

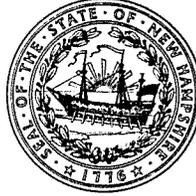
DE 11-014

THE STATE OF NEW HAMPSHIRE

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January 18, 2011

Gregory B. Butler, Esq.
Senior Vice President and General Counsel
Northeast Utilities
P.O. Box 270
Hartford, Connecticut 06141-0270

Re: DE 11-014, Northeast Utilities
(NU)-NSTAR Merger Review

Dear Mr. Butler:

This letter is in reference to the merger agreement recently entered into by NU and NSTAR, of Boston, Massachusetts. NU's subsidiary Public Service Company of New Hampshire (PSNH) is the largest electric utility in New Hampshire. The Commission has elected to open an informational docket, DE-11-014, regarding the proposed merger, with a public informational session scheduled for February 7, 2011 at 10:00 a.m. at the Commission offices at 21 S. Fruit Street, Concord, New Hampshire, pursuant to N.H. RSA 365:5.

The purpose of this docket is to gather information regarding any impacts that the proposed merger might have on PSNH and its customers, and to hear arguments concerning the Commission's jurisdiction under New Hampshire law to exercise prior approval authority over the merger. To that end, at the informational session, NU and PSNH should 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. Also, NU and PSNH should present the companies' opinion regarding the extent of the Commission's authority over the proposed merger, under the following New Hampshire statutory provisions: RSA 369:8; RSA 369-B:3, IV, (b)(4); RSA 374:30; and RSA 374:33.

Please note that this informational session, and underlying docket, will be open to the public, with opportunity for public comment regarding the question of Commission jurisdiction and the substantive effects of the proposed merger on NU's and PSNH's operations. Because this is not an adjudicative proceeding, the Commission will not grant

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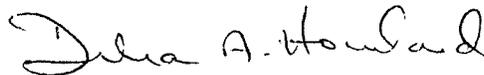
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interventions; however, the Commission will take public comments into consideration. The Commission reserves the right to schedule follow-up informational sessions, as necessary.

NU and PSNH may submit written information in advance of the public informational session for the Commission's consideration; these materials will be made available to the public on the Commission's website at: <http://www.puc.nh.gov/Regulatory/docketbk-2011.html>.

Thank you for your cooperation in this matter.

Sincerely,

A handwritten signature in cursive script that reads "Debra A. Howland".

Debra A. Howland
Executive Director

cc: Robert A. Bersak, PSNH