

Spectra Energy Corp.  
Form 5  
February 11, 2013

# FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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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

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person \*  
**HENDRIX DENNIS R**

(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
**Spectra Energy Corp. [SE]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

**5400 WESTHEIMER COURT**  
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2012**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting (check applicable line)

**HOUSTON, TX 77056-5310**

(City) (State) (Zip)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) Amount or (D) Price			
Common Stock	11/20/2012	^	G	1,000 D \$ 0	169,016	D	^
Common Stock	11/20/2012	^	G	2,000 D \$ 0	169,016	D	^
Common Stock	11/20/2012	^	G	2,000 D \$ 0	169,016	D	^
Common Stock	^	^	^	^ ^ ^	60,000	I	By Grat <sup>(1)</sup> (2) (3) (4) (5) (6) (7)

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Common Stock	^	^	^	^	^	^	5,000	I	Held by Trustee
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	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 (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D S B O E I F (I
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Date Exercisable (A)	Expiration Date (D)	Title	Amount or Number of Shares
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HENDRIX DENNIS R 5400 WESTHEIMER COURT HOUSTON, TX 77056-5310	^ X	^	^	^

## Signatures

/s/ Emily L. Strait, attorney-in-fact for Mr. Hendrix	02/11/2013
**Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 20,000 shares held in GRAT with reporting person's wife as Trustee and 20,000 shares held in GRAT with reporting person as Trustee.
  - (2) 30,000 shares held in GRAT with reporting person's wife as Trustee and 30,000 shares held in GRAT with reporting person as Trustee.
  - (3) 36,000 shares held in GRAT with reporting person's wife as Trustee and 36,000 shares held in GRAT with reporting person as Trustee.
  - (4) 38,000 shares held in GRAT with reporting person's wife as Trustee and 38,000 shares held in GRAT with reporting person as Trustee.
  - (5) 40,000 shares held in GRAT with reporting person's wife as Trustee and 40,000 shares held in GRAT with reporting person as Trustee.
  - (6) The Reporting Person is Trustee.

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(7) The Reporting Person's wife is Trustee of the Trust.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.