

CENTRAL HUDSON GAS & ELECTRIC CORP

Form 424B5

November 15, 2012

Filed Pursuant to Rule 424(b)(5)

Registration No. 333-163248

November 15, 2012

Pricing Supplement No. 4, Dated November 15, 2012

(to Prospectus dated March 16, 2010, as supplemented by Prospectus Supplement dated March 16, 2010)

Central Hudson Gas & Electric Corporation

Medium-Term Notes, Series G

\$24,000,000 4.065% due October 1, 2042

Notes: 4.065% due
October 1,
2042

Issue Price: 99.987%

Settlement Date (Original Issue Date):
November
20, 2012

Maturity Date (Stated Maturity):
October 1,
2042

Type of Note: x Fixed Rate
Note
o Zero
Coupon
Note

Form: x
Book-Entry
o Definitive
Certificates

Authorized Denominations: \$1,000 and
integral
multiples
thereof

CUSIP No.: 15361GBC8

Interest Rate: 4.065% per
annum
April 1 and
October 1,

Interest Payment Dates: and at
maturity

Record Dates: March 15
and
September

15

Initial Interest Payment Date: April 1,
2013
 Not
redeemable
prior to
Stated
Maturity

Redemption Terms (at option of the Issuer):
Redeemable
in
accordance
with the
following
terms:

Not
repayable
prior to
Stated
Maturity

Repayment Terms (at option of the holder): Repayable
in
accordance
with the
following
terms:

Sinking Fund Provisions:	<p><input checked="" type="radio"/> None</p> <p><input type="radio"/> Applicable in accordance with the following terms:</p>	
	<p>J.P. Morgan Securities LLC</p>	<p>\$8,000,000</p>
Agents and Principal Amounts Placed:	<p>KeyBanc Capital Markets Inc.</p>	<p>\$8,000,000</p>
	<p>Merrill Lynch, Pierce, Fenner & Smith Incorporated</p> <p><input checked="" type="radio"/> As Agents</p>	<p>\$8,000,000</p>
Agents' Capacity:	<p>J.P. Morgan Securities LLC</p> <p>KeyBanc Capital Markets Inc.</p> <p>Merrill Lynch, Pierce, Fenner & Smith Incorporated</p> <p><input type="radio"/> As Principal</p>	
Issue Price:	<p>The Notes are being offered at the Issue Price set forth above.</p>	
	<p>J.P. Morgan Securities LLC</p>	<p>\$60,000</p>
Agents' Commission (based on principal amounts placed):	<p>KeyBanc Capital Markets Inc.</p>	<p>\$60,000</p>
	<p>Merrill Lynch, Pierce, Fenner & Smith Incorporated</p>	<p>\$60,000</p>
Net Proceeds to Issuer (before expenses):	<p>\$23,816,880</p>	
Use of Proceeds:	<p>The net proceeds of the sale of the Notes will be used by the Issuer for capital expenditures and general corporate purposes.</p> <p>The Issuer may, without notice to or consent of the holders of the Notes, "reopen" this tranche of Notes at any time by creating and issuing additional Notes ranking equally with the Notes offered hereby and otherwise identical in all respects to the Notes offered hereby (except for the issue price, the date from which interest first accrues and the first interest payment date). Such additional Notes will form a single tranche with the Notes offered hereby provided such additional Notes are fungible with the Notes offered hereby for U.S. federal income tax purposes.</p>	
Additional Terms:	<p></p>	

THE NOTES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION NOR HAVE ANY OF THESE ORGANIZATIONS DETERMINED THAT THIS PRICING SUPPLEMENT OR THE APPLICABLE PROSPECTUS SUPPLEMENT OR PROSPECTUS IS ACCURATE OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.