



# **NextEra Energy Partners, LP**

## **May 2017 Investor Presentation**

## **Cautionary Statements And Risk Factors That May Affect Future Results**

This presentation includes forward-looking statements within the meaning of the federal securities laws. Actual results could differ materially from such forward-looking statements. The factors that could cause actual results to differ are discussed in the Appendix herein and in NextEra Energy Partners' and NextEra Energy's SEC filings.

## **Non-GAAP Financial Information**

This presentation refers to certain financial measures that were not prepared in accordance with U.S. generally accepted accounting principles. Reconciliations of those non-GAAP financial measures to the most directly comparable GAAP financial measures can be found in the Appendix herein.

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# We believe NEP is a premier distribution growth company

## NEP Investment Highlights

### High-Quality Portfolio

**18-Yr**  
Remaining  
Contract Life<sup>(1)</sup>

**A3**  
Counterparty  
Credit<sup>(1,2)</sup>

**~3 GW**  
Renewables  
Capacity<sup>(3)</sup>  
**~4 Bcf**  
Pipeline Capacity

### Financial Strength and Flexibility

**>90%**  
of Project Debt  
& Tax Equity  
Is Amortizing

**~2.8x**  
HoldCo  
Leverage<sup>(4)</sup>

**~1.3x**  
Coverage  
Ratio<sup>(5)</sup>

### Tax-Advantaged Structure

**≥15 years**  
Not expected to  
pay significant  
U.S. federal taxes

**≥8 years**  
Potential return of  
capital treatment  
for distributions to  
the extent of  
investor's tax  
basis

Treated as C-Corp  
for U.S federal tax  
purposes with  
**Form 1099**  
for investors  
(vs K1)

### Potential Opportunities for Future Growth

**13 GW**  
Renewable  
capacity at Energy  
Resources plus  
future  
development

Potential  
**Organic**  
prospects for  
Texas Pipelines  
and Repowerings

Differentiation in  
valuation creating  
potential for  
**3rd Party**  
acquisitions

1) Weighted on 12/31/17 run-rate Cash Available for Distribution ("CAFD") expectations for current portfolio, see appendix for definition of CAFD expectations

2) Moody's Ratings related to firm contract counterparties

3) Excludes non-economic ownership interest in equity method investments

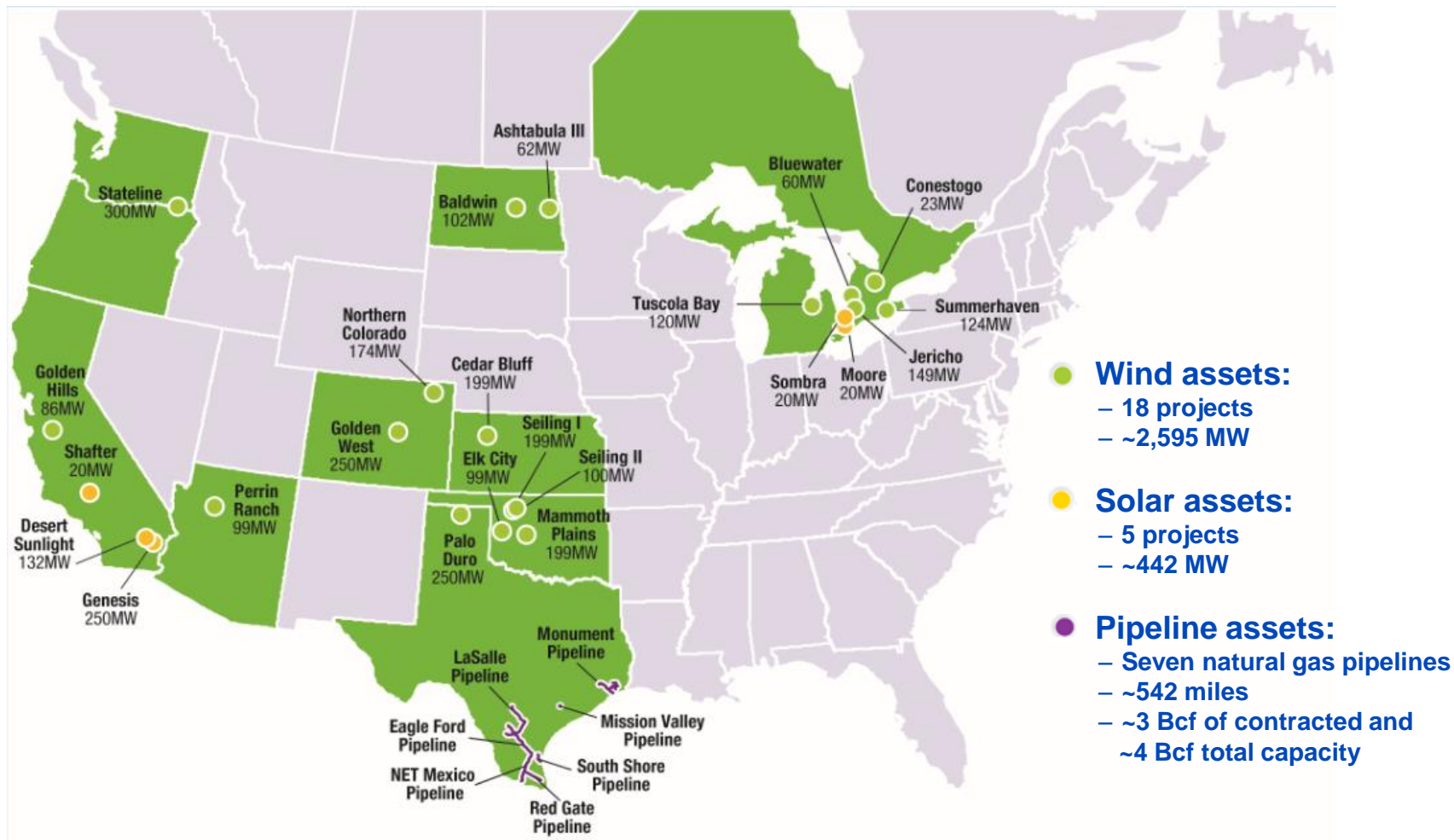
4) Calculated as HoldCo debt divided by CAFD plus corporate expenses, IDR fees, and HoldCo interest expense (project CAFD)

5) Calculated as midpoint of on 12/31/17 run-rate CAFD expectations for current portfolio, divided by annualized LP distributions of \$1.46 and 156 MM outstanding units

