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December 11, 2009

**BY FEDERAL EXPRESS AND ELECTRONIC FILING**

Debra Howland  
Executive Director and Secretary  
New Hampshire Public Utilities Commission  
21 South Fruit Street, Suite 10  
Concord, NH 03301



Re: Northern Utilities, Inc.: DG 09-239: F-4 Petition for Securities Issuance

Dear Ms. Howland:

Pursuant to R.S.A. § 369 *et seq.*, on November 20, 2009, Northern Utilities, Inc. ("Northern") filed with the New Hampshire Public Utilities Commission (the "Commission") the above-captioned F-4 Petition for Securities Issuance. As initially proposed, the amount of the debt issuance was \$20,000,000. The purpose of this letter is to amend Northern's F-4 Petition by increasing the amount of the long-term debt financing to \$25,000,000. As Northern's placement agents have indicated favorable market conditions, and because benchmark treasury yields remain at 20-year lows, Northern believes that increasing the amount of the long-term debt financing from \$20,000,000 to \$25,000,000 would be beneficial. The increased financing size would allow Northern to lock-in more of its capital structure at favorable long-term rates. Provided as Supplemental Attachments 1-6 are updated schedules reflecting the increased long-term debt financing.

In addition, Unitil Corporation will increase its equity contribution to Northern from \$5,000,000 to \$7,500,000. The increased equity contribution will facilitate the transaction by demonstrating to potential investors that Unitil and Northern are committed to maintaining a strong capital structure at Northern. The additional equity contribution also incrementally improves the equity ratio, as shown in Supplemental Attachment 5.

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If you have any questions or need additional information, please do not hesitate to contact me at 617 748 6847, or via email at [mpurcell@dl.com](mailto:mpurcell@dl.com).

Very truly yours,

  
Meabh Purcell

Enc.

cc: Matthew Fossum, Esq., NHPUC  
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