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A Northeast Utilities Company

Robert A. Bersak
Assistant Secretary and
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February 1, 2011

Ms. Debra A. Howland
Executive Director and Secretary
New Hampshire Public Utilities Commission
21 S. Fruit Street, Suite 10
Concord, New Hampshire 03301-2429

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Re: *Northeast Utilities-NSTAR Merger Review*
Docket No. DE 11-014

Dear Secretary Howland:

By Secretarial letter dated January 18, 2011, the Commission initiated this docket to gather information regarding any impacts that the proposed merger transaction involving Northeast Utilities ("NU") and NSTAR might have on Public Service Company of New Hampshire ("PSNH") and its customers. The Commission further instructed NU and PSNH to present detailed information regarding the proposed merger's expected impact on PSNH and its affiliates, with special attention paid to any expected effects on PSNH's rates, terms, services or operations and any changes in the provision of services currently provided by NU's service-company affiliates to PSNH.

The merger transaction is undergoing approvals or reviews from myriad agencies, including, *inter alia*, the U.S. Securities and Exchange Commission, the Federal Energy Regulatory Commission, the Department of Justice, the Nuclear Regulatory Commission, the Federal Communications Commission, the Massachusetts Department of Public Utilities, the Maine Public Utilities Commission, and the Connecticut Department of Public Utility Control.

In order to ensure that this Commission has complete and unabridged detailed information to understand the merger transaction, and to demonstrate that the transaction will not adversely affect PSNH's rates, terms, services or operations nor adversely change the provision of services currently provided by NU's service-company affiliates, PSNH is providing the Commission with all materials regarding the merger transaction provided by NU or NSTAR to the various approving or reviewing agencies. Enclosed with this letter is electronic media containing this information. Due to the amount of information being provided and since this is not an adjudicative proceeding, PSNH is not including the seven written copies of all documents submitted normally required by Rule Puc 203.02. If the Commission deems it necessary,

pursuant to Rule Puc 201.05 PSNH requests a waiver of Rule Puc 203.02 in this regard as compliance with this provision would be onerous given the volume of materials involved.

Included in the information being supplied are numerous data request responses inquiring into the proposed merger's expected impact on PSNH's affiliated operating companies (Western Massachusetts Electric Company, The Connecticut Light and Power Company, and Yankee Gas Services Company) and NSTAR's operating companies (NSTAR Electric Company and NSTAR Gas Company). The merger transaction's expected impact on PSNH will be identical to the impact expected on PSNH's affiliated operating companies, as discussed in detail in these data request responses. As indicated throughout these data request responses, the merger is expected to have a favorable effect NU's and NSTAR's operating companies and on the customers of each company. The merger would combine the resources of NU and NSTAR creating opportunities to strengthen service quality and adopt best procedures which, over time, will yield savings to customers.

PSNH will continue to supply additional information filed with other agencies as it becomes available.

Again, PSNH looks forward to participating in the February 7, 2011 informational session, and appreciates this opportunity to provide further information on the NU/NSTAR transaction.

Sincerely,



Robert A. Bersak
Assistant Secretary and
Assistant General Counsel

Enclosures

cc: Office of Consumer Advocate