

NEXTERA ENERGY INC
Form 8-K
May 27, 2014

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of earliest event reported: May 22, 2014

| Commission File Number | Exact name of registrant as specified in its charter, address of principal executive offices and registrant's telephone number | IRS Employer Identification Number |
|------------------------------|--|--|
| 1-8841 | NEXTERA ENERGY, INC. 700 Universe Boulevard Juno Beach, Florida 33408 (561) 694-4000 | 59-2449419 |

State or other jurisdiction of incorporation or organization: Florida

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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SECTION 5 – CORPORATE GOVERNANCE AND MANAGEMENT

Item 5.07 Submission of Matters to a Vote of Security Holders

(a) NextEra Energy, Inc. (the Company) held its 2014 Annual Meeting of Shareholders (2014 Annual Meeting) on May 22, 2014 in Indian Wells, California. At the 2014 Annual Meeting, the Company's shareholders approved four proposals. The proposals are described in detail in the Company's definitive proxy statement on Schedule 14A for the 2014 Annual Meeting, filed with the Securities and Exchange Commission on April 4, 2014.

(b) The final voting results with respect to each proposal voted upon at the 2014 Annual Meeting are set forth below.

Proposal 1

The Company's shareholders elected each of the eleven nominees to the Board of Directors for a one-year term by a majority of the votes cast, as set forth below:

| | FOR | % VOTES CAST FOR | AGAINST | % VOTES CAST AGAINST | ABSTENTIONS | BROKER NON-VOTES |
|----------------------|-------------|---------------------------|------------|-------------------------------|-------------|---------------------|
| Sherry S. Barrat | 293,133,016 | 98% | 5,742,410 | 2% | 925,247 | 67,711,417 |
| Robert M. Beall, II | 295,225,690 | 99% | 3,607,431 | 1% | 967,552 | 67,711,417 |
| James L. Camaren | 294,873,702 | 99% | 3,968,919 | 1% | 958,052 | 67,711,417 |
| Kenneth B. Dunn | 297,463,447 | 99.5% | 1,380,732 | 0.5% | 956,494 | 67,711,417 |
| Kirk S. Hachigian | 297,233,531 | 99.5% | 1,600,058 | 0.5% | 967,084 | 67,711,417 |
| Toni Jennings | 297,150,220 | 99% | 1,707,494 | 1% | 942,959 | 67,711,417 |
| James L. Robo | 288,223,492 | 97% | 10,139,876 | 3% | 1,437,305 | 67,711,417 |
| Rudy E. Schupp | 294,418,753 | 99% | 4,406,003 | 1% | 975,917 | 67,711,417 |
| John L. Skolds | 297,462,793 | 99.5% | 1,382,647 | 0.5% | 955,233 | 67,711,417 |
| William H. Swanson | 296,271,692 | 99% | 2,589,584 | 1% | 939,397 | 67,711,417 |
| Hansel E. Tookes, II | 296,702,203 | 99% | 2,141,404 | 1% | 957,066 | 67,711,417 |

Proposal 2

The Company's shareholders ratified the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for 2014, with 99% of votes cast voting “for” and 1% of votes cast voting “against,” as set forth below:

| FOR | AGAINST | ABSTENTIONS | BROKER NON-VOTES |
|-------------|-----------|-------------|---------------------|
| 361,663,191 | 4,761,431 | 1,087,468 | — |

Proposal 3

The Company's shareholders approved, by non-binding advisory vote, the Company's compensation of its named executive officers as disclosed in the proxy statement for the 2014 Annual Meeting, with 97% of votes cast voting “for” and 3% of votes cast voting “against,” as set forth below:

| FOR | AGAINST | ABSTENTIONS | BROKER |
|-----|---------|-------------|--------|
|-----|---------|-------------|--------|

| | | | |
|-------------|-----------|-----------|-------------------------|
| 286,455,971 | 8,140,647 | 5,204,055 | NON-VOTES 67,711,417 |
|-------------|-----------|-----------|-------------------------|

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Proposal 4

The Company's shareholders approved, by non-binding precatory vote, a shareholder proposal relating to the elimination of all supermajority voting provisions in the Company's Articles of Incorporation and Bylaws, with 73% of votes cast voting "for" and 27% of votes cast voting "against," as set forth below:

| FOR | AGAINST | ABSTENTIONS | BROKER NON-VOTES |
|-------------|------------|-------------|---------------------|
| 218,214,882 | 79,159,292 | 2,426,499 | 67,711,417 |

SECTION 8 – Other events

Item 8.01 Other Events

At a May 23, 2014 meeting of the Company's Board of Directors (Board):

- (a) The independent members of the Board appointed independent Director Robert M. Beall, II as Lead Director, to serve until the Company's 2016 annual meeting of shareholders; and

- (b) The Board determined that independent Director William H. Swanson is an "audit committee financial expert," as that term is defined in Item 407(d)(5)(ii) of Securities and Exchange Commission Regulation S-K. Mr. Swanson became Chair of the Audit Committee of the Board on May 23, 2014.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

NextEra Energy, Inc.
(Registrant)

Date: May 27, 2014

CHARLES E. SIEVING

Charles E. Sieving

Executive Vice President & General Counsel