

NORTHEAST UTILITIES  
Form 4  
March 02, 2005

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GRISE CHERYL W

(Last) (First) (Middle)

NORTHEAST UTILITIES, 107  
SELDEN STREET

(Street)

BERLIN, CT 06037

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
NORTHEAST UTILITIES [NU]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/01/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Pres. - Util. Grp., Dir. & / Officer of cert. subs.

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Shares, \$5 par value				(A)	3,841 <sup>(1)</sup>	I	By 401k Trustee
Common Shares, \$5 par value				(A)	3,820 <sup>(2)</sup>	I	Deferred Comp. Plan
Common Shares, \$5 par value	03/01/2005		A	17,047 <sup>(3)</sup>	A \$ 18.84	D	
					85,134 <sup>(4)</sup>	D	
					265	I	



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- (1) Shares held in trust under the Northeast Utilities Service Company 401k Plan, a qualified plan, as of March 1, 2005, according to information supplied by the plan's recordkeeper.
- (2) Shares (including reinvested dividends) receipt of which has been deferred pursuant to the Northeast Utilities Deferred Compensation Plan for Executives, as of March 1, 2005, according to information supplied by the plan's recordkeeper.
- (3) Grant of restricted share units which vest equally on February 25, 2006, 2007 and 2008 and will be paid half on vesting and half four years after vesting.
- (4) Includes restricted shares and restricted share units; in addition, the reporting person also directly holds 171,228 stock options to purchase common shares, previously reported on Form 4.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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