

SINGAPORE SECURITIES AND FUTURES ACT PRODUCT CLASSIFICATION – Solely for the purposes of its obligations pursuant to Sections 309B(1)(a) and 309B(1)(c) of the Securities and Futures Act (Chapter 289 of Singapore) (the “SFA”), all relevant persons (as defined in section 309A of the SFA) are hereby notified that the Notes are “prescribed capital markets products” (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

Series no.: 1

Tranche no.: 1



NextEra Energy Capital Holdings, Inc.

A\$ Debt Issuance Program

Issue of

A\$500,000,000 2.200% Fixed Rate Notes due 2 December 2026
("Notes")

absolutely and unconditionally guaranteed by
NextEra Energy, Inc.

The date of this Pricing Supplement is 27 November 2019.

This Pricing Supplement (as referred to in the Information Memorandum dated 23 October 2019 (“**Information Memorandum**”) issued by the Issuer) and the Annexure hereto relates to the Tranche of Notes referred to above. It is supplementary to, and should be read in conjunction with, the terms and conditions of the Notes contained in the Information Memorandum (“**Conditions**”), the Information Memorandum and the Note Deed Poll dated 23 October 2019 made by the Issuer. Certain important additional information is also set out in the Annexure to this Pricing Supplement. Unless otherwise indicated, terms defined in the Conditions have the same meaning in this Pricing Supplement.

This Pricing Supplement does not constitute, and may not be used for the purposes of, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation, and no action is being taken to permit an offering of the Notes or the distribution of this Pricing Supplement in any jurisdiction where such action is required.

THE NOTES HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE “**U.S. SECURITIES ACT**”), OR UNDER THE SECURITIES OR “BLUE SKY” LAWS OF ANY STATE IN THE UNITED STATES OF AMERICA. THE NOTES SHALL NOT BE OFFERED, SOLD, DELIVERED, PLEDGED OR OTHERWISE TRANSFERRED TO OR HELD BY A U.S. PERSON (AS DEFINED UNDER SECTION 230.901 THROUGH 230.904 OF TITLE 17 OF THE UNITED STATES CODE OF FEDERAL REGULATIONS (“**REGULATION S**”)). BY ITS ACCEPTANCE OF THE NOTES, OR OF A BENEFICIAL INTEREST THEREIN, EACH HOLDER OR BENEFICIAL OWNER OF THE NOTES SHALL BE DEEMED TO HAVE REPRESENTED TO THE ISSUER THAT SUCH HOLDER OR BENEFICIAL OWNER IS NOT A U.S. PERSON AND THAT SUCH HOLDER OR BENEFICIAL OWNER IS NOT IN THE UNITED STATES NOR IS IT PURCHASING THE NOTES FOR THE ACCOUNT OR BENEFIT OF ANY U.S. PERSON.

The particulars to be specified in relation to the Tranche of Notes referred to above are as follows:

1	Issuer	:	NextEra Energy Capital Holdings, Inc.
2	Guarantor	:	NextEra Energy, Inc.
3	Type of Notes	:	Fixed Rate Notes
4	Method of Distribution	:	Syndicated Issue
5	Joint Lead Managers	:	J.P. Morgan Securities Australia Limited (ABN 61 003 245 234) Royal Bank of Canada (ABN 86 076 940 880)
6	Co-Managers	:	HSBC Securities (USA) Inc. Mizuho Securities Asia Limited (ARBN 603 425 912) The Toronto-Dominion Bank
7	Dealers	:	J.P. Morgan Securities Australia Limited Royal Bank of Canada HSBC Securities (USA) Inc. Mizuho Securities Asia Limited The Toronto-Dominion Bank
8	Green Note Structuring Agent	:	J.P. Morgan Securities Australia Limited
9	Registrar	:	BTA Institutional Services Australia Limited (ABN 48 002 916 396)
10	Issuing and Paying Agent	:	BTA Institutional Services Australia Limited
11	Calculation Agent	:	BTA Institutional Services Australia Limited
12	If fungible with an existing Series	:	Not Applicable
13	Principal Amount of Tranche	:	A\$500,000,000
14	Issue Date	:	2 December 2019
15	Issue Price	:	99.726%
16	Currency	:	A\$
17	Denominations	:	A\$10,000, provided that the aggregate consideration payable for the issue and transfer of Notes in Australia will be at least A\$500,000 (or its equivalent in an alternative currency and, in either case, disregarding moneys lent by the offeror or its associates) or the offer or invitation does not otherwise require disclosure to investors under Parts 6D.2 or 7.9 of the Corporations Act
18	Maturity Date	:	2 December 2026
19	Condition 6 (Fixed Rate Notes)	:	Applicable
	Fixed Coupon Amount	:	A\$110.00 payable semi-annually in arrear per A\$10,000 in principal amount
	Interest Rate	:	2.200% per annum
	Interest Commencement Date	:	Issue Date
	Interest Payment Dates	:	2 June and 2 December in each year, commencing on 2 June 2020 up to, and including, the Maturity Date
	Business Day Convention	:	Following Business Day Convention