4 Note: As of 05/22/2017, except as otherwise noted; should not be construed as tax advice

# The NEP portfolio is diversified by geography and asset mix

## NEP Asset Portfolio<sup>(1,2)</sup>

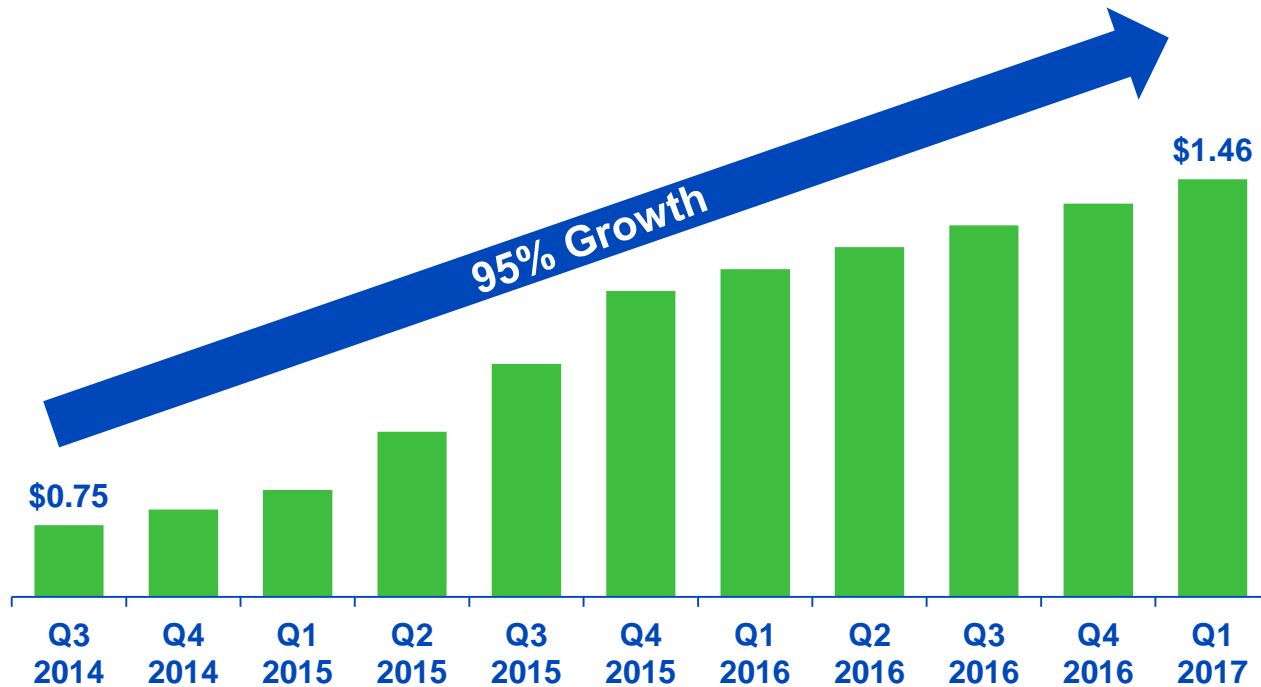


1) As of May 1, 2017

2) Excludes non-economic ownership interest in equity method investments

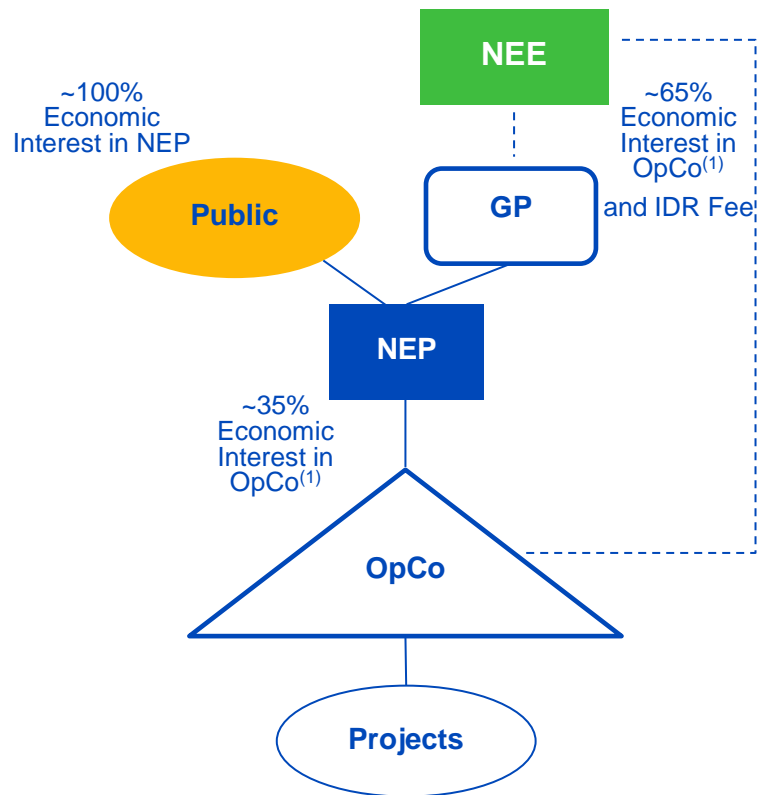
# Accretive acquisitions funded by access to both equity and debt have supported significant growth in LP distributions

## Annualized LP Distributions<sup>(1)</sup>



# NEP is a growth-oriented limited partnership with many structural attributes that create value for LP holders

## NEP Organizational Structure



### • OpCo Ownership

- Public investors own economic interest in OpCo through 100% ownership of NEP
- NEE owns economic interests in OpCo and 100% of NEE Partners GP (“GP”)

### • Governance

- NEP’s activities are controlled by GP
- Audit and conflicts committees are comprised of 3 independent directors

# NEP's structure creates tax advantages similar to MLPs

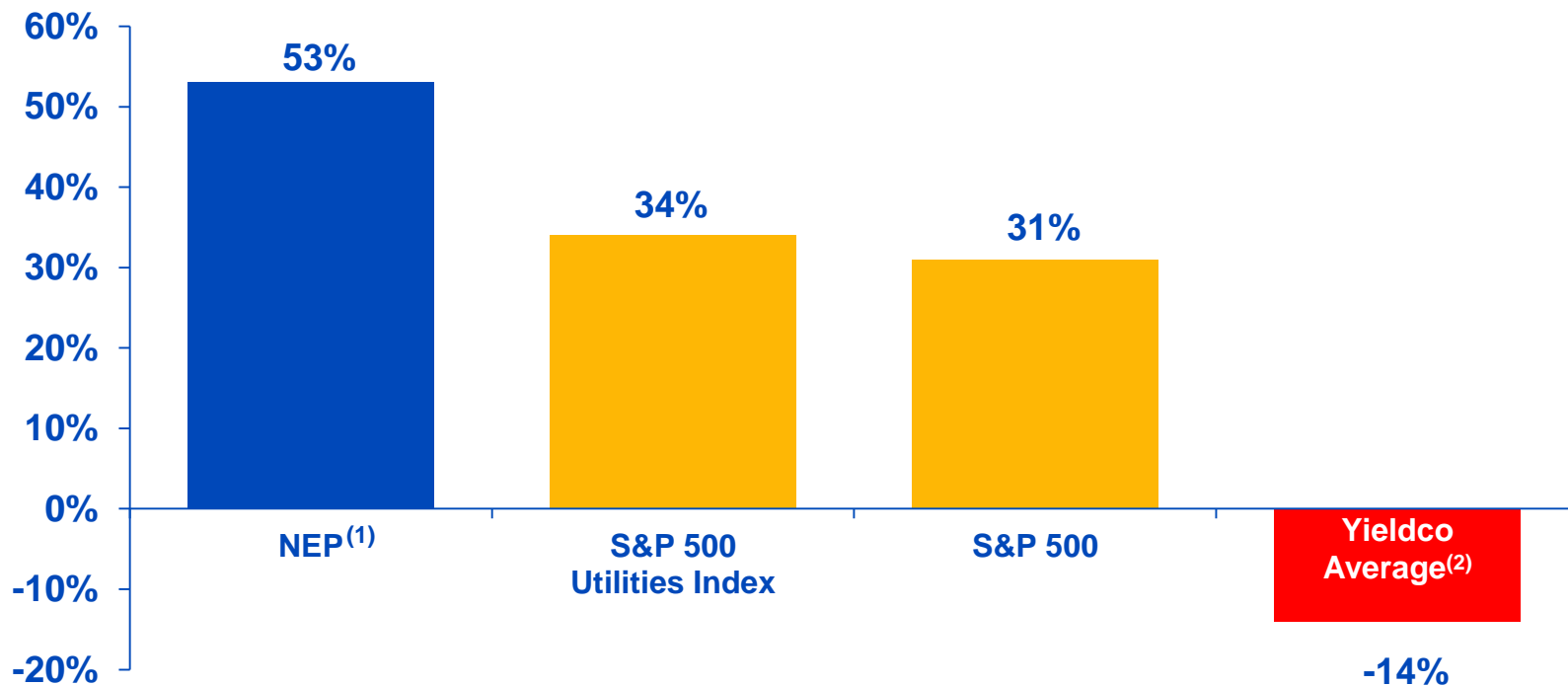
## NEP's Structural Tax Advantages

- **NEP is not expected to pay meaningful U.S. federal income tax for at least fifteen years**
  - Existing NOLs and NOLs generated through MACRS depreciation of its acquisitions may be used to offset taxable income
- **NEP distributions up to investors outside basis are expected to be characterized as non-dividend distributions (“return of capital”)**
  - Return of capital treatment is expected to remain so long as NEP has negative current earnings and profits (E&P)
    - E&P is generally equal to taxable income, with several adjustments, including 12 year depreciation schedule rather than MACRS
    - NEP expected to have negative current E&P for at least eight years
  - Dividend treatment will apply if and when NEP has positive current E&P
- **NEP is treated as a C Corporation for U.S. federal tax purposes**
  - Investors receive a 1099-DIV (as opposed to K-1s issued by MLPs)



Since the IPO, NextEra Energy Partners has delivered total unitholder return of 53%

## Total Shareholder Return NextEra Energy Partners vs. Indices



1) Reflects total shareholder return, assuming dividend reinvestment, as of May 26, 2017 since the IPO dated June 27, 2014 based on the IPO price of \$25

2) Reflects average total shareholder return, assuming dividend reinvestment, for CAFD, TERP, ABY, PEGI, NYLD.A as of May 26, 2017 since the IPO date assuming IPO price

Note: All other data is total shareholder return, assuming dividend reinvestment, as of May 26, 2017 since June 27, 2014.

