Edgar Filing: NORTHEAST UTILITIES - Form 4

	ST UTILITIES												
Form 4 February 14	4. 2008												
FOR	ЛЛ										MB A	PPROVA	L
Washington, D.C. 20549								N OMB Num		3235-0287			
Section 16. Form 4 or				F CHANGES IN BENEFICIAL OWNERSHI SECURITIES							Expires: Januar Estimated average burden hours per response		
1(b).	ons Section 17 ntinue. truction	(a) of the l	Public I	Utility H	Hol		mpa	ny Act c	ge Act of 1934 of 1935 or Sect 40				
(Print or Type	(Kesponses)												
SHIVERY CHARLES W Symbol						d Ticker o		-	5. Relationship of Reporting Person(s) to Issuer				
						UTILITI Fransactior		NUJ	(Check all applicable)				
				/Day/Yea		ransactior	1		Director 10% Owner X Officer (give titleX Other (specify below) below) Chair. of the Bd., Pres. & CEO / Trustee				
Filed(M				Amendment, Date Original d(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				
BERLIN,									Person	• •		1 0	
(City)	(State)	(Zip)	Ta	ble I - No	on-	Derivativ	e Seci	irities Ac	quired, Disposed	of, or Bei	neficial	ly Owned	l
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			Code (Instr. 3, 4 and 5) (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownershi Form: Direct (D or Indirec (I)	p Ind Ow) (Ins	. Nature of ndirect Beneficial Ownership Instr. 4)	ficial
							(A) or		Transaction(s) (Instr. 3 and 4)	(Instr. 4)			
Common Shares, \$5.00 par value	02/12/2008			A		Amount 68,332 (1)	(D) A	Price \$ 27.68		D			
Common Shares, \$5.00 par value									5,052 <u>(3)</u>	I		eferred ompensat an	tion
Common Shares, \$5.00 par value									1,276 <u>(4)</u>	I	40	1K Plan	

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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.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or 1		
						Exercisable	ble Date	Title Number			
					(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
SHIVERY CHARLES W C/O NORTHEAST UTILITIES 107 SELDEN STREET BERLIN, CT 06037			Chair. of the Bd., Pres. & CEO	Trustee					
0.									

Signatures

Charles W. 02/14/2008 Shivery

<u>**</u>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) Grant of restricted share units which vest in equal portions on February 25, 2009, 2010 and 2011, payment on all of which is delayed until retirement. Restricted share units are distributable in Northeast Utilities common shares on a one-for-one basis.

Includes restricted shares, restricted share units and reinvested dividend equivalents thereon; in addition the reporting person also directly

- (2) holds 29,024 stock options to purchase common shares, previously reported on Form 4 of the total, 1,500 shares are held jointly with Mr. Shivery's spouse.
- (3) Shares held in trust under the Northeast Utilities Service Company 401k Plan, a qualified plan, as of 2/12/2008, according to information supplied by the plan's recordkeeper.

Reporting Owners

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The reporting person holds phantom shares of NU common under the Northeast Utilities Deferred Compensation Plan for Executives, a non-qualified deferred compensation plan (the DCP), made as matching contributions under the DCP and reported as indirect holdings in

(4) Table I. Each phantom share represents the right to receive the cash value of one share of NU common upon a distribution event. Additional phantom shares are issued from the automatic reinvestment of dividend-equivalents exempt from line item reporting under SEC Rule 16a-11. Going forward, these phantom shares will be reported in Table II.

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.