	Relevant Financial Centres	:	Sydney and New York
	Day Count Fraction	:	RBA Bond Basis
20	Condition 7 (Floating Rate Notes)	:	Not Applicable
21	Condition 9.3 (Noteholder put)	:	Not Applicable
22	Condition 9.4 (Issuer call)	:	Applicable, all or some of the Notes are redeemable before their Maturity Date at the option of the Issuer under Condition 9.4
	Early Redemption Date(s) (Call)	:	Any date as specified by the Issuer in the relevant early redemption notice given in accordance with Condition 9.4
	Minimum / maximum notice period for exercise of Issuer call	:	As per Condition 9.4
	Redemption Amount	:	<p>If the Early Redemption Date (Call) is prior to 2 months before the Maturity Date, the Notes are redeemable at the Make-Whole Amount specified below together with interest (if any) accrued but unpaid on it to (but excluding) the Early Redemption Date (Call).</p> <p>If the Early Redemption Date (Call) is a date falling on or within 2 months before the Maturity Date, the Notes are redeemable at their outstanding principal amount together with interest (if any) accrued but unpaid on it to (but excluding) the Early Redemption Date (Call).</p> <p>For the purposes of Condition 9.4, “Make-Whole Amount” means an amount equal to the greater of:</p> <p>(a) the outstanding principal amount of that Note at the Early Redemption Date (Call); and</p> <p>(b) the present value at the Early Redemption Date (Call) of the Note being redeemed, calculated in accordance with the Reserve Bank of Australia Bond Formula for the calculation of the settlement price of fixed income securities (as published on the Issue Date), where the yield that applies is:</p> <p>(i) the mid-market swap rate (expressed as a semi-quarterly coupon matched asset swap rate, referencing the semi-annual rate adjusted for the 6 month-3 month rate as applicable) calculated by ICAP Australia Pty Ltd (determined using linear interpolation as necessary) to the Maturity Date of the Notes as displayed on Bloomberg page ICAP<GO>, IAUS<GO>, 31<GO> (or the page titled ‘AUD Interest Rates Swaps’) or other electronic media at or around 10.00 am (Sydney time) three Business Days prior to the Early Redemption Date (Call); and</p> <p>(ii) if ICAP Australia Pty Ltd no longer calculates those rates (or if those rates are not displayed by Bloomberg), the rate determined by the Calculation Agent to be appropriate having regard to market rates and sources then available,</p> <p>and in the case of either sub-paragraph (i) or (ii), plus 0.200%.</p>
	Redeemable in part	:	Not Applicable
23	Minimum / maximum notice period for early redemption for taxation purposes	:	As per Condition 9.2

- 24 Clearing System : Austraclear System
- Interests in the Notes may also be traded through Euroclear and Clearstream, Luxembourg as described on page 5 of the Information Memorandum
- 25 ISIN : AU3CB0268829
- 26 Common Code : 208428829
- 27 Selling Restrictions : As set out in the section entitled "Selling restrictions" in the Information Memorandum
- 28 Listing : Not Applicable
- 29 Credit ratings : The Notes to be issued are expected to be rated:
Baa1 (Stable) by Moody's Investor Services, Inc.
BBB+ (Stable) by S&P Global Ratings
A- (Stable) by Fitch Ratings
- A credit rating is not a recommendation to buy, sell or hold Notes and may be subject to revision, suspension or withdrawal at any time by the assigning rating agency.*
- Credit ratings are for distribution only to a person who is (a) not a "retail client" within the meaning of section 761G of the Corporations Act and is also a sophisticated investor, professional investor or other investor in respect of whom disclosure is not required under Parts 6D.2 or 7.9 of the Corporations Act, and (b) otherwise permitted to receive credit ratings in accordance with applicable law in any jurisdiction in which the person may be located. Anyone who is not such a person is not entitled to receive this Pricing Supplement and anyone who receives this Pricing Supplement must not distribute it to any person who is not entitled to receive it.*
- 30 Use of proceeds : See the Annexure to this Pricing Supplement.

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

Confirmed

For and on behalf of
NextEra Energy Capital Holdings, Inc.