# Over time, we have seen increasing differentiation among Yieldcos

## Total Shareholder Return<sup>(1)</sup> NextEra Energy Partners vs. Yieldcos

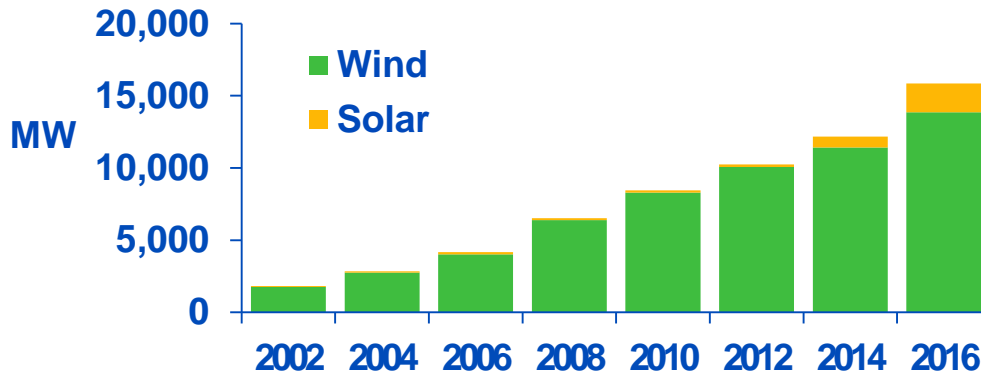


1) Reflects total shareholder return, assuming dividend reinvestment, as of May 26, 2017 since the IPO date assuming IPO price

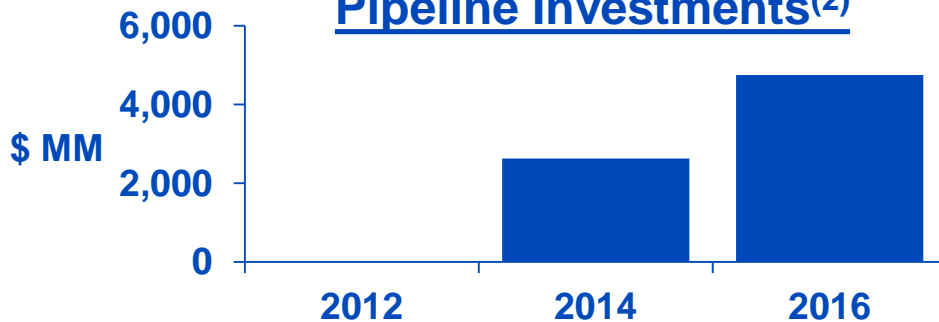
# Acquiring assets from Energy Resources is one potential avenue of growth for NEP

## NextEra Energy Resources Development Skills

Wind and Solar Portfolio<sup>(1)</sup>



Cumulative Origination in Gas Pipeline Investments<sup>(2)</sup>

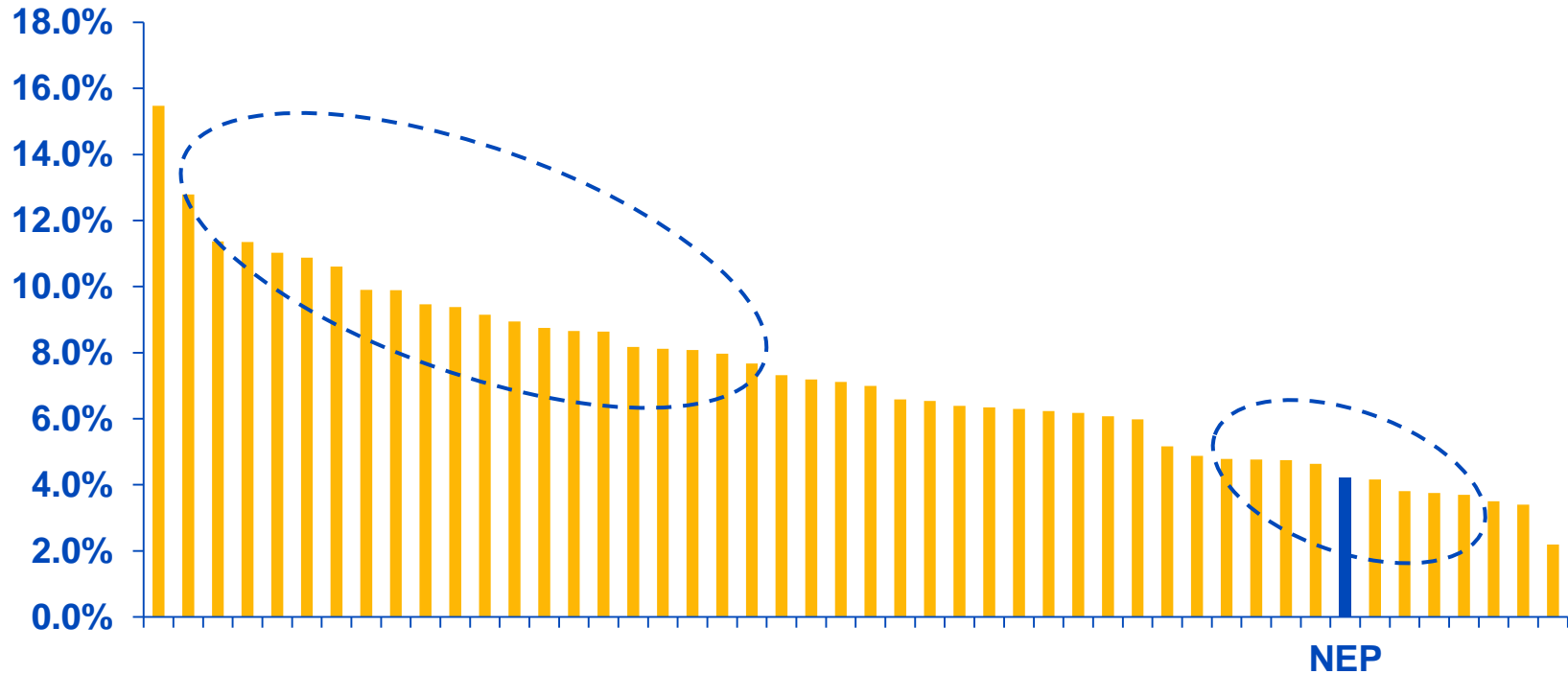


1) Includes noncontrolling interest of NEP assets

2) Pipeline origination represents planned capital investments at the time of project origination and 100% of Texas Pipelines acquisition that closed on October 1, 2015

# Third party M&A is another avenue of potential growth for NEP

## Third-Party Growth Opportunities – Peer Trading Yields<sup>(1,2)</sup>



**NEP has demonstrated its ability to execute on third-party acquisitions like the Texas Pipelines and will continue to evaluate new opportunities**

Source: Bloomberg market data as of 5/26/2017

1) Current trading yield calculated as last dividend annualized divided by current stock price

12) Comprised of YieldCo peers and AMZ Index constituents



# Renewables development opportunities have never been stronger

## Drivers for Renewables

- Extension and phase down of U.S. Federal Tax incentives for renewables
- Improvements in wind and solar technology and declining cost trends
- Evaluating repowering opportunities across our fleet
- State regulatory programs to encourage development of renewable energy
- Potential coal-to-renewables switching driven by low natural gas prices

Energy storage may provide additional opportunities in the next decade

# U.S. Federal tax incentives for completed renewables projects have been extended into the next decade

## Extended U.S. Federal Tax Credits

### Wind Production Tax Credit (PTC)

Start of Construction Date	COD Deadline	Wind PTC
During 2016	12/31/2020	100%
During 2017	12/31/2021	80%
During 2018	12/31/2022	60%
During 2019	12/31/2023	40%

### Solar Investment Tax Credit (ITC)

Start of Construction Date	Solar ITC
Prior to 1/1/2020	30%
During 2020	26%
During 2021	22%
2022 and beyond	10%

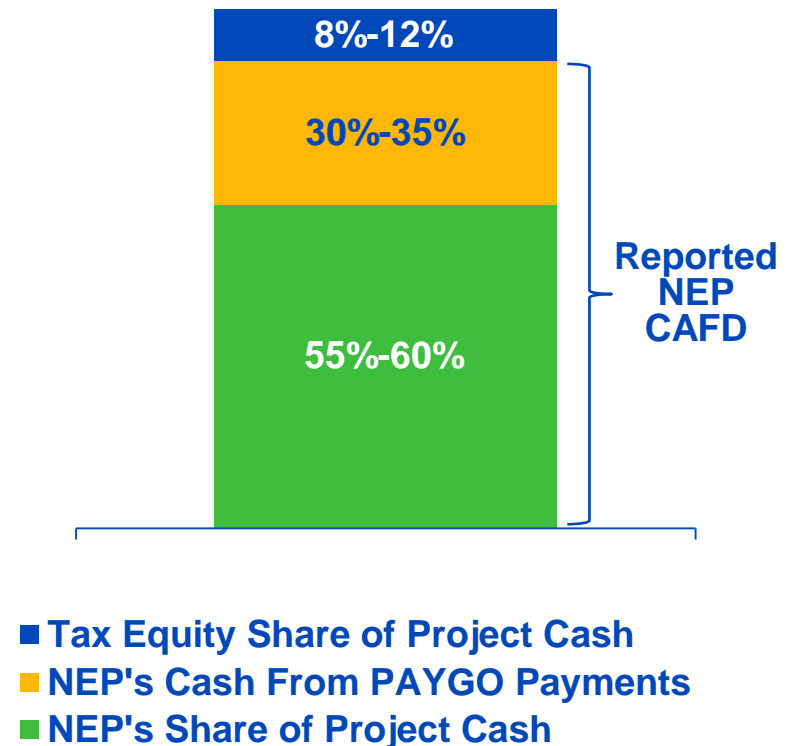
- **For wind PTC, the IRS provided additional guidance in 2016**
  - Continuity safe harbor is satisfied for a facility if COD occurs no more than four calendar years after the calendar year that construction began
  - Safe harbor is provided for certain repowered facilities
- **Solar ITC remains subject to IRS guidance on COD deadlines**

