LaVecchia Jean M Form 4 March 19, 2012

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

**OMB APPROVAL** OMB

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

**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 may continue.

See Instruction 1(b).

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person \* LaVecchia Jean M

2. Issuer Name and Ticker or Trading

Symbol

NORTHEAST UTILITIES [NU]

3. Date of Earliest Transaction

(Month/Day/Year)

C/O NORTHEAST UTILITIES, 107 SELDEN STREET

(First)

03/15/2012

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director X\_ Officer (give title below)

10% Owner Other (specify

VP-Human Resources

(Street) 4. If Amendment, Date Original

(Middle)

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

BERLIN, CT 06037

(City)	(State)	(Zip) Tabl	le I - Non-	Derivative	Secui	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Shares, \$5.00 par value	03/15/2012		F	918 (1)	D	\$ 36.74	30,908 (2)	D	
Common Shares, \$5.00 par value	03/16/2012		S	500	D	\$ 36.532	30,408	D	
Common Shares, \$5.00 par value	03/16/2012		G V	550	D	\$ 0	29,858	D	

Common Shares, \$5.00 par value

 $2,833 \stackrel{(3)}{=}$ 

I

401k Plan

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.

SEC 1474 (9-02)

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

1. Title of 3. Transaction Date 3A. Deemed Derivative Conversion (Month/Day/Year) Security or Exercise (Instr. 3) Price of Derivative Security

Execution Date, if any (Month/Day/Year)

5. TransactionNumber Code of (Instr. 8) Derivative Securities

Code V (A) (D)

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of 8. Price of Underlying Securities (Instr. 3 and 4)

Derivative Security (Instr. 5)

Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)

> Date Exercisable

Expiration

Amount or Number of

Shares

Common

Phantom **Shares** 

<u>(4)</u>

(4)

(4)

Date

Shares, \$5.00 par value

578 (4)

## **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

LaVecchia Jean M C/O NORTHEAST UTILITIES 107 SELDEN STREET BERLIN, CT 06037

**VP-Human Resources** 

**Signatures** 

/s/ Jeffrey C. Miller, authorized signatory for Ms. LaVecchia

03/19/2012

\*\*Signature of Reporting Person

Date

Reporting Owners 2

## **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) Disposition of performance shares under the 2009 2011 Long Term Incentive Plan, previously reported on February 21, 2012, to satisfy tax withholding obligations.
- (2) Includes restricted share units and reinvested dividend equivalents thereon.
- (3) Shares held in trust under the Northeast Utilities Service Company 401k Plan, a qualified plan, according to information supplied by the plan's recordkeeper.
- Matching contributions on reporting person's deferred compensation under the Northeast Utilities Deferred Compensation Plan for Executives, a non-qualified deferred compensation plan, that are nominally invested as common shares. Each phantom share represents the right to receive the cash value of one NU common share upon a distribution event, following vesting. Additional phantom shares are issued upon the automatic reinvestment of dividend-equivalents exempt from the line item reporting under SEC Rule 16a-11.

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.