By: 

Name: Aldo Portales

Date: 27 November 2019

Acknowledged

For and on behalf of
NextEra Energy, Inc.

By: 

Name: Aldo Portales

Date: 27 November 2019

ANNEXURE – USE OF PROCEEDS

The section of the Information Memorandum entitled “Program Summary” is amended and supplemented by deleting the information under the heading “Use of proceeds” and substituting with the following:

“The Issuer intends to use an amount equal to the net proceeds from the offering of the Notes to finance or refinance, in whole or in part, one or more new or existing Eligible Green Projects, including any expenditures associated with Eligible Green Projects. Eligible Green Projects and expenditures include projects and expenditures made during the 24 months preceding the Issue Date, or at any time following the Issue Date up to the Maturity Date of the Notes. Eligible Green Projects may include projects of the Issuer’s direct or indirect subsidiaries or affiliates or projects in which the Issuer otherwise has a direct or indirect majority interest.

“**Eligible Green Projects**” and expenditures include projects and expenditures that involve the development or redevelopment, construction, installation, repowering and/or acquisition of renewable energy power generation facilities including wind and solar.

This issuance of the Notes is in alignment with the four core components of the Green Bond Principles, 2018 as administered by the International Capital Market Association.

Process for Project Evaluation and Selection

Eligible Green Projects will be selected and approved by the Issuer’s Finance team.

Management of Proceeds

Pending allocation to Eligible Green Projects, the Issuer intends to use the net proceeds for the repayment of a portion of the Issuer’s outstanding indebtedness or other capital management activities. The Issuer may temporarily invest any proceeds that are pending allocation to Eligible Green Projects in short-term instruments. The Issuer’s Finance team will oversee an internal tracking system to manage the allocation of an amount equal to the net proceeds of the Notes to Eligible Green Projects. Payment of principal and interest on the Notes will be made from the Issuer’s general funds and will not be directly linked to the performance of any Eligible Green Projects to which proceeds are allocated.

Reporting

Annually, until full allocation to Eligible Green Projects of an amount equal to the net proceeds from the Notes, the Issuer will provide a report found on the Guarantor’s website (www.nexteraenergy.com) detailing:

- (a) the amount of net proceeds allocated to Eligible Green Projects;
- (b) brief project descriptions;
- (c) the amount of net proceeds not yet allocated to Eligible Green Projects; and
- (d) assertions by management that the net proceeds that have been allocated are allocated to Eligible Green Projects.

These updates and assertions will be accompanied by a report from an independent accountant in respect of the independent accountant’s examination of management’s assertions conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. Information contained on the website is not, and should not be deemed to be incorporated by reference into, and does not form part of, the Information Memorandum or this Pricing Supplement.

The Notes may not be a suitable investment for all investors seeking exposure to green assets

While the Issuer intends to allocate an amount equal to the net proceeds of the Notes to one or more Eligible Green Projects as described above, there can be no assurance that the Eligible Green Projects to which the Issuer may allocate any amounts will meet investor criteria and expectations regarding environmental impact and sustainability performance or the attributes of a “green” project. In particular, no assurance is given that any such Eligible Green Projects will satisfy, whether in whole or in part, any present or future investor expectations or requirements as regards any investment criteria or guidelines with which such investor or its investments are required to comply, whether by any present or future applicable law or regulations or by their

own by-laws or other governing rules or investment portfolio mandates (in particular with regard to any direct or indirect environmental, sustainability or social impact of the Eligible Green Projects). Adverse environmental or social impacts may occur during the design, construction and operation of the Eligible Green Projects or the Eligible Green Projects may become controversial or criticised by activist groups or other stakeholders. In addition, there can be no assurance that Eligible Green Projects to which net proceeds from the Notes are allocated will be completed within any specified period of time, or at all, or with the results or outcome as originally expected or anticipated by the Issuer.

Investors may have limited remedies if the Issuer fails to allocate an amount equal to the net proceeds from the offering of the Notes to Eligible Green Projects or to satisfy related reporting requirements and other undertakings

Although the Issuer plans to allocate an amount equal to the net proceeds from the Notes to Eligible Green Projects as described above and also plans to undertake certain reporting and other obligations as described above, the Notes will not include covenants or agreements requiring the Issuer to allocate an amount equal to the net proceeds from the Notes to Eligible Green Projects or to satisfy the reporting and other undertakings described above. As a result, it will not be an Event of Default under the Notes if the Issuer fails to allocate an amount equal to the net proceeds of the Notes to Eligible Green Projects or to satisfy the reporting and other undertakings as described above and Noteholders will have no remedies under the Notes for any such failure.”