# NEP's tax shield creates the need to employ tax equity financing for projects that generate a large portion of their economics from tax credits

## PAYGO Tax Equity Financing

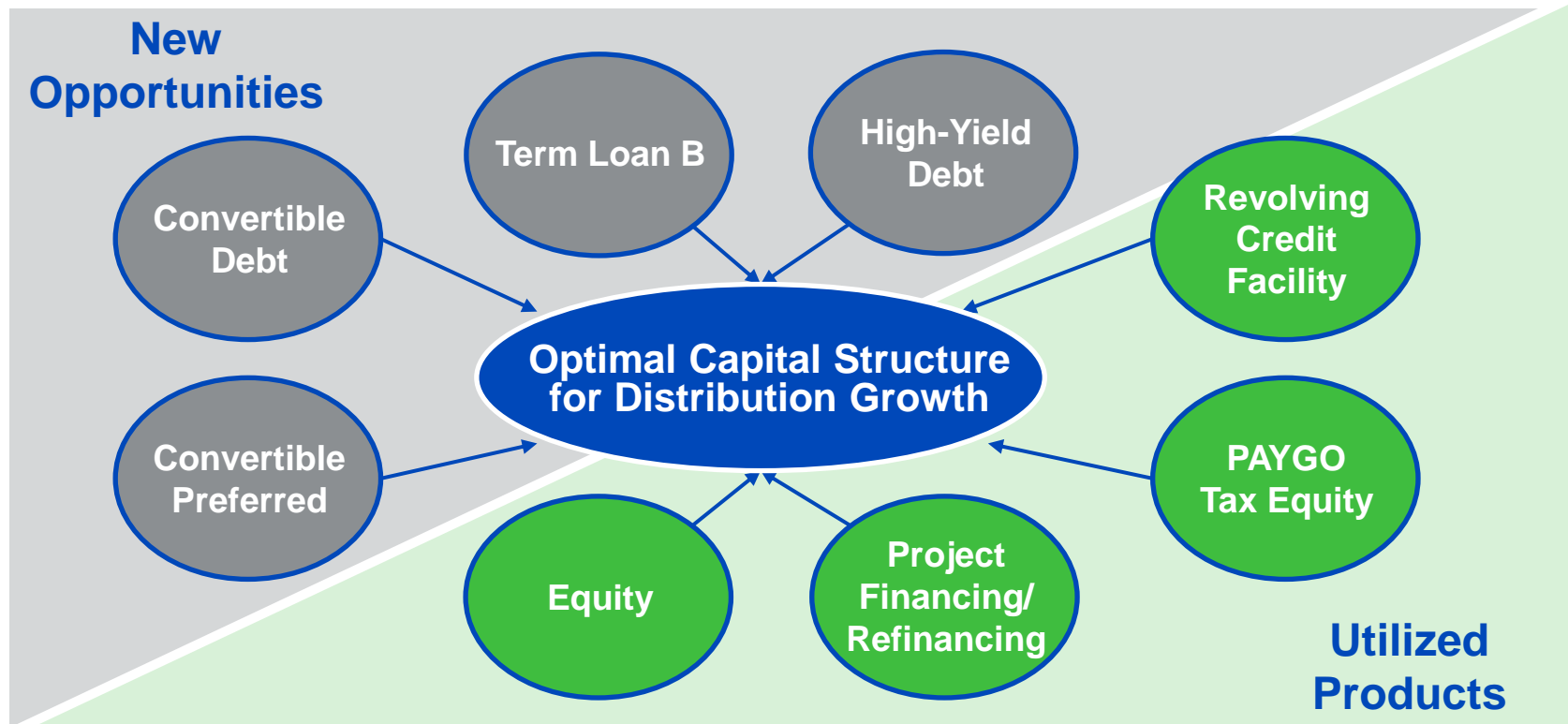
- Tax equity financing is used to monetize tax attributes
- Under tax equity, an investor makes an up-front payment
  - Pre-payment for tax depreciation, 70-75% of expected PTCs, and a small portion of project cash
- Additionally, the investor makes PAYGO payments
  - 25-30% of annual PTCs that enhance asset cash flow profile
- Project cash not paid to the investor and PAYGO payments make up total CAFD

### Project Cash Flow Split<sup>(1)</sup>



**In addition to the IDR modification, we continue to analyze and evaluate new opportunities for financings**

## Financing Alternatives



**Access to additional products diversifies NEP's capital sources and provides significant flexibility for future growth**



# NextEra Energy and NextEra Energy Partners announced a structural modification to IDR fees

## NEP IDR Fee Modification

- Based on NEP's fourth quarter 2016 distribution to current LP unitholders at an annualized rate of \$1.41<sup>(1)</sup> per unit, IDR fees are roughly \$56 million per year
- From this point forward:
  - NextEra Energy's ability to achieve incremental IDR fees above \$56 million from this point forward is predicated on NEP delivering LP distributions at an annualized rate above \$1.41 to all unitholders
  - If LP distributions exceed \$1.41 per unit, the excess above \$1.41 is split 75% to common unitholders and 25% to IDR fees

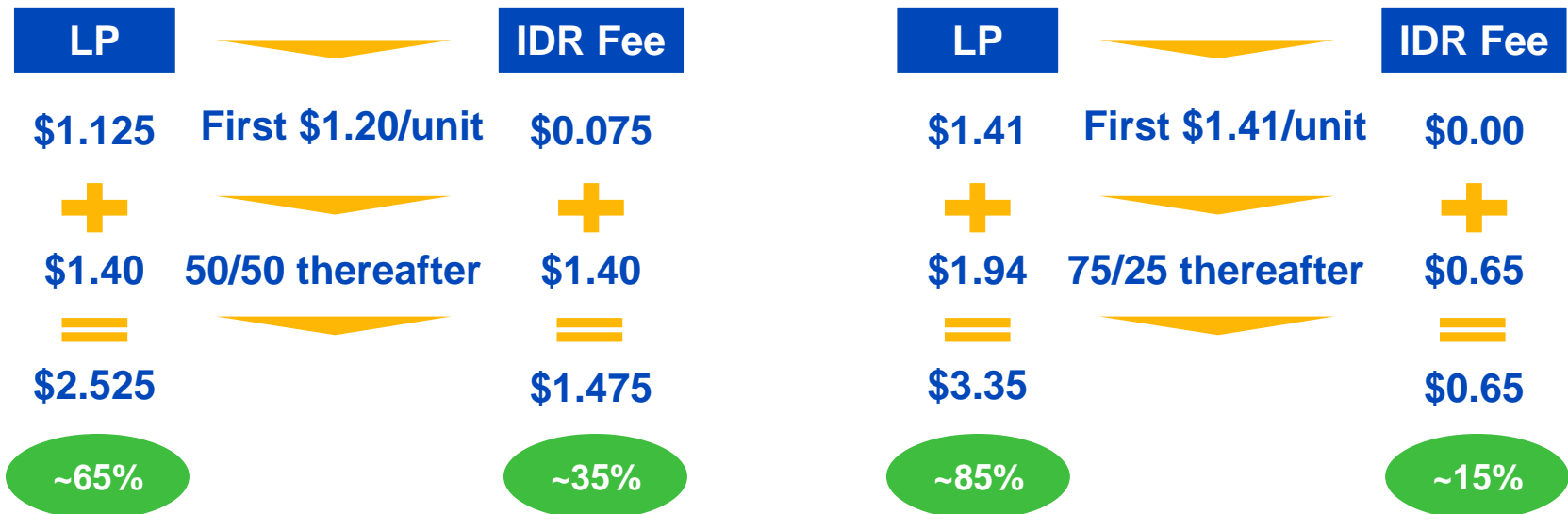
# With the IDR fee modification, future NEP acquisitions are more accretive to LP unitholders

## NEP IDR Fee Modification

### Original IDR Fee Waterfall

### Modified IDR Fee Waterfall

Cash Available For Distribution = \$4.00/Unit<sup>(1)</sup>



LP ROE's are expected to increase from the high single digits to the low double-digits on future NEP acquisitions

