

Buckley Guy G.  
Form 3/A  
February 17, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

|  |         |  |  |   |
|--|---------|--|--|---|
| 1. Name and Address of Reporting Person *  |         | 2. Date of Event Requiring Statement   | 3. Issuer Name <b>and</b> Ticker or Trading Symbol   |   |
| Â Buckley Guy G.                           |         | (Month/Day/Year)   | Spectra Energy Corp. [SE]                            |   |
| (Last)                                     | (First) | (Middle)   | 01/01/2012   |   |
| 5400 WESTHEIMER COURT                      |         | 4. Relationship of Reporting Person(s) to Issuer   |  |   |
| (Street)                                   |         | (Check all applicable)   |  |   |
| HOUSTON,Â TXÂ 77056                        |         | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below)<br>Treasurer |  |   |
| (City)                                     | (State) | (Zip)  | 5. If Amendment, Date Original Filed(Month/Day/Year) |   |
|  |         |  | 01/05/2012   |   |
| 1. Title of Security                       |         | 2. Amount of Securities Beneficially Owned   |  | 3. Ownership Form:                          |
| (Instr. 4)                                 |         | (Instr. 4)   |  | Direct (D)<br>or Indirect (I)<br>(Instr. 5) |
| Common Stock                               |         | 6,768.804  |  | D    Â                                      |
| Retirement Savings Plan (RSP)              |         | 594.2576   |  | D    Â                                      |
| 4. Nature of Indirect Beneficial Ownership |         | 6. Individual or Joint/Group Filing(Check Applicable Line)   |  |   |
| (Instr. 5)                                 |         | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person  |  |   |

**Table I - Non-Derivative Securities Beneficially Owned**

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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.**

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

|                                 |   |  |   |   |  |
|---------------------------------|---|--|---|---|--|
| 1. Title of Derivative Security | 2. Date Exercisable and Expiration Date | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership |
| (Instr. 4)                      | (Month/Day/Year)                        | (Instr. 4)   |   |   | (Instr. 5)                                 |

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|                                   | Date Exercisable | Expiration Date           | Title        | Amount or Number of Shares | Security          | Direct (D) or Indirect (I) (Instr. 5) |                                   |
|-----------------------------------|------------------|---------------------------|--------------|----------------------------|-------------------|---------------------------------------|-----------------------------------|
| Ltip Phantom Stock Grant Feb 2009 | 02/24/2012       | 02/24/2012 <sup>(2)</sup> | Common Stock | 8,400                      | \$ <sup>(1)</sup> | D                                     | Â                                 |
| Ltip Phantom Stock Grant Feb 2010 | 02/23/2013       | 02/23/2013 <sup>(2)</sup> | Common Stock | 6,100                      | \$ <sup>(1)</sup> | D                                     | Â                                 |
| LTIP Phantom Stock Grant Feb 2011 | 02/22/2014       | 02/22/2014 <sup>(2)</sup> | Common Stock | 4,500                      | \$ <sup>(1)</sup> | D                                     | Â                                 |
| LTIP Phantom Stock Grant Jan 2012 | 01/03/2015       | 01/03/2015 <sup>(2)</sup> | Common Stock | 10,000                     | \$ <sup>(1)</sup> | D                                     | Â                                 |
| Performance Shares Feb 2009       | 02/24/2012       | Â <sup>(4)</sup>          | Common Stock | 9,000                      | \$ <sup>(3)</sup> | D                                     | Â                                 |
| Performance Shares Feb 2010       | 02/23/2013       | Â <sup>(4)</sup>          | Common Stock | 6,500                      | \$ <sup>(3)</sup> | D                                     | Â                                 |
| Performance Shares Feb 2011       | 02/22/2014       | Â <sup>(4)</sup>          | Common Stock | 3,600                      | \$ <sup>(3)</sup> | D                                     | Â                                 |
| Phantom Stock Esp                 | Â <sup>(5)</sup> | Â <sup>(4)</sup>          | Common Stock | 2,478.3695                 | \$ <sup>(1)</sup> | I                                     | By Trustee Executive Savings Plan |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |             |       |
|--|---------------|-----------|-------------|-------|
|  | Director      | 10% Owner | Officer     | Other |
| Buckley Guy G.<br>5400 WESTHEIMER COURT<br>HOUSTON, TX 77056 | Â             | Â         | Â Treasurer | Â     |

## Signatures

/s/ Emily L. Strait, attorney-in-fact for Mr. Buckley

02/17/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Converts to Common Stock on a 1-for-1 basis.
- (2) Grant cliff vests 3 years from date of Grant.
- (3) Converts to Common Stock on a 1-for-1 basis. The number of performance shares that vest is based on the achievement of a specified total shareholder return for Spectra Energy Corp Common Stock.
- (4) Expiration date not applicable.
- (5)

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Payable upon termination of employment or occurrence of other events as specified in the Spectra Energy Corp Executive Savings Plan, subject to holding periods required by law.

Note: File three copies of this Form, one of which must be manually signed. If space 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.