

NORTHEAST UTILITIES  
Form 4  
March 01, 2006

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
**BUTLER GREGORY B**

(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)  
**02/27/2006**

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)  
**Sr. V.P. & Gen. Counsel**

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Shares, \$5 par value    |                                      |  |                                | (A)<br>Code V   | Amount  |  | By 401(k) Plan Trustee            |
| Common Shares, \$5 par value    |                                      |  |                                | (A)<br>Code V   | Amount  |  | Deferred Comp. Plan               |
| Common Shares, \$5 par value    | 02/27/2006                           |  | D                              | (3)   | 1,829   | D  |                                   |
|                                 |                                      |  |                                | (D)   | \$ 19.64  |  |                                   |
|                                 |                                      |  |                                |   | 2,291 (1)   | I  |                                   |
|                                 |                                      |  |                                |   | 163 (2)   | I  |                                   |
|                                 |                                      |  |                                |   | 46,032 (4)  | D  |                                   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares                                       |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| BUTLER GREGORY B<br>NORTHEAST UTILITIES<br>107 SELDEN STREET<br>BERLIN, CT 06037 |               |           | Sr. V.P. & Gen. Counsel |       |

## Signatures

/s/ Gregory B. Butler 03/01/2006

\*\*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) Shares held in trust under the Northeast Utilities Service Company 401k Plan, a qualified plan, as of February 27, 2006, 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 February 27, 2006, according to information supplied by the plan's recordkeeper.
  - (3) Disposition of restricted shares and restricted share units upon vesting to satisfy tax withholding obligations.  
Includes restricted shares and restricted share units (including reinvested dividends); in addition, Mr. Butler also directly holds 29,800
  - (4) stock options to purchase common shares, previously reported on Form 4. Of the total shares directly held by Mr. Butler, 12,680 shares are held jointly with his spouse.

## Edgar Filing: NORTHEAST UTILITIES - 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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