**Our current expectations are for NEP to grow LP distributions by 12 – 15% annually through at least 2022**

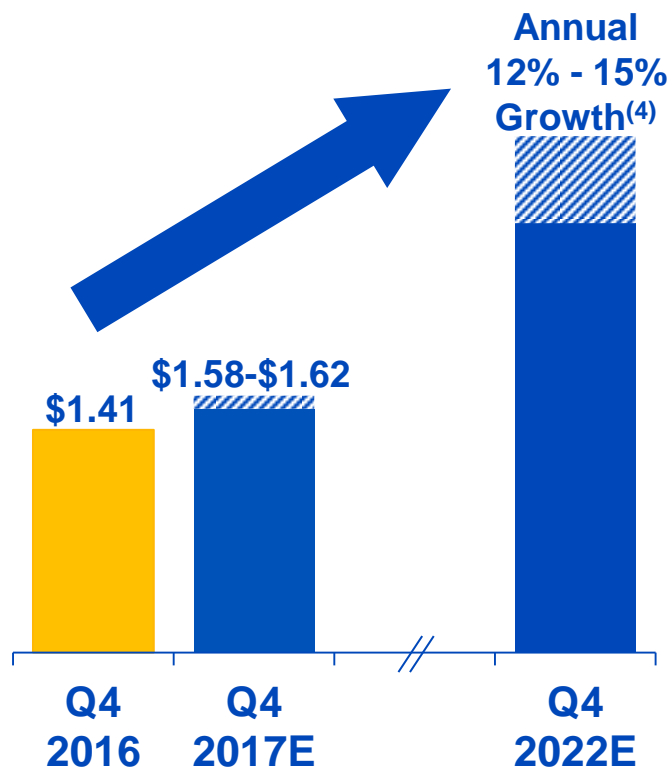
## NextEra Energy Partners' Expectations

### 12/31/2017 Run Rate Expectations<sup>(1,2)</sup>

**Adjusted EBITDA** \$875 - \$975 MM

**CAFD** \$310 – 340 MM

### Long-Term Distribution per Unit Growth Outlook<sup>(3)</sup>



1) See Appendix for definition of Adjusted EBITDA and CAFD expectations

2) Reflects calendar year 2018 expectations for forecasted portfolio as of 12/31/17; includes announced portfolio, plus expected impact of additional acquisitions not yet identified

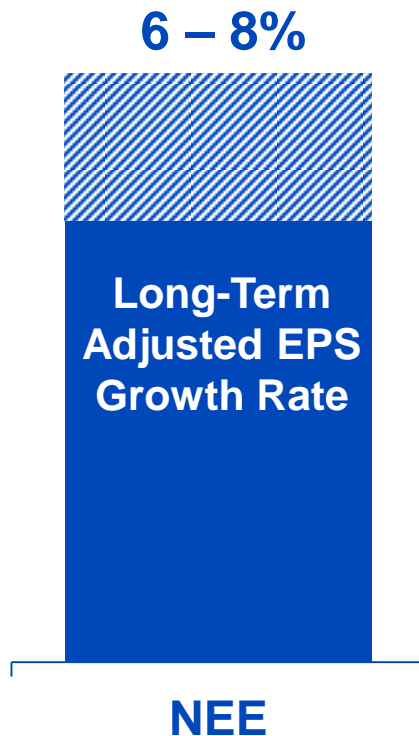
3) Represents expected fourth quarter annualized distributions payable in February of the following year

4) From a base of our fourth quarter 2016 distribution per common unit at an annualized rate of \$1.41

# Appendix

# We have extended NextEra Energy's financial expectations by two years, through 2020

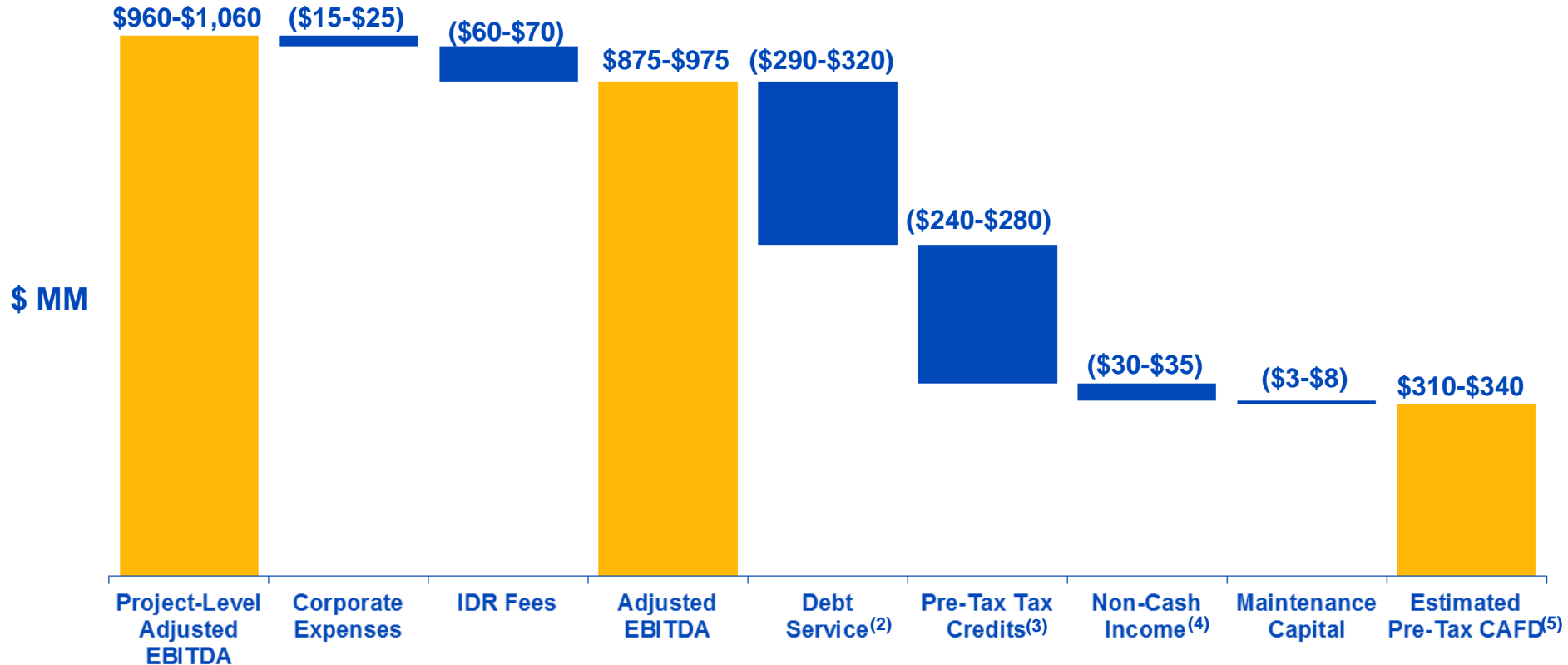
## NextEra Energy's Long-Term Adjusted Earnings Per Share Expectations<sup>(1)</sup>



- CAGR of 6 – 8% through 2020, off a 2016 base
- Expectations reflect the overall strength and diversity of our growth prospects
- Announced Project Accelerate, a new company-wide initiative to reimagine everything we do and drive incremental efficiency gains
  - Builds upon the success of Project Momentum that was launched in 2013

(1) See Appendix for definition of Adjusted Earnings expectations

# Expected Cash Available for Distribution<sup>(1)</sup> (December 31, 2017 Run Rate CAFD)



- 1) See Appendix for definition of Adjusted EBITDA and CAFD expectations. Project-Level Adjusted EBITDA represents Adjusted EBITDA before IDR Fees and Corporate Expenses
- 2) Debt service includes principal and interest payments on existing and projected third party debt and distributions net of contributions to/from tax equity investors
- 3) Pre-tax tax credits include investment tax credits, production tax credits earned by NEP, and production tax credits allocated to tax equity investors
- 4) Primarily reflects amortization of CITC
- 5) CAFD excludes proceeds from financings and changes in working capital

# Similar to MLPs, distributions to NEP's LP unitholders are paid from cash available for distribution (CAFD), which is derived from the following calculation

