FORM 5

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

- ☐ Form 3 Holdings Reported
- ☐ Form 4 Transactions Reported

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person	2. Issuer N	ame and Tick	ker or Trading Symbol				6. F	Relationship of Reporting Per (Check all applicable		suer	
Malek, Frederic V.		FPL Group, Inc. (FPL)					X	Director	10% (Owner	
								Officer (give title below)	Other	(speci	fy below)
(Last) (First) (Middle) Thayer Capital Partners 1455 Pennsylvania Avenue N.W Suite 350	Reportin (Volunta	entification Nu g Person, if a ry)		4. Statemer	ember 3		7. li	ndividual or Joint/Group Rep	orting (Chec	k Appl	icable Line)
(Street) Washington, D.C. 20004				5. If Amend Original (ment, Date Month/Yea		х	Form filed by One Reportin	g Person		
(City) (State) (Zip)								Form filed by More than Or	e Reporting	Perso	n
	Table I -	— Non-Der	ivative Securities A	Acquired, D	isposed	of, or Benefi	ciall	y Owned			
1. Title of Security	2. Transaction Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/ Day/ Year)	3. Transaction Code	Securities or Dispose Amount) Price	В	mount of Securities eneficially Owned at nd of Issuer's Fiscal Year	6. Ownershi Form: Direct (D) or Indirect (I		7. Nature of Indirect Beneficial Ownership
Common Stock	1/02/02		A ⁽¹⁾	700	Α			3,300	D		

FORM 5	(continued)				Table						or Beneficia ole securities			
Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Trans- action Date	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securitie Acquired or Dispos of (D)	e s (A)	6. Date Exercis and Expirati (Month/Day/	on Date	7. Title and An of Underlyir Securities		8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of	10. Ownership of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership
		(Month/ Day/ Year)	(Month/ Day/ Year		A	D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Year	(1)	
Phantom Shares												4,425.652 ⁽²⁾	D	

Explanation of	of Responses:
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(1)	Restricted stock grant made pursuant to t	he FPL	Group, Inc.	Non-Employee	Directors Stock Plan.
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DENNIS P. COYLE	January 27, 2003
Signature of Reporting Person	Date

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.