
| Common Stock | (2) | -- | J | V | 64.792 | A | (2) | 15,441.61 (3) | D | |
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| FORM 4 (continued) | | Table II - Derivative Securities Acquired, Disposed of, or Exercised (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | |
|---------------------------------|--|--|---|---------------------|---|---|---|--|-----------------|--|----------------------------|--|--|---------------------------------|
| 1. Title of Derivative Security | 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 | | | | 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 | | 8. Price of Derivative Security |
| | | | | Code | V | A | D | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| | | | | | | | | | | | | | | |
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Explanation of Responses:

(1)

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Controller and Chief Accounting Officer of FPL Group, Inc.; Vice President, Accounting, Controller and Chief Accounting Officer of Florida Power & Light Company (subsidiary of Issuer).

(2) Reinvestment of dividends under FPL Group, Inc. Dividend Reinvestment and Common Share Purchase Plan from 1/01/03 to 3/15/03 at prices ranging from \$54.20 to \$63.40, exempt under Rule 16a-11.

(3) Receipt of 5,184 shares deferred until Mr. Davis' retirement.

DENNIS P. COYLE

Signature of Reporting
Person

May 1, 2003

Date