## Adjusted EBITDA to CAFD<sup>(1)</sup>

<b>Adjusted EBITDA</b>	Includes pre-tax PTCs earned by NEP and PTCs allocated to tax equity investors
<b>- Debt Service</b>	Amortizing debt de-risks the portfolio and provides future financial flexibility
- Project Debt Amortization	Project-level debt amortizes over the PPA contract life
- Project Debt Interest Expense	Project-level debt can be fixed or variable rate. Interest rate swaps reduce market risk
- HoldCo Debt Interest Expense	Non-amortizing variable rate corporate debt with capacity up to 3.5x project distributions
+/- Tax Equity	Debt service includes payments to and from tax equity investors
+ PAYGO Payment	Tax equity investors receive PTCs below a defined threshold and pay NEP for PTCs above that threshold
- Operating Cash Distribution	Tax equity investors receive a portion of operating cash flow from tax equity-financed projects
<b>- Pre-tax Tax Credits</b>	Includes pre-tax PTCs earned by NEP and PTCs allocated to tax equity investors
<b>- Non-cash Income</b>	Primarily amortization of convertible investment tax credits (CITCs)
<b>- Maintenance CAPEX<sup>(2)</sup></b>	Renewables maintenance CAPEX is relatively modest compared with pipeline assets
<b>Cash Available for Distribution</b>	Cash available for distribution is post-IDR fees

1) Adjusted EBITDA and CAFD are non-GAAP financial measures

2) Excludes growth CAPEX

# Definitional information

## NextEra Energy Partners, LP. Adjusted EBITDA and CAFD Expectations

This presentation refers to adjusted EBITDA and CAFD expectations. NEP's adjusted EBITDA expectations represent projected (a) revenue less (b) fuel expense, less (c) project operating expenses, less (d) corporate G&A, plus (e) other income less (f) other deductions including IDR fees. Projected revenue as used in the calculations of projected EBITDA represents the sum of projected (a) operating revenues plus (b) a pre-tax allocation of production tax credits, plus (c) a pre-tax allocation of investment tax credits plus (d) earnings impact from convertible investment tax credits and plus (e) the reimbursement for lost revenue received pursuant to a contract with NextEra Energy Resources.

CAFD is defined as cash available for distribution and represents adjusted EBITDA less (1) a pre-tax allocation of production tax credits, less (2) a pre-tax allocation of investment tax credits, less (3) earnings impact from convertible investment tax credits, less (4) debt service, less (4) maintenance capital, less (5) income tax payments less, (6) other non-cash items included in adjusted EBITDA if any. CAFD excludes changes in working capital.

NextEra Energy Partners' expectations of 12/31/17 run rate adjusted EBITDA and CAFD reflect the consummation of forecasted acquisitions. These measures have not been reconciled to GAAP net income because NextEra Energy Partners did not prepare estimates of the effect of these acquisitions on certain GAAP line items that would be necessary to provide a forward-looking estimate of GAAP net income, and the information necessary to provide such a forward-looking estimate is not available without unreasonable effort.



# Cautionary Statement And Risk Factors That May Affect Future Results

This presentation contains “forward-looking statements” within the meaning of the federal securities laws. Forward-looking statements are not statements of historical facts, but instead represent the current expectations of NextEra Energy Partners, LP (together with its subsidiaries, NEP) regarding future operating results and other future events, many of which, by their nature, are inherently uncertain and outside of NEP’s control. Forward-looking statements in this presentation include, among others, statements concerning cash available for distributions expectations and future operating performance. In some cases, you can identify the forward-looking statements by words or phrases such as “will,” “may result,” “expect,” “anticipate,” “believe,” “intend,” “plan,” “seek,” “aim,” “potential,” “projection,” “forecast,” “predict,” “goals,” “target,” “outlook,” “should,” “would” or similar words or expressions. You should not place undue reliance on these forward-looking statements, which are not a guarantee of future performance. The future results of NEP and its business and financial condition are subject to risks and uncertainties that could cause NEP’s actual results to differ materially from those expressed or implied in the forward-looking statements, or may require it to limit or eliminate certain operations. These risks and uncertainties include, but are not limited to, the following: NEP has a limited operating history and its projects include renewable energy projects that have a limited operating history. Such projects may not perform as expected; NEP’s ability to make cash distributions to its unitholders is affected by wind and solar conditions at its renewable energy projects; NEP’s business, financial condition, results of operations and prospects can be materially adversely affected by weather conditions, including, but not limited to, the impact of severe weather; NEP may fail to realize expected profitability or growth, and may incur unanticipated liabilities, as a result of the acquisition of NET Holdings Management, LLC (the Texas pipeline business); NEP is pursuing the expansion of natural gas pipelines in its portfolio that will require up-front capital expenditures and expose NEP to project development risks; NEP’s ability to maximize the productivity of the Texas pipeline business and to complete potential pipeline expansion projects is dependent on the continued availability of natural gas production in the Texas pipelines’ areas of operation; Operation and maintenance of renewable energy projects involve significant risks that could result in unplanned power outages, reduced output, personal injury or loss of life; Portions of NEP’s pipeline systems have been in service for several decades. There could be unknown events or conditions or increased maintenance or repair expenses and downtime associated with NEP’s pipelines that could have a material adverse effect on NEP’s business, financial condition, results of operations, liquidity and ability to make distributions; Natural gas gathering and transmission activities involve numerous risks that may result in accidents or otherwise affect the Texas pipelines’ operations; The wind turbines at some of NEP’s projects and some of NextEra Energy Resources LLC’s (NEER) right of first offer (ROFO) projects are not generating the amount of energy estimated by their manufacturers’ original power curves, and the manufacturers may not be able to restore energy capacity at the affected turbines; NEP depends on the Texas pipelines and certain of the renewable energy projects in its portfolio for a substantial portion of its anticipated cash flows; Terrorist or similar attacks could impact NEP’s projects, pipelines or surrounding areas and adversely affect its business; The ability of NEP to obtain insurance and the terms of any available insurance coverage could be materially adversely affected by international, national, state or local events and company-specific events, as well as the financial condition of insurers. NEP’s insurance coverage does not insure against all potential risks and it may become subject to higher insurance premiums; Warranties provided by the suppliers of equipment for NEP’s projects may be limited by the ability of a supplier to satisfy its warranty obligations, or by the terms of the warranty, so the warranties may be insufficient to compensate NEP for its losses; Supplier concentration at certain of NEP’s projects may expose it to significant credit or performance risks; NEP relies on interconnection and transmission facilities of third parties to deliver energy from its renewable energy projects and, if these facilities become unavailable, NEP’s wind and solar projects may not be able to operate or deliver energy; If third-party pipelines and other facilities interconnected to the Texas pipelines become partially or fully unavailable to transport natural gas, NEP’s revenues and cash available for distribution to unitholders could be adversely affected; NEP’s business is subject to liabilities and operating restrictions arising from environmental, health and safety laws and regulations; Natural gas operations are subject to numerous environmental laws and regulations, compliance with which may require significant capital expenditures, increase NEP’s cost of operations and affect or limit its business plans, or expose NEP to liabilities;

# Cautionary Statement And Risk Factors That May Affect Future Results (cont.)

NEP's renewable energy projects may be adversely affected by legislative changes or a failure to comply with applicable energy regulations; A change in the jurisdictional characterization of some of the Texas pipeline entities' assets, or a change in law or regulatory policy, could result in increased regulation of these assets, which could have a material adverse effect on NEP's business, financial condition, results of operations and ability to make cash distributions to its unitholders; NEP may incur significant costs and liabilities as a result of pipeline integrity management program testing and any necessary pipeline repair or preventative or remedial measures; The Texas pipelines' operations could incur significant costs if the Pipeline and Hazardous Materials Safety Administration or the Railroad Commission of Texas adopts more stringent regulations; Petróleos Mexicanos (Pemex) may claim certain immunities under the Foreign Sovereign Immunities Act and Mexican law, and the Texas pipeline entities' ability to sue or recover from Pemex for breach of contract may be limited and may be exacerbated if there is a deterioration in the economic relationship between the U.S. and Mexico; NEP's partnership agreement restricts the voting rights of unitholders owning 20% or more of its common units, and under certain circumstances this could be reduced to 10%; NEP does not own all of the land on which the projects in its portfolio are located and its use and enjoyment of the property may be adversely affected to the extent that there are any lienholders or leaseholders that have rights that are superior to NEP's rights or the U.S. Bureau of Land Management suspends its federal rights-of-way grants; NEP is subject to risks associated with litigation or administrative proceedings that could materially impact its operations, including, but not limited to, proceedings related to projects it acquires in the future; NEP's wind projects located in Canada are subject to Canadian domestic content requirements under their Feed-In-Tariff contracts; NEP's cross-border operations require NEP to comply with anti-corruption laws and regulations of the U.S. government and non-U.S. jurisdictions; NEP is subject to risks associated with its ownership or acquisition of projects or pipelines that remain under construction, which could result in its inability to complete construction projects on time or at all, and make projects too expensive to complete or cause the return on an investment to be less than expected; NEP relies on a limited number of customers and is exposed to the risk that they are unwilling or unable to fulfill their contractual obligations to NEP or that they otherwise terminate their agreements with NEP; NEP may not be able to extend, renew or replace expiring or terminated power purchase agreements (PPAs) at favorable rates or on a long-term basis; NEP may be unable to secure renewals of long-term natural gas transportation agreements, which could expose its revenues to increased volatility; If the energy production by or availability of NEP's U.S. renewable energy projects is less than expected, they may not be able to satisfy minimum production or availability obligations under NEP's U.S. Project Entities' PPAs; NEP's growth strategy depends on locating and acquiring interests in additional projects consistent with its business strategy at favorable prices; NextEra Energy Operating Partners, LP's (NEP OpCo's) partnership agreement requires that it distribute its available cash, which could limit NEP's ability to grow and make acquisitions; NEP's ability to consummate future acquisitions will depend on NEP's ability to finance those acquisitions; Lower prices for other fuel sources may reduce the demand for wind and solar energy; Reductions in demand for natural gas in the United States or Mexico and low market prices of natural gas could materially adversely affect the Texas pipelines' operations and cash flows; Government laws, regulations and policies providing incentives and subsidies for clean energy could be changed, reduced or eliminated at any time and such changes may negatively impact NEP's growth strategy; NEP's growth strategy depends on the acquisition of projects developed by NextEra Energy, Inc. (NEE) and third parties, which face risks related to project siting, financing, construction, permitting, the environment, governmental approvals and the negotiation of project development agreements; Acquisitions of existing clean energy projects involve numerous risks; Renewable energy procurement is subject to U.S. state and Canadian provincial regulations, with relatively irregular, infrequent and often competitive procurement windows; NEP may continue to acquire other sources of clean energy, including, but not limited to, natural gas and nuclear projects, and may expand to include other types of assets including, but not limited to, transmission projects, and any further acquisition of non-renewable energy projects, including, but not limited to, transmission projects, may present unforeseen challenges and result in a competitive disadvantage relative to NEP's more-established competitors;

# Cautionary Statement And Risk Factors That May Affect Future Results (cont.)

NEP faces substantial competition primarily from regulated utilities, developers, independent power producers, pension funds and private equity funds for opportunities in North America; The natural gas pipeline industry is highly competitive, and increased competitive pressure could adversely affect NEP's business; NEP may not be able to access sources of capital on commercially reasonable terms, which would have a material adverse effect on its ability to consummate future acquisitions; Restrictions in NEP OpCo's subsidiaries' revolving credit facility and term loan agreements could adversely affect NEP's business, financial condition, results of operations and ability to make cash distributions to its unitholders; NEP's cash distributions to its unitholders may be reduced as a result of restrictions on NEP's subsidiaries' cash distributions to NEP under the terms of their indebtedness; NEP's subsidiaries' substantial amount of indebtedness may adversely affect NEP's ability to operate its business, and its failure to comply with the terms of its subsidiaries' indebtedness could have a material adverse effect on NEP's financial condition; Currency exchange rate fluctuations may affect NEP's operations; NEP is exposed to risks inherent in its use of interest rate swaps; NEE exercises substantial influence over NEP and NEP is highly dependent on NEE and its affiliates; NEP is highly dependent on credit support from NEE and its affiliates. NEP's subsidiaries may default under contracts or become subject to cash sweeps if credit support is terminated, if NEE or its affiliates fail to honor their obligations under credit support arrangements, or if NEE or another credit support provider ceases to satisfy creditworthiness requirements, and NEP will be required in certain circumstances to reimburse NEE for draws that are made on credit support; NEER or one of its affiliates is permitted to borrow funds received by NEP's subsidiaries, including, but not limited to, NEP OpCo, as partial consideration for its obligation to provide credit support to NEP, and NEER will use these funds for its own account without paying additional consideration to NEP and is obligated to return these funds only as needed to cover project costs and distributions or as demanded by NEP OpCo. NEP's financial condition and ability to make distributions to its unitholders, as well as its ability to grow distributions in the future, is highly dependent on NEER's performance of its obligations to return all or a portion of these funds; NEP may not be able to consummate future acquisitions from NEER or from third parties; NEP GP and its affiliates, including, but not limited to, NEE, have conflicts of interest with NEP and limited duties to NEP and its unitholders, and they may favor their own interests to the detriment of NEP and holders of NEP common units; Common units are subject to NEP GP's limited call right; NEE and other affiliates of NEP GP are not restricted in their ability to compete with NEP; NEP may be unable to terminate the Management Services Agreement among NEP, NextEra Energy Management Partners, LP (NEE Management), NEP OpCo and NextEra Energy Operating Partners GP, LLC (NEP OpCo GP) (MSA); If NEE Management terminates the MSA, NEER terminates the management sub-contract or either of them defaults in the performance of its obligations thereunder, NEP may be unable to contract with a substitute service provider on similar terms, or at all; NEP's arrangements with NEE limit NEE's liability, and NEP has agreed to indemnify NEE against claims that it may face in connection with such arrangements, which may lead NEE to assume greater risks when making decisions relating to NEP than it otherwise would if acting solely for its own account; The credit and business risk profiles of NEP GP and its owner, NEE, could adversely affect any NEP credit ratings and risk profile, which could increase NEP's borrowing costs or hinder NEP's ability to raise capital; NEP's ability to make distributions to its unitholders depends on the ability of NEP OpCo to make cash distributions to its limited partners; If NEP incurs material tax liabilities, NEP's distributions to its unitholders may be reduced, without any corresponding reduction in the amount of the incentive distribution rights (IDR) fee; Holders of NEP's common units have limited voting rights and are not entitled to elect NEP's general partner or NEP GP's directors; NEP's partnership agreement restricts the remedies available to holders of NEP's common units for actions taken by NEP GP that might otherwise constitute breaches of fiduciary duties; NEP's partnership agreement replaces NEP GP's fiduciary duties to holders of its common units with contractual standards governing its duties; Even if holders of NEP's common units are dissatisfied, they cannot remove NEP GP without NEE's consent; NEE's interest in NEP GP and the control of NEP GP may be transferred to a third party without unitholder consent; The IDR fee may be assigned to a third party without unitholder consent; NEP may issue additional units without unitholder approval, which would dilute unitholder interests;

# Cautionary Statement And Risk Factors That May Affect Future Results (cont.)

Reimbursements and fees owed to NEP GP and its affiliates for services provided to NEP or on NEP's behalf will reduce cash distributions to or from NEP OpCo and from NEP to NEP's unitholders, and the amount and timing of such reimbursements and fees will be determined by NEP GP and there are no limits on the amount that NEP OpCo may be required to pay; Discretion in establishing cash reserves by NEP OpCo GP may reduce the amount of cash distributions to unitholders; While NEP's partnership agreement requires NEP to distribute its available cash, NEP's partnership agreement, including, but not limited to, provisions requiring NEP to make cash distributions, may be amended; NEP OpCo can borrow money to pay distributions, which would reduce the amount of credit available to operate NEP's business; Increases in interest rates could adversely impact the price of NEP's common units, NEP's ability to issue equity or incur debt for acquisitions or other purposes and NEP's ability to make cash distributions to its unitholders; The price of NEP's common units may fluctuate significantly and unitholders could lose all or part of their investment and a market that will provide a unitholder with its desired liquidity may not develop; The liability of holders of NEP's common units, which represent limited partnership interests in NEP, may not be limited if a court finds that unitholder action constitutes control of NEP's business; Unitholders may have liability to repay distributions that were wrongfully distributed to them; Except in limited circumstances, NEP GP has the power and authority to conduct NEP's business without unitholder approval; Contracts between NEP, on the one hand, and NEP GP and its affiliates, on the other hand, will not be the result of arm's-length negotiations; Unitholders have no right to enforce the obligations of NEP GP and its affiliates under agreements with NEP; NEP GP decides whether to retain separate counsel, accountants or others to perform services for NEP; The New York Stock Exchange does not require a publicly traded limited partnership like NEP to comply with certain of its corporate governance requirements; NEP's future tax liability may be greater than expected if NEP does not generate net operating losses (NOLs) sufficient to offset taxable income or if tax authorities challenge certain of NEP's tax positions; NEP's ability to use NOLs to offset future income may be limited; NEP will not have complete control over NEP's tax decisions; A valuation allowance may be required for NEP's deferred tax assets; Distributions to unitholders may be taxable as dividends; Unitholders who are not resident in Canada may be subject to Canadian tax on gains from the sale of common units if NEP's common units derive more than 50% of their value from Canadian real property at any time. NEP discusses these and other risks and uncertainties in its annual report on Form 10-K for the year ended December 31, 2016 and other SEC filings, and this presentation should be read in conjunction with such SEC filings made through the date of this presentation. The forward-looking statements made in this presentation are made only as of the date of this presentation and NEP undertakes no obligation to update any forward-looking statements.

# Definitional information

## NextEra Energy, Inc. Adjusted Earnings Expectations

This presentation refers to adjusted earnings per share expectations. Adjusted earnings expectations exclude the unrealized mark-to-market effect of non-qualifying hedges, net OTTI losses on securities held in NextEra Energy Resources' nuclear decommissioning funds and the cumulative effect of adopting new accounting standards, none of which can be determined at this time, and operating results from the Spain solar project and merger related expenses and, for 2017, the gain on sale of the fiber-optic telecommunications business. In addition, adjusted earnings expectations assume, among other things: normal weather and operating conditions; continued recovery of the national and the Florida economy; supportive commodity markets; current forward curves; public policy support for wind and solar development and construction; market demand and transmission expansion to support wind and solar development; access to capital at reasonable cost and terms; no divestitures, other than to NextEra Energy Partners, LP, or acquisitions; no adverse litigation decisions; and no changes to governmental tax policy or incentives. Expected adjusted earnings amounts cannot be reconciled to expected net income because net income includes the mark-to-market effect of non-qualifying hedges and net OTTI losses on certain investments, none of which can be determined at this time.



# Cautionary Statement And Risk Factors That May Affect Future Results

This presentation contains “forward-looking statements” within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are not statements of historical facts, but instead represent the current expectations of NextEra Energy, Inc. (NextEra Energy) and Florida Power & Light Company (FPL) regarding future operating results and other future events, many of which, by their nature, are inherently uncertain and outside of NextEra Energy's and FPL's control. Forward-looking statements in this presentation include, among others, statements concerning adjusted earnings per share expectations and future operating performance], [and statements concerning future dividends. In some cases, you can identify the forward-looking statements by words or phrases such as “will,” “may result,” “expect,” “anticipate,” “believe,” “intend,” “plan,” “seek,” “potential,” “projection,” “forecast,” “predict,” “goals,” “target,” “outlook,” “should,” “would” or similar words or expressions. You should not place undue reliance on these forward-looking statements, which are not a guarantee of future performance. The future results of NextEra Energy and FPL and their business and financial condition are subject to risks and uncertainties that could cause their actual results to differ materially from those expressed or implied in the forward-looking statements, or may require them to limit or eliminate certain operations. These risks and uncertainties include, but are not limited to, the following: effects of extensive regulation of NextEra Energy's and FPL's business operations; inability of NextEra Energy and FPL to recover in a timely manner any significant amount of costs, a return on certain assets or a reasonable return on invested capital through base rates, cost recovery clauses, other regulatory mechanisms or otherwise; impact of political, regulatory and economic factors on regulatory decisions important to NextEra Energy and FPL; disallowance of cost recovery by FPL based on a finding of imprudent use of derivative instruments; effect of any reductions or modifications to, or elimination of, governmental incentives or policies that support utility scale renewable energy projects of NextEra Energy Resources, LLC and its affiliated entities (NextEra Energy Resources) or the imposition of additional tax laws, policies or assessments on renewable energy; impact of new or revised laws, regulations, interpretations or other regulatory initiatives on NextEra Energy and FPL; capital expenditures, increased operating costs and various liabilities attributable to environmental laws, regulations and other standards applicable to NextEra Energy and FPL; effects on NextEra Energy and FPL of federal or state laws or regulations mandating new or additional limits on the production of greenhouse gas emissions; exposure of NextEra Energy and FPL to significant and increasing compliance costs and substantial monetary penalties and other sanctions as a result of extensive federal regulation of their operations and businesses; effect on NextEra Energy and FPL of changes in tax laws, guidance or policies as well as in judgments and estimates used to determine tax-related asset and liability amounts; impact on NextEra Energy and FPL of adverse results of litigation; effect on NextEra Energy and FPL of failure to proceed with projects under development or inability to complete the construction of (or capital improvements to) electric generation, transmission and distribution facilities, gas infrastructure facilities or other facilities on schedule or within budget; impact on development and operating activities of NextEra Energy and FPL resulting from risks related to project siting, financing, construction, permitting, governmental approvals and the negotiation of project development agreements; risks involved in the operation and maintenance of electric generation, transmission and distribution facilities, gas infrastructure facilities and other facilities; effect on NextEra Energy and FPL of a lack of growth or slower growth in the number of customers or in customer usage; impact on NextEra Energy and FPL of severe weather and other weather conditions; threats of terrorism and catastrophic events that could result from terrorism, cyber attacks or other attempts to disrupt NextEra Energy's and FPL's business or the businesses of third parties; inability to obtain adequate insurance coverage for protection of NextEra Energy and FPL against significant losses and risk that insurance coverage does not provide protection against all significant losses;

# Cautionary Statement And Risk Factors That May Affect Future Results (cont.)

a prolonged period of low gas and oil prices could impact NextEra Energy Resources' gas infrastructure business and cause NextEra Energy Resources to delay or cancel certain gas infrastructure projects and for certain existing projects to be impaired; risk to NextEra Energy Resources of increased operating costs resulting from unfavorable supply costs necessary to provide NextEra Energy Resources' full energy and capacity requirement services; inability or failure by NextEra Energy Resources to manage properly or hedge effectively the commodity risk within its portfolio; effect of reductions in the liquidity of energy markets on NextEra Energy's ability to manage operational risks; effectiveness of NextEra Energy's and FPL's risk management tools associated with their hedging and trading procedures to protect against significant losses, including the effect of unforeseen price variances from historical behavior; impact of unavailability or disruption of power transmission or commodity transportation facilities on sale and delivery of power or natural gas by FPL and NextEra Energy Resources; exposure of NextEra Energy and FPL to credit and performance risk from customers, hedging counterparties and vendors; failure of NextEra Energy or FPL counterparties to perform under derivative contracts or of requirement for NextEra Energy or FPL to post margin cash collateral under derivative contracts; failure or breach of NextEra Energy's or FPL's information technology systems; risks to NextEra Energy and FPL's retail businesses from compromise of sensitive customer data; losses from volatility in the market values of derivative instruments and limited liquidity in OTC markets; impact of negative publicity; inability of NextEra Energy and FPL to maintain, negotiate or renegotiate acceptable franchise agreements with municipalities and counties in Florida; occurrence of work strikes or stoppages and increasing personnel costs; NextEra Energy's ability to successfully identify, complete and integrate acquisitions, including the effect of increased competition for acquisitions; NextEra Energy Partners, LP's (NEP's) acquisitions may not be completed and, even if completed, NextEra Energy may not realize the anticipated benefits of any acquisitions; environmental, health and financial risks associated with NextEra Energy Resources' and FPL's ownership and operation of nuclear generation facilities; liability of NextEra Energy and FPL for significant retrospective assessments and/or retrospective insurance premiums in the event of an incident at certain nuclear generation facilities; increased operating and capital expenditures and/or result in reduced revenues at nuclear generation facilities of NextEra Energy or FPL resulting from orders or new regulations of the Nuclear Regulatory Commission; inability to operate any of NextEra Energy Resources' or FPL's owned nuclear generation units through the end of their respective operating licenses; effect of disruptions, uncertainty or volatility in the credit and capital markets on NextEra Energy's and FPL's ability to fund their liquidity and capital needs and meet their growth objectives; inability of NextEra Energy, FPL and NextEra Energy Capital Holdings, Inc. to maintain their current credit ratings; impairment of NextEra Energy's and FPL's liquidity from inability of credit providers to fund their credit commitments or to maintain their current credit ratings; poor market performance and other economic factors that could affect NextEra Energy's defined benefit pension plan's funded status; poor market performance and other risks to the asset values of NextEra Energy's and FPL's nuclear decommissioning funds; changes in market value and other risks to certain of NextEra Energy's investments; effect of inability of NextEra Energy subsidiaries to pay upstream dividends or repay funds to NextEra Energy or of NextEra Energy's performance under guarantees of subsidiary obligations on NextEra Energy's ability to meet its financial obligations and to pay dividends on its common stock; the fact that the amount and timing of dividends payable on NextEra Energy's common stock, as well as the dividend policy approved by NextEra Energy's board of directors from time to time, and changes to that policy, are within the sole discretion of NextEra Energy's board of directors and, if declared and paid, dividends may be in amounts that are less than might be expected by shareholders;

# Cautionary Statement And Risk Factors That May Affect Future Results (cont.)

NEP's inability to access sources of capital on commercially reasonable terms could have an effect on its ability to consummate future acquisitions and on the value of NextEra Energy's limited partner interest in NextEra Energy Operating Partners, LP; and effects of disruptions, uncertainty or volatility in the credit and capital markets on the market price of NextEra Energy's common stock. NextEra Energy and FPL discuss these and other risks and uncertainties in their annual report on Form 10-K for the year ended December 31, 2016 and other SEC filings, and this presentation should be read in conjunction with such SEC filings made through the date of this presentation. The forward-looking statements made in this presentation are made only as of the date of this presentation and NextEra Energy and FPL undertake no obligation to update any forward-